FINANCIAL STATEMENTS AT 31 DECEMBER 2024

Cremonini S.p.A.
Via Modena, 53
41014 Castelvetro di Modena (MO) Italy
Share Cap. Euro 67,073,931.60 fully paid-up
Modena Register of Companies no. 00162810360
Modena Economic Admin. Reg. no. 126967
Tax Code and VAT no.00162810360

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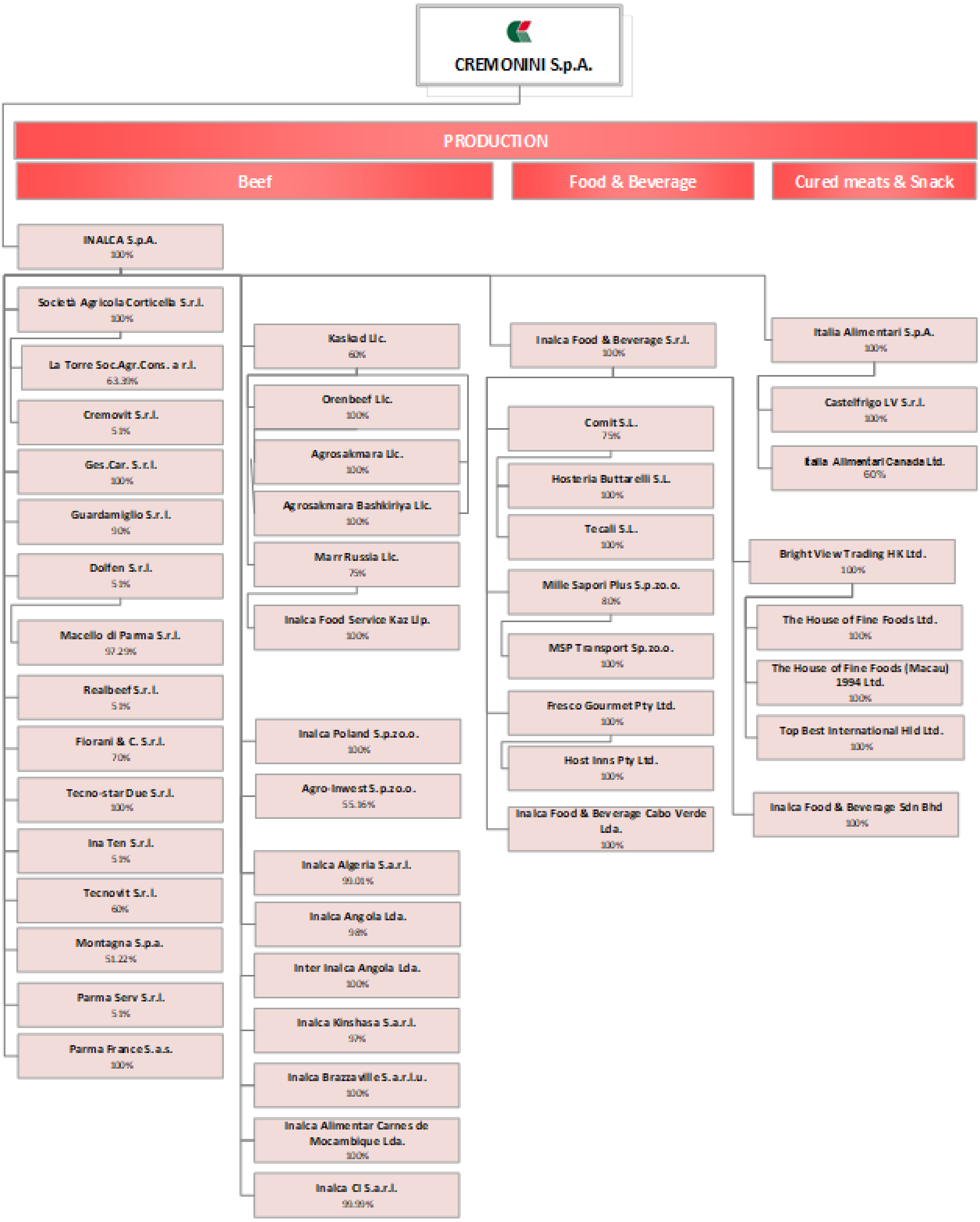

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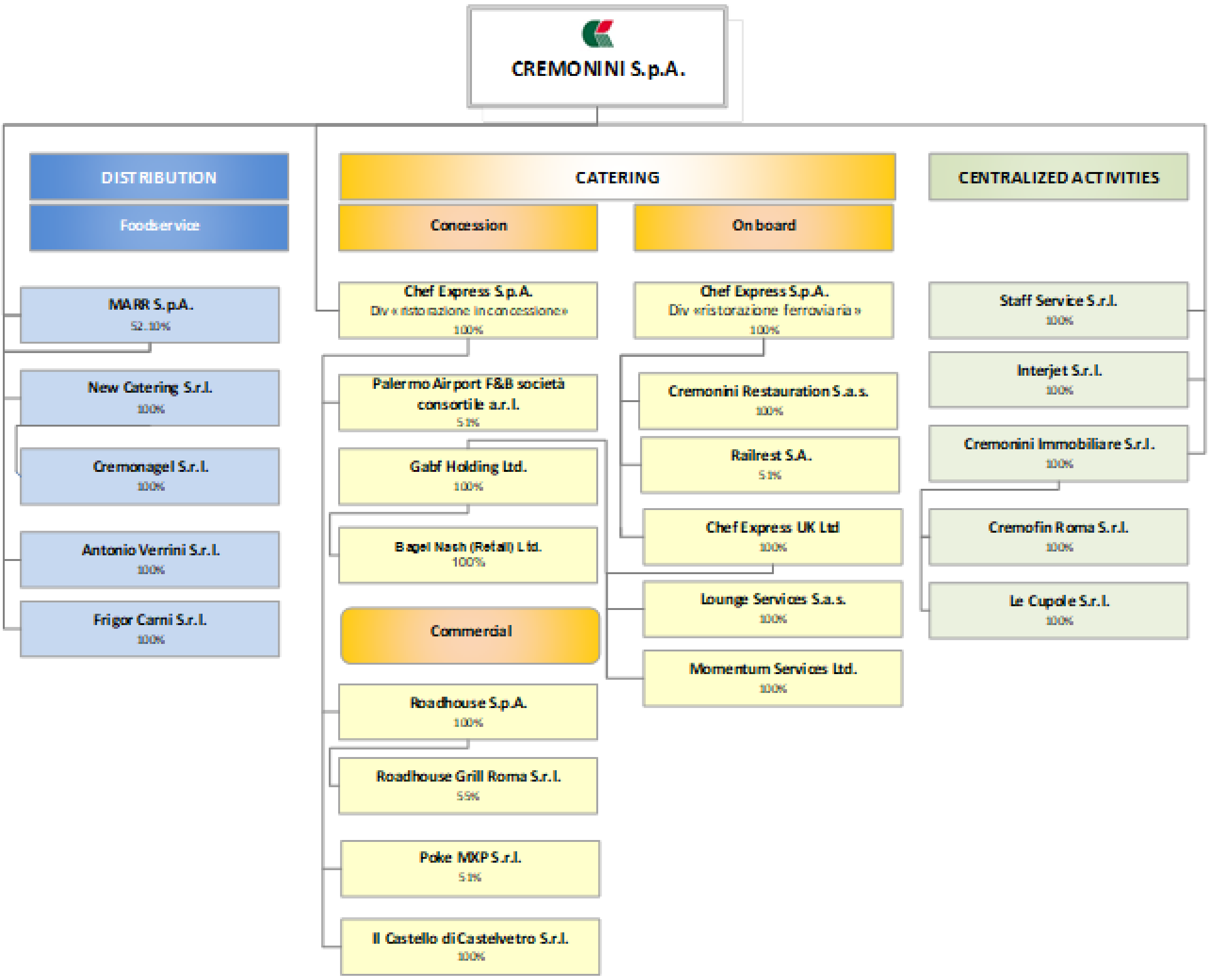

CORPORATE BODIES OF CREMONINI S.p.A.

Board of Directors

Chairman	Luigi	Cremonini
Vice Chairman	Claudia	Cremonini
Chief Executive Officer	Vincenzo	Cremonini
Director	Serafino	Cremonini
	Paolo	Sciumé

Board of Statutory Auditors

Chairman	Eugenio	Orienti
Statutory Auditors	Giulio	Palazzo
	Paola	Simonelli

Independent Auditors PricewaterhouseCoopers S.p.A.

DIRECTORS' REPORT

Introduction

The financial statements at 31 December 2024, pursuant to Legislative Decree no. 38 of 28 February 2005, have been prepared in accordance with the accounting and measurement policies laid down in the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Commission according to the procedure set out in Article 6 of Regulation (EC) No. 1606/2002 of the European Parliament and of the Council of 19 July 2002.

Group performance and results for the 2024 financial year

In 2024 the Cremonini Group recorded revenues of Euro 5,887.5 million compared to Euro 5,542.1 million in 2023, showing an increase of Euro 345.4 million (+6.2%).

The gross operating margin stood at Euro 516.0 million compared to Euro 479.3 million in 2023, showing an increase of Euro 36.7 million (+7.7%) while operating income amounted to Euro 279.9 million compared to Euro 264.3 million in 2023, up by Euro 15.6 million (+5.9%).

The result from ordinary activities, amounting to Euro 147.4 million compared to Euro 148.5 million in 2023, was adversely affected by the recognition of higher net financial charges of Euro 18.7 million (Euro 91.8 million in 2024 compared to Euro 73.1 million in 2023) due to the trends in interest rates. This impact was partly offset by the trend in the currency market, which entailed the recognition of foreign exchange losses of Euro 9.7 million compared to losses of Euro 14.7 million in 2023.

It should be noted that in 2023 "Net income (charges) from investments" had included a capital gain of Euro 6.3 million arising from the sale of the quota in Time Vending S.r.l. (previously 50%-owned by subsidiary Chef Express S.p.A.) to IVS Group S.A.

With regard to non-recurring items, a charge of Euro 15.4 million had been recognised in the income statement during the previous year against the litigation with the Revenue Agency in which the subsidiaries INALCA S.p.A. and Ges. Car. S.r.l. had long been involved.

Net profit stood at Euro 69.4 million, up by Euro 11.3 million compared to Euro 58.1 million in 2023.

The schedules of the income statement, balance sheet and cash flows for 2024 are summarized below, compared with the consolidated financial statements for the period ended 31 December 2023.

For a more complete analysis of the Group's results, the related details are reported below, broken down by business sector.

Consolidated Income Statement

(Euro/000)	Year 2024	Year 2023	Change %
Total revenues	**5,887,539**	**5,542,058**	**6.23**
Changes in inventories of work in progress, semi-finished and finished goods	23,886	22,622	
Value of production	**5,911,425**	**5,564,680**	**6.23**
Cost of production	(4,784,433)	(4,519,703)	
Value added	**1,126,992**	**1,044,977**	**7.85**
Personnel costs	(611,039)	(565,687)	
Gross operating margin [(a)]	**515,953**	**479,290**	**7.65**
Amortization, depreciation and write-downs	(236,051)	(215,034)	
Operating income [(b)]	**279,902**	**264,256**	**5.92**
Net financial income (charges)	(132,536)	(115,803)	
Profit from ordinary activities	**147,366**	**148,453**	**(0.73)**
Net income (charges) from investments	649	5,292	
Net extraordinary financial income (charges)	-	(15,374)	
Result before taxes	**148,015**	**138,371**	**6.97**
Income taxes for the financial year	(43,318)	(52,001)	
Result before minority interests	**104,697**	**86,370**	**21.22**
(Profit) Loss attributable to minority interests	35,253	28,223	
Net profit attributable to the Group	**69,444**	**58,147**	**19.43**

Consolidated Balance Sheet

(Euro/000)	31.12.2024	31.12.2023	Change %
Intangible assets	247,265	252,973	
Tangible assets	1,850,687	1,782,868	
Equity investments and other financial assets	68,536	71,263	
Total fixed assets	**2,166,488**	**2,107,104**	**2.82**
Trade net working capital			
- Trade receivables	637,822	611,338	
- Inventories	729,802	658,964	
- Trade payables	(781,164)	(800,488)	
Total trade net working capital	586,460	469,814	
Other current assets	146,347	145,998	
Other current liabilities	(188,174)	(191,201)	
Net working capital	**544,633**	**424,611**	**28.27**
Staff Severance Indemnity Provision and other m/l term provisions	**(78,216)**	**(75,877)**	
Net invested capital	**2,632,905**	**2,455,838**	**7.21**
Shareholders' Equity attributable to the Group	733,622	673,565	
Shareholders' Equity attributable to minority interests	226,146	227,412	
Total Shareholders' Equity	**959,768**	**900,977**	**6.53**
Net medium/long-term debt	1,071,613	915,543	
Net short-term debt	159,502	218,001	
Total net debt before operating leases	**1,231,115**	**1,133,544**	**8.61**
Net debt - medium/long-term operating leases	353,609	377,550	
Net debt - short-term operating leases	88,413	43,767	
Operating lease effects on net debt	**442,022**	**421,317**	
Net debt	**1,673,137**	**1,554,861**	**7.61**
Net equity and net debt	**2,632,905**	**2,455,838**	**7.21**

a – EBITDA (Gross operating margin) is an economic indicator not defined in the International Accounting Standards and the IFRS. EBITDA is the measurement used by the Company's management to monitor and assess its operations. The managements believes that EBITDA is a key indicator for measuring the Group's performance as it is not affected by the volatility due to the effects of the various criteria of calculating taxable income and by the amount and characteristics of the invested capital, as well as by the related amortisation and depreciation criteria. At present, subject to a subsequent in-depth study regarding the developments in the definitions of corporate performance indicators, EBITDA is defined by the Cremonini Group as the Profit/Loss before depreciation and amortization of tangible and intangible assets, allocations and write-downs, financial and non-recurring charges and income, as well as income taxes.

b – The operating profit (EBIT) is defined by the Cremonini Group as the Profit/Loss for the year before financial charges and income, non-recurring items and income taxes.

* - "Net extraordinary income (charges)" include income components (positive and/or negative) arising from events or transactions whose occurrence is non-recurring, that is, those transactions or events that are not frequently repeated in the normal course of business.

Consolidated Net Debt [c]

(Euro/000)	**31.12.2024**	30.09.2024	30.06.2024	31.12.2023
Payables to banks, bonds and other financial institutions				
- due within 12 months	(559,713)	(568,767)	(713,713)	(588,856)
- due between 1 and 5 years	(900,346)	(931,823)	(783,460)	(809,137)
- due beyond 5 years	(171,267)	(156,833)	(109,899)	(106,406)
Total payables to banks, bonds and other financial institutions	**(1,631,326)**	**(1,657,423)**	**(1,607,072)**	**(1,504,399)**
Liquidity				
- cash and cash equivalents	372,032	368,124	339,251	350,802
- other financial assets	28,179	23,959	30,719	20,053
Total liquidity	**400,211**	**392,083**	**369,970**	**370,855**
Total net debt before operating leases	**(1,231,115)**	**(1,265,340)**	**(1,237,102)**	**(1,133,544)**
Financial liabilities for operating leases				
- within 12 months	(88,413)	(75,724)	(90,784)	(43,767)
- between 1 and 5 years	(276,929)	(286,942)	(283,104)	(295,947)
- beyond 5 years	(76,680)	(74,437)	(78,898)	(81,603)
Operating lease effects on net debt	**(442,022)**	**(437,103)**	**(452,786)**	**(421,317)**
Total net debt	**(1,673,137)**	**(1,702,443)**	**(1,689,888)**	**(1,554,861)**

The Group's net financial debt at 31 December 2024 amounted to Euro 1,673.1 million, up by Euro 118.2 million compared to Euro 1,554.9 million at 31 December 2023. Net of the effects of accounting for operating leases (application of IFRS 16), the Group's net financial debt at 31 December 2024 amounted instead to Euro 1,231.1 million, up by Euro 97.6 million compared to Euro 1,133.5 million at 31 December 2023.

During the year, cash outflows for ordinary investments amounted to Euro 188.9 million, and those for dividends to Euro 29.4 million while those for acquisitions amounted to Euro 20.7 million.

Among the latter items are:

- Cremonini Immobiliare S.r.l.'s acquisition of 100% of the quotas of Cremofin Roma S.r.l., a company that owns properties in Rome, for Euro 4,380 thousand;
- Cremonini Immobiliare S.r.l.'s acquisition of 100% of the quotas of Le Cupole S.r.l., a company that owns properties in Rimini and in the province of Modena, for Euro 4,283 thousand;
- INALCA S.p.A.'s acquisition of 50.5% of the quotas of Sama S.r.l., a company that owns a slaughterhouse in Sicily, for Euro 2,350 thousand;
- INALCA S.p.A.'s payment of Euro 150 thousand in the unconsolidated company Società Agricola Transumanza S.r.l., which is already wholly owned;
- INALCA S.p.A.'s payment of Euro 1,011 thousand in Biorg S.r.l., which is 30% owned;
- INALCA S.p.A.'s acquisition of an additional quota in the associated company A.G.M. S.r.l., which is now 41.77% owned, with an outlay of Euro 141 thousand;
- Società Agricola Corticella S.r.l.'s acquisition of an additional 6.52% quota in the subsidiary La Torre Soc. Agr. Cons. a r.l., which is now 63.39% owned, with an outlay of Euro 1,271 thousand;
- INALCA S.p.A.'s acquisition of an additional stake in the subsidiary Parma France S.a.s., which is now wholly owned, for Euro 6,900 thousand;
- Comit - Comercial italiana de alimentaciòn S.L.'s acquisition of an additional 31.68% stake in the subsidiary Tecali S.L., which is now wholly owned, with an outlay of Euro 249 thousand.

c – The Net Debt, utilized as a financial indicator of the indebtedness, is shown as a sum of the following positive and negative components of the Balance Sheet. Positive components: cash and cash equivalents; current securities held for sale; short-term financial receivables; derivative instruments. Negative components: payables to banks; payables to other lenders, leasing and factoring companies; derivative instruments and bonds. The Consolidated Net Financial Position according to the criteria prescribed by ESMA is shown in the explanatory notes in paragraph 24.

Financial results by business sector

The Group, which operates in the food sector, conducts its business with the position of market leader in three macro business areas:

- Production;
- Distribution;
- Catering.

The Parent Company, both directly and indirectly through its subsidiaries, provides support to the operating sectors, mainly services in the financial, corporate and tax, human resources and insurance, IT system sectors.

Breakdown of revenues by sector

(Euro/000)	**Year 2024**	Year 2023	Change total value	Change %
Production				
Net revenues	3,028,728	2,783,728	245,000	8.80
Intercompany revenues	*206,390*	206,390		
Total revenues	3,235,118	2,990,118	245,000	8.19
Gross operating margin	252,358	235,569	16,789	7.13
Amortization, depreciation and write-downs	(90,149)	(83,090)	(7,059)	8.50
Operating profit (loss)	162,209	152,479	9,730	6.38
Distribution				
Net revenues	1,989,206	1,976,750	12,456	0.63
Intercompany revenues	*108,751*	108,751		
Total revenues	2,097,957	2,085,501	12,456	0.60
Gross operating margin	119,530	122,912	(3,382)	(2.75)
Amortization, depreciation and write-downs	(38,727)	(38,020)	(707)	1.86
Operating profit (loss)	80,803	84,892	(4,089)	(4.82)
Catering				
Net revenues	827,429	779,334	48,095	6.17
Intercompany revenues	*459*	459		
Total revenues	827,888	779,793	48,095	6.17
Gross operating margin	141,606	123,005	18,601	15.12
Amortization, depreciation and write-downs	(104,212)	(91,014)	(13,198)	14.50
Operating profit (loss)	37,394	31,991	5,403	16.89
Centralized activities				
Net revenues	6,244	2,246	3,998	178.01
Intercompany revenues	*13,986*	13,986		
Total revenues	20,230	16,232	3,998	24.63
Gross operating margin	2,459	(2,196)	4,655	n/a
Amortization, depreciation and write-downs	(2,963)	(2,910)	(53)	n/a
Operating profit (loss)	(504)	(5,106)	4,602	n/a
Consolidation adjustment				
Total revenues	*(293,654)*	*(329,586)*		
Gross operating margin	-	-		
Amortization, depreciation and write-downs	-	-		
Operating profit (loss)	-	-		
Total				
Total revenues	5,887,539	5,542,058	345,481	6.23
Gross operating margin	515,953	479,290	36,663	7.65
Amortization, depreciation and write-downs	(236,051)	(215,034)	(21,017)	9.77
Operating profit (loss)	279,902	264,256	15,646	5.92

The Group's total revenues, if compared with those recorded in the previous year, showed an increase of Euro 345.4 million. In detail, Production recorded revenues increasing by Euro 245.0 million, Catering recorded an increase of Euro 48.1 million, and Distribution recorded a growth in actual revenues for Euro 12.5 million.

The consolidated gross operating margin was up by Euro 36.7 million, with Catering growing by Euro 18.6 million, and Production by Euro 16.8 million, and Distribution declining by Euro 3.4 million compared to the previous year.

Finally, the consolidated operating income was up by Euro 15.6 million with Production growing by Euro 9.7 million, Catering growing by Euro 5.4 million, and Distribution declining by Euro 4.1 million.

Breakdown of revenues from sales and services by geographical area

Comparison between values at 31 December 2024 and at 31 December 2023 (12 months)

Year 2024 - (Euro/000)	Production	%	Distribution	%	Catering	%	Other	%	Total	%
Italy	1,733,819	57.3	1,837,221	95.1	679,450	83.7	1,576	100.0	4,252,066	73.7
European Union	549,692	18.2	62,722	3.7	31,613	3.9		-	644,027	11.2
Extra-EU countries	743,680	24.6	32,766	1.7	100,368	12.4	-	-	876,814	15.2
Total	3,027,191	100.0	1,932,709	100.0	811,431	100.0	1,576	100.0	5,772,907	100.0

Year 2023 - (Euro/000)	Production	%	Distribution	%	Catering	%	Other	%	Total	%
Italy	1,653,699	60.1	1,830,995	95.2	654,637	85.0	1,771	100.0	4,141,102	76.0
European Union	444,152	16.1	69,829	3.6	28,214	3.7	-	-	542,195	10.0
Extra-EU countries	653,897	23.8	21,961	1.1	86,893	11.3	-	-	762,751	14.0
Total	2,751,748	100.0	1,922,785	100.0	769,744	100.0	1,771	100.0	5,446,048	100.0

Consolidated Balance Sheet by business sector

As at 31 December 2024 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Intercompany revenues	Total
Intangible assets	32,981	161,496	52,784	4	0	247,265
Tangible assets	930,013	175,446	646,727	98,501	0	1,850,687
Equity investments and other financial assets	38,641	19,899	8,925	1,071	0	68,536
Total fixed assets	**1,001,635**	**356,841**	**708,436**	**99,576**	**0**	**2,166,488**
Trade net working capital						
- Trade receivables	289,334	341,017	33,380	19,341	(45,250)	637,822
- Inventories	488,037	223,264	17,991	67	443	729,802
- Trade payables	(358,442)	(348,020)	(103,605)	(17,230)	46,133	(781,164)
Total trade net working capital	**418,929**	**216,261**	**(52,234)**	**2,178**	**1,326**	**586,460**
Other current assets	66,182	35,917	48,661	16,886	(21,299)	146,347
Other current liabilities	(97,144)	(24,521)	(66,086)	(20,395)	19,972	(188,174)
Net working capital	**387,967**	**227,657**	**(69,659)**	**(1,331)**	**(1)**	**544,633**
Staff Severance Indemnity Provision and other m/l-term provisions	**(51,429)**	**(14,621)**	**(5,710)**	**(6,456)**	**0**	**(78,216)**
Net invested capital	**1,338,173**	**569,877**	**633,067**	**91,789**	**(1)**	**2,632,905**

As at 31 December 2023 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Intercompany revenues	Total
Intangible assets	35,276	162,377	55,313	7	-	252,973
Tangible assets	883,826	173,257	646,816	78,969	-	1,782,868
Equity investments and other financial assets	47,866	19,478	2,790	1,129	-	71,263
Total fixed assets	**966,968**	**355,112**	**704,919**	**80,105**	**-**	**2,107,104**
Trade net working capital						
- Trade receivables	262,966	346,628	29,248	14,961	(42,465)	611,338
- Inventories	437,468	202,833	18,196	17	450	658,964
- Trade payables	(343,984)	(319,594)	(172,339)	(11,784)	47,213	(800,488)
Total trade net working capital	**356,450**	**229,867**	**(124,895)**	**3,194**	**5,198**	**469,814**
Other current assets	65,267	27,398	58,139	21,134	(25,940)	145,998
Other current liabilities	(87,970)	(32,934)	(68,413)	(22,626)	20,742	(191,201)
Net working capital	**333,747**	**224,331**	**(135,169)**	**1,702**	**-**	**424,611**
Staff Severance Indemnity Provision and other m/l-term provisions	**(52,866)**	**(12,563)**	**(6,161)**	**(4,287)**	**-**	**(75,877)**
Net invested capital	**1,247,849**	**566,880**	**563,589**	**77,520**	**-**	**2,455,838**

Consolidated Net Debt by business sector

As at 31 December 2024 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Total
Payables to banks, bonds and other financial institutions					
- due within 12 months	(290,032)	(105,626)	(129,905)	(34,150)	(559,713)
- due between 1 and 5 years	(495,953)	(233,633)	(158,448)	(12,312)	(900,346)
- due beyond 5 years	(108,875)	(39,990)	(22,402)	-	(171,267)
Total payables to banks, bonds and other financial institutions	**(894,860)**	**(379,249)**	**(310,755)**	**(46,462)**	**(1,631,326)**
Liquidity					
- cash and cash equivalents	127,507	208,316	34,864	1,345	372,032
- other financial assets	27,712	-	459	8	28,179
Total liquidity	**155,219**	**208,316**	**35,323**	**1,353**	**400,211**
Securitization and internal treasury current accounts	**2,560**	**496**	**(13,357)**	**10,301**	**-**
Total net debt before operating leases	**(737,081)**	**(170,437)**	**(288,789)**	**(34,808)**	**(1,231,115)**
Financial liabilities for operating leases					
- within 12 months	(5,863)	(11,790)	(70,760)	-	(88,413)
- between 1 and 5 years	(24,149)	(35,485)	(217,295)	-	(276,929)
- beyond 5 years	-	(18,393)	(58,287)	-	(76,680)
Operating lease effects on net debt	**(30,012)**	**(65,668)**	**(346,342)**	**-**	**(442,022)**
Total net debt	**(767,093)**	**(236,105)**	**(635,131)**	**(34,808)**	**(1,673,137)**

As at 31 December 2023 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Total
Payables to banks, bonds and other financial institutions					
- due within 12 months	(328,032)	(117,660)	(106,513)	(36,651)	(588,856)
- due between 1 and 5 years	(453,108)	(197,398)	(138,128)	(20,503)	(809,137)
- due beyond 5 years	(14,702)	(59,979)	(31,725)	0	(106,406)
Total payables to banks, bonds and other financial institutions	**(795,842)**	**(375,037)**	**(276,366)**	**(57,154)**	**(1,504,399)**
Liquidity					
- cash and cash equivalents	77,729	223,405	28,534	21,134	350,802
- other financial assets	19,607	2	444	0	20,053
Total liquidity	**97,336**	**223,407**	**28,978**	**21,134**	**370,855**
Securitization and internal treasury current accounts	**(603)**	**9,818**	**(5,834)**	**(3,381)**	**0**
Total net debt before operating leases	**(699,109)**	**(141,812)**	**(253,222)**	**(39,401)**	**(1,133,544)**
Financial liabilities for operating leases					
- within 12 months	(8,719)	(11,826)	(23,222)	-	(43,767)
- between 1 and 5 years	(27,902)	(43,440)	(224,605)	-	(295,947)
- beyond 5 years	-	(26,376)	(55,227)	-	(81,603)
Operating lease effects on net debt	**(36,621)**	**(81,642)**	**(303,054)**	**-**	**(421,317)**
Total net debt	**(735,730)**	**(223,454)**	**(556,276)**	**(39,401)**	**(1,554,861)**

The operating sectors of the Group

Production

The companies that operate in the Production sector, included in the consolidation area, are shown in the list attached to this Report.

Breakdown of revenues by activity (Euro/000)	**Year 2024**	**Year 2023**	*Chg. %*
Beef and meat-based products	2,896,958	2,658,920	*8.95*
- intercompany revenues	(34,319)	(25,787)	
Beef and meat-based products - Net total	**2,862,639**	**2,633,133**	
Cured meats and gastronomy/snack food	382,995	367,096	*4.33*
- intercompany revenues	(10,516)	(10,111)	
Net total - Cured meats and gastronomy/snack food	**372,479**	**356,985**	
Total Production	**3,235,118**	**2,990,118**	***8.19***

The Production Sector revenues in 2024 were Euro 3,235.1 million, up by Euro 245.0 million compared to Euro 2,990.1 million in 2023. The gross operating margin increased from Euro 235.6 million to Euro 252.4 million, up by Euro 16.8 million, while operating income increased from Euro 152.5 million to Euro 162.2 million, up by Euro 9.7 million.

<u>The beef business</u>

The business segment showed an increase in revenues compared to the previous year, mainly driven by higher sales volumes and, to a lesser extent, by higher sales prices implemented to partially offset the increase in costs of raw materials and other production costs. However, the inability to fully pass on these cost increases to selling prices has resulted in a reduction in profit margins.

In foreign countries, both revenues and profit margins showed an improvement thanks to the positive effect of slaughtering and deboning operations at the plant in Poland; the Polish farm company Agro-Inwest Sp. z o.o. joined the scope of consolidation and there was a positive development of business in Africa (mainly in Angola) and Russia, the effects of which are, however, penalized in the conversion into Euros, due to the persistent negative trend in the exchange rate of the Rouble against the Euro.

As part of the operations involving the distribution of food products to foodservice abroad, on the part of Inalca Food & Beverage S.r.l. and its subsidiaries, there continued to be an expansion in the level of revenues, thanks to the positive development of business in all geographical areas, but particularly in Poland, to which the largest share of the increase is attributable, as well as in Australia and the Far East area (Hong Kong and Macau). Profit margins, on the other hand, were down slightly from the previous year.

<u>Cured meats and snacks sector</u>

The African Swine Fever (ASF) epidemic continues to have major impacts on the cured meat and pork sector in Italy. At the European level, pig production declined significantly in 2024, mainly due to the impact of ASF in several countries and stricter regulations on animal welfare and environmental sustainability. In addition, rising production costs, particularly for feed and energy, have made it more difficult for the sector to compete, leading many farmers to reduce or cease operations. Reduced supply has pushed up pork prices, thus directly affecting consumers and processors.

The cured meat market experienced a downturn, partly due to ASF and partly due to changing consumer eating habits, which are increasingly oriented towards plant-based and environmentally friendly alternatives. Domestic sales have remained stable thanks to the premium market and PDO (Protected Designation of Origin) and PGI (Protected Geographical Indication) products, but the loss of international outlets due to restrictions imposed by many countries on the import of Italian products has caused a decline in exports and increased difficulties for producers while the government has adopted containment measures and incentives for the sector.

The companies in the business segment have operated in the context of these market trends by concluding new contracts with the major chains of retail and of other served business segments, with the objective of maintaining its production capacity at a satisfactory level, aiming at enhancing its industrial technological assets and streamlining its fixed overheads. Furthermore, the target markets have been covered by maintaining volumes in product and distribution channel combinations while flexibly adjusting its offer and adapting its production to the needs expressed by the consumer.

Satisfactory results were achieved in the two divisions operating in the business segment operates. In particular:

Cured meats division – The market for pork raw materials remained at very high levels while that for beef raw materials (bresaola and halal products) returned to growth after a period of substantial stability.

Negotiations with all customers, and in particular with the big players in the large-scale retail trade were made even more complex due to the unusual elasticity of the demand curve for our products on the part of consumers, whereby the increase - even the slightest - in price results in a significant loss of sales volumes.

Nevertheless, any direct comparison with the financial year 2023 shows an increase in sales (+6.3%), which is almost solely attributable to higher sales volumes (+8.2%), albeit characterized by mix changes in favour of lower-priced products, and precisely in foreign and industrial customers.

Snack Division - The division maintained very satisfactory growth rates in 2024, and a comparison of the financial year's data with that recorded during 2023 shows an increase in terms of turnover (+10.6%), which was entirely generated by higher volumes (+10.5%), with progress in sales of vegetable products.

Among the significant events that occurred during the year we must note:

- following the approval of the ranking list for the projects of supply chain and district contracts for the agri-food sector in relation to NRRP grants, work commenced on the formalities for obtaining grants and financing for the benefit of the group companies involved in the "Inalca Filiera Nord" project;

- during January, through the underwriting of a capital increase, control was acquired over Sama S.r.l., a company that owns a slaughterhouse in Sicily whose total refurbishment will be started at the same time as the development of breeding activities in Sicily at the subsidiary Società Agricola Transumanza S.r.l., which has recently started the refurbishment of barns acquired by Sama S.r.l. itself;

- in January, ownership was also acquired for the plant located in Pace del Mela (Messina), previously held under lease and used as a logistics platform;

- Italia Alimentari S.p.A. and its subsidiary Castelfrigo LV S.r.l. received notice of Invitalia's approval of the Investment plan submitted in 2021, the implementation of which is already underway. A programme agreement with the Ministry of Economic Development is therefore expected to be signed soon;

- the subsidiary Treerre Food S.r.l. was put into liquidation;

- the subsidiary Società Agricola Corticella S.r.l. acquired an additional quota of La Torre Soc. Agr. Cons. a r.l., which is now 63.39% owned;

- work was completed on the winding-up of Inalca Emirates Trading Llc.;

- at the end of the year, the subsidiary Comit S.L. had acquired full control over its subsidiary Tecali S.L. through the acquisition of the remaining minority interests;

- in December, it was decided to discontinue the subsidiary's operations in the Republic of Congo given the market circumstances that did not ensure adequate operating profitability.

Distribution

The companies that operate in the Distribution sector, included in the consolidation area, are shown in the list attached to this Report.

Total revenues in the Distribution sector amounted to Euro 2,098.0 million in 2024, showing an increase of Euro 12.5 million compared to Euro 2,085.5 million in 2023.

Compared with Total Revenues of Euro 2,098.0 million, Revenues from sales amounted to Euro 2,054.0 million in 2024 compared to Euro 2,051.2 million in 2023.

Breakdown of revenues by customer (Euro/000)	**Year 2024**	**Year 2023**	*Chg. %*
Street Market	1,350,442	1,350,436	*0.00*
National Account	495,278	497,838	*(0.01)*
Wholesale	208,320	202,910	*0.03*
Total revenues from sales in Foodservice	**2,054,040**	**2,051,184**	***0.00***

Sales to customers in the "Street Market", and "National Account" categories amounted to Euro 1,603.9 million (Euro 1,597.8 million in 2023).

Specifically, sales in the "Street Market" category (restaurants and hotels not belonging to Groups or Chains) stood at Euro 1,350.4 million, in line compared to Euro 1,350.4 million in 2023.

Sales in the "National Account" category (operators of Chains and Groups and Canteens) amounted to Euro 495.3 million compared to Euro 497.8 million in 2023, of which Euro 253.4 million related to the customers of Chains and Groups (Euro 247.3 million in 2023), and Euro 241.8 million to customers of Canteens (Euro 250.4 million in 2023).

According to the findings of the Confcommercio Studies Office ("*Congiuntura*" issue no. 2, February 2025), the consumption (in terms of quantity) concerning the item "Hotels, meals and out-of-home consumption" in Italy increased by +1.2% in 2024 compared to 2023.

Sales in the "Wholesale" category (almost entirely concerning frozen seafood products to wholesalers) amounted to Euro 208.3 million in 2024 compared to Euro 202.9 million in 2023, showing a significant recovery in the fourth quarter of 2024 (Euro 67.6 million compared to Euro 55.8 million in the last quarter 2023), after sales to Wholesale customers had been affected in the third quarter of 2024 by the timing of a fishing campaign, the effects of which in terms of sales in 2023 had fallen entirely on the third quarter while they also affected the fourth quarter in 2024.

Gross operating margin, which stood at Euro 119.5 million in 2024 (Euro 122.9 million in 2023), was affected by the higher incidence of logistics costs (especially transport and freight handling), the increase of which also impacted operating income, which amounted to Euro 80.8 million (Euro 84.9 million in 2023).

Among the significant events that occurred during the year, it should be noted that:

- on 31 January 2024 the dissolution and winding-up of MARR Foodservice Iberica S.A. were finalized with the registration of the deed of dissolution with the Register of Companies of Madrid, and subsequent cancellation of the company;

- on 5 April 2024, by a notarized private deed, the business unit lease agreement between Cremonagel S.a.s. di Alberto Vailati and the subsidiary Cremonagel S.r.l. was extended from 1 April 2024 to 31 December 2024. The original business unit lease agreement had been signed on 30 June 2023, with effect from 1 July 2023 and expiring on 31 March 2024;

- on 15 April 2024, work commenced, according to schedule, on the operations of the MARR Lombardy branch, a new 14,000-square-meter facility located in Bottanuco (Bergamo), which strengthens MARR's footprint in Lombardy, Italy's leading region by value of out-of-home food consumption;

- on 19 April 2024 the Shareholders' Meeting of subsidiary MARR S.p.A. approved the financial statements at 31 December 2023, and resolved to distribute a gross dividend of Euro 0.60 (Euro 0.38 in the previous year) with "ex-dividend date" (no. 19) on 20 May 2024, record date on 21 May, and payment on 22 May 2024;

- the Shareholders' Meeting of MARR S.p.A. also revoked, for the unexecuted portion, the authorization to purchase, dispose of, and to perform acts of disposition of the Company's own shares granted by a resolution of the Shareholders' Meeting on 28 April 2023; at the same time, it approved a new authorization to purchase, dispose, and perform acts of disposition of the Company's own shares in accordance with the terms and conditions described in the report available on the Company's website at www.marr.it governance/AGM section;

- on 20 May 2024, work was finalized on the merger of the wholly-owned company AS.CA. S.p.A. by incorporation into the parent company MARR S.p.A., with legal effects running from 1 June 2024, and accounting and tax effects backdated to 1 January 2024;

- on 27 December 2024, a preliminary Agreement was signed with Inalca S.p.A. for the purchase of the plot of land located in Ospedaletto Lodigiano on which a new distribution platform will be built.

The major industrial investments made during 2024 concerned the following projects:

- the purchase of new software, some of which is still being implemented, for about Euro 909 thousand;

- the completion of the MARR Lombardy branch, a new 14,000-square-meter facility located in Bottanuco (Bergamo), whose operations started on 15 April 2024. The total investment for the construction of the branch amounted to Euro 30.9 million at 31 December 2024;

- the start of the construction of the new distribution platform in Castelnuovo di Porto (Roma), amounting to Euro 10.1 million;

- modernization and revamping works at the various branches of MARR S.p.A., including the construction of a new PV plant at the MARR branch in Catania for Euro 550 thousand.

Catering

The companies that operate in the Catering sector, included in the consolidation area, are shown in the list attached to this Report.

Breakdown of revenues by activity (Euro/000)	Year 2024	Year 2023	Chg. %
On-board catering	121,525	107,548	*13.00*
- intercompany revenues	-	-	
On-board catering - Net total	**121,525**	**107,548**	***13.00***
Motorway catering	482,479	452,070	*6.73*
- intercompany revenues	-	-	
Motorway catering - Net total	**482,479**	**452,070**	***6.73***
Commercial catering	223,884	220,175	*1.68*
- intercompany revenues	-	-	
Commercial catering - Net total	**223,884**	**220,175**	***1.68***
Total Catering	**827,888**	**779,793**	***6.17***

The Catering sector recorded total revenues equal to Euro 827.9 million, up compared to Euro 779.8 million in 2023 (+Euro 48.1 million).

Profit margins also improved in the entire sector, with gross operating margin amounting to Euro 141.6 million compared to Euro 123.0 million in 2023 (+Euro 18.6 million).

Finally, operating income amounted to Euro 37.4 million, showing growth compared to Euro 32.0 million in 2023 (+Euro 5.4 million).

The growth in revenues and profit margins was mainly attributable to the motorway and on-board catering segments, which benefited from the investments made in the past becoming fully operational.

The significant events during the period included:

- the appointment of Nicolas Bigard as the company's new Chief Executive Officer. After experiences in France, Spain and the USA, he joined the Cremonini Group in 2006 as Chief Operations Officer at Roadhouse S.p.A. until becoming its Chief Executive Officer in 2014. Under his leadership, the company has experienced great expansion, coming to develop several restaurant formats for a total of more than 300 sales outlets throughout Italy;

- in January 2024, Chef Express S.p.A. contributed the shares of IVS Group S.A., which had been acquired in 2023 against a capital increase in IVS Partecipazioni S.p.A. for a total amount of Euro 6,8 million through the issue of 5,292,687 shares, reserved for Chef Express S.p.A.;

- in March 2024, there was the acquisition of the remaining 40% of the quotas of the subsidiary C&P S.r.l., as a result of which Chef Express S.p.A. became its Sole Quotaholder, and work commenced on the plan for its merger by incorporation into the parent company Chef Express S.p.A.. The transaction was completed on 29 July 2024 with accounting and tax effects from 1 January 2024;

- again, with regard to company events, the extraordinary shareholders' meeting of Chef Express S.p.A. held on 23 December 2024 resolved, among other things, to increase the company's share capital, free of charge, reserved for the sole shareholder Cremonini S.p.A., bringing it to Euro 20 million; on the same date, the extraordinary shareholders' meetings of Chef Express S.p.A. and Roadhouse S.p.A. approved the plan for the merger of Roadhouse S.p.A. by incorporation into Chef Express S.p.A., which is expected to be completed during the first half of 2025, with accounting and tax effects from 1 January 2025;

- within the motorway segment, operations were started for the catering services at the Colceresa Sud (Vicenza) Service Area, the 57th service area operated by Chef Express S.p.A. in Italy, and there was the opening of three McDonald's-branded stores at the Castelnuovo Scrivia Ovest (Alessandria), Paderno Dugnano (Milan) and Valdera (Pisa) Service Areas;

- with regard to airports, there was the opening of two stores under the “Alice Pizza” brand at Malpensa Airport, and of two new stores under the “Pret a Manger” brand, the second and third in Italy. In addition, we must note the opening of a “Contadi Castaldi”-branded sparkling bar, an “Alice Pizza”-branded store at Orio al Serio Airport (Bergamo), and of “Panella” and “Mignon”-branded stores at Rome Fiumicino Airport (Rome), as well as the inauguration of the new “'Lavazza Coffee Design”' concept store at Naples International Airport, thus bringing the number of airports served by Chef Express S.p.A. in Italy to 15;

- as far as railway stations are concerned, we report the closure of a sales outlet but also the opening of a new “Italico”-branded sales outlet on metro level of the Turin Porta Susa Station, and of two additional “McDonald's”-branded stores at the Arezzo and Padua stations, thus bringing the number of “McDonald's”-branded stores operated by the company to 37;

- the winning, with the related contract signed in December 2024, concerning a tender for two new sales outlets at the arrival Terminal 1 of Rome Fiumicino Airport (landside and airside) under the “Genuino” and “Juice Bar” brands, which are scheduled to open to the public in the first half of 2025;

- the expansion of services offered at Ciampino Airport (Rome) and Bari Palese Airport (Bari), which has improved the experience of travellers thanks to the first gate delivery services offered by its “McDonald's”-branded stores, a project that is an absolute novelty in Italy, and marks an important step forward in the offer of catering services;

- the publication of the new edition of the Sustainability Report for 2023, confirming the commitment to ESG issues and detailing all the activities introduced, and virtuous practices adopted in the environmental, social and economic fields;

- at subsidiary Roadhouse S.p.A., we must note the divestment of some stores, as well as the opening of additional stores under the “Roadhouse Restaurant” brand in Milan, Bari and Turin, and the launch of a new “'Roadhouse Express”' format, the first store of which was inaugurated inside the “I Petali” Shopping Centre in Reggio Emilia. In addition, four new “Calavera Restaurants” were opened in Sona (Verona), Milan, Turin and Pompei (Naples), in addition to eleven new sales outlets under the “Billy Tacos” brand, three stores under the “R.I.C. Chicken House” brand, and the first franchise outlet under the “Fradiavolo” brand in Casalecchio di Reno (Bologna), thus exceeding the target of 300 sales outlets;

- there was the start-up of subsidiary Railrest S.A.’s operation of an information kiosk inside Brussels station;

- with regard to the British subsidiaries Bagel Nash Limited and Bagel Factory Limited, nine new stores were opened, four of which were in London, namely one at Westminster underground station, a second one at Clapham Junction station, a third one at Kensington Arcade station, and finally at the exit of the Baker Street underground station. The further five openings were at the NEC (National Exhibition Centre) in Birmingham, another at Liverpool One Shopping Centre in the city centre, then at Oxford Road in Manchester, at Meadowhall shopping centre in Sheffield in the North East of England, and a last one at Hanover Street in the city centre of Edinburgh in Scotland. Also worth mentioning are the winning of the public tender for a store at Piccadilly Station, in Manchester, and the signing of a further lease agreement for the opening of a new store at the largest shopping centre in England (Bluewater Shopping Centre) on the outskirts of London;

- in the area of circular economy, a partnership agreement was signed with the HERA Group, one of Italy's largest multi-utility companies, to collaborate on projects that are specifically oriented towards the circular economy and environmental and social sustainability, in line with the Sustainable Development Goals (SDGs) defined by the UN 2030 Agenda. By virtue of this agreement in 2024, the number of tonnes of Waste Vegetable Oils (WVOs) transformed into biofuel rose to over 133, showing an increase of 4% compared to the previous year. The project covered 220 Chef Express, Roadhouse, Calavera and Wagamama catering outlets throughout the country, with a stronger concentration in Lombardy, Lazio, Piedmont, Emilia-Romagna and Veneto.

Parent Company

Among the significant events that occurred during the year, it should be noted that:

- on 7 March 2024, as part of the reorganization of the Cremonini Group's real estate assets resolved upon in 2023, the demerger took place by assigning the properties owned by the parent company Cremonini S.p.A. to the newly-established company Cremonini Immobiliare S.r.l. pursuant to Article 2506.1 of the Italian Civil Code. The transaction, carried out on a continuity of values basis, resulted in the replacement of the portion of assets assigned to the newly-established Cremonini Immobiliare S.r.l. in the Parent Company's financial statements, with the 100% investment in the latter's quota capital;

- on 25 June 2024, the subsidiary Cremonini Immobiliare S.r.l. acquired from Cremofin S.r.l. (parent company of Cremonini S.p.A.) 100% of Le Cupole S.r.l. and Cremofin Roma S.r.l., which hold properties in Rome, Rimini and the province of Modena. The acquisitions, which entailed a total outlay of Euro 8,663 thousand, took place on a tax-neutral basis;

- on 30 July 2024 the Board of Directors of Cremonini Immobiliare S.r.l. approved, pursuant to Article 2505.2 of the Italian Civil Code, the merger of the wholly-owned companies Le Cupole S.r.l. and Cremofin Roma S.r.l. by incorporation into the parent company Cremonini Immobiliare S.r.l.. The deed of merger, which was registered with the Modena Register of Companies on 29 November 2024, provided for the legal, accounting and tax effects to be postponed to 1 January 2025.

Relationships with unconsolidated subsidiaries, associated, and related Companies

With reference to the Group's relationships, in the 2024 financial year, with controlling, unconsolidated subsidiaries, associated, and related Companies on market conditions, it should be noted that these transactions affected the types of costs and revenues summarised in the following table. Statement of assets and liabilities and income statement data are shown in specific annexes to the notes to the consolidated financial statements relating to each company, broken down by type of relationship.

(Euro/000)	Controlling companies	Subsidiaries	Associated companies	Related companies
Revenues				
Trade income	-	940	25,418	20
Other income	-	212	913	28
Total revenues	**-**	**1,152**	**26,331**	**48**
Costs				
Trade expense	-	1,102	15,907	1,525
Other expense	-	2,133	2,366	741
Total costs	**-**	**3,235**	**18,273**	**2,266**
Loans and receivables				
Trade receivables	-	8,660	3,020	14
Other receivables	8	8,815	13,269	1
Total loans and receivables	**8**	**17,475**	**16,289**	**15**
Loans and payables				
Trade payables	-	325	3,348	202
Other payables	-	665	-	4,109
Total loans and payables	**-**	**990**	**3,348**	**4,311**

As far as relationships with both related and controlling companies are concerned, the breakdown is as follows:

(Euro/000)	Trade		Other		**Total**	
	Revenues	Costs	Revenues	Costs	**Revenues**	**Costs**
Related and controlling companies:						
Hera Ambiente Servizi industriali S.r.l.	-	1	-	612	**-**	**613**
LLC Soyuz Service	20	-	-	-	**20**	**-**
Scalo - Servizi calabresi di logistica - S.n.c. dei F.lli Viscomi D. e P.	-	.	28	71	**28**	**71**
St Corus Ltd	-	1,524	-	-	**-**	**1,524**
Verrini Holding S.r.l.	-	-	-	58	**-**	**58**
Total related and controlling companies	20	1,525	28	741	**48**	**2,266**

(Euro/000)	Trade		Other		**Total**	
	Receivables	Payables	Receivables	Payables	**Receivables**	**Payables**
Related and controlling companies:						
Cremofin S.r.l. (parent company)	-	-	8	-	**8**	**-**
Hera Ambiente Servizi industriali S.r.l.	-	41	-	-	**-**	**41**
Importadora Italiana del Sureste s.a. de c.v.	-	-	1	-	**1**	**-**
Scalo - Servizi calabresi di logistica - S.n.c. dei F.lli Viscomi D. e P.	14	85	-	2,274	**14**	**2,359**
St Corus Ltd	-	76	-	-	**-**	**76**
Verrini Holding S.r.l.	-	-	-	1,835	**-**	**1,835**
Total related and controlling companies	**14**	**202**	**9**	**4,109**	**23**	**4,311**

Investments

During 2024 total investments were made for Euro 188.9 million, in addition to acquisitions for Euro 20.7 million.

The table below shows the schedule of the net change in non-current tangible and intangible assets for the entire 2024 financial year.

Net investments broken down by sector

(Euro/000)	Production	Distribution	Catering	Others	Total
Intangibles					
Patents and intellectual property rights	1,115	699	451	-	**2,265**
Development costs	-	-	1,084	-	**1,084**
Concessions, licenses, trademarks and similar rights	128	-	272	-	**400**
Intangible assets under development and advances	257	159	8,404	-	**8,820**
Other intangible assets	242	-	-	-	**242**
Total intangible assets	**1,742**	**858**	**10,211**	**-**	**12,811**
Tangibles					
Land and buildings	24,854	6,324	13,321	5,310	**49,809**
Plant and machinery	32,652	2,534	9,353	1,515	**46,054**
Industrial and business equipment	1,862	626	1,762	-	**4,250**
Other tangible assets	5,616	2,127	12,632	(197)	**20,178**
Tangible assets under development and advances	29,803	15,706	7,459	-	**52,968**
Total tangible assets	**94,787**	**27,317**	**44,527**	**6,628**	**173,259**
Total	**96,529**	**28,175**	**54,738**	**6,628**	**186,070**

More detailed information on the investments made during the year can be found in the notes to the consolidated financial statements.

Research and development

The main research and development activities, broken-down by sector, were as follows:

Production

Beef Segment

In 2024, Inalca S.p.A. continued, on the innovation front, its development work in the areas of food safety, and production hygiene based on innovative technologies for controlling the presence of microbial agents, in addition to advanced risk analysis systems.

Another front of innovation is the implementation of new digital infrastructures across all levels of the supply chain, capable of improving production efficiency and performance, as well as the level of traceability and environmental sustainability of production. Inalca S.p.A. has also adopted precision farming and animal husbandry systems in the livestock sector.

Cured meats and snack segment

In 2024, the cured meats and snack division performed R&D work for technological innovation, and directed its efforts in particular on projects that are considered particularly innovative, carried out at both the Gazoldo degli Ippoliti, Busseto and Postalesio plants.

More specifically, these are programmes based on research and development in the following areas:

- Spianata Salami for the North-European market;

- Cooked Ham for the Ho.Re.Ca. channel;
- Pizza Topping.

The business segment is also carrying out activities related to the study and experimentation aimed at the development of protein derivative products from pork and beef, which are also configured among those falling under the eligibility criteria provided for in Article 2 of the Ministry of Economic Development's Decree of 26 May 2020, and, as a step in this direction, it has dedicated significant its resources at the Castelnuovo Rangone branch, and the Gazoldo degli Ippoliti plant.

In accordance with Article 2426.5 of the Italian Civil Code, the international accounting standards, and in compliance with Article 108 of Presidential Decree no. 917/86 (Consolidated Act on Income Taxes), as amended, research and development expenditure were considered as an operating cost, and charged entirely to the income statement.

It is hoped that the positive outcome of these innovations will generate good results in terms of turnover with favourable repercussions on the business segment's economy.

For the development of these projects, the division had incurred R&D&I costs for the work performed in the previous year, for which the opportunity to take advantage of tax credits granted by the Government, and/or any other incentives provided for by Law will be considered, including the "Patent Box" for the patent already obtained and, if successful, for those that will be granted in the future.

Distribution

The activity continued to develop and expand the product lines of its own brand.

Catering

In 2024 Chef Express S.p.A. carried out R&D activities aimed at improving the methods of purchasing and delivering products and services to customers.

Work continued on the Business Transformation project, which will enable the company to reduce business complexity, eliminate low value-added activities (duplication, organisational redundancy, etc.), optimise the organisational model, simplify and streamline information flows and data management, support future business growth, and strengthen its market position.

By availing itself of the cooperation from a third party, work continued, during the current year, on the study and analysis of the current organizational processes in order to identify any possible area of critical concern, and arrange appropriate solutions to improve the efficiency of the Company, taking into consideration not only traditional technologies but also more innovative ones that allow for a reduction in manual activities with low added value, and an evaluation of what the optimal organizational structure and related sizing may be.

Events occurring after the end of the 2024 financial year

The following events occurred after the financial year-end:

Parent Company

No subsequent events are reported.

Production

In the Production sector we must note:

- in January, the subsidiary Tecno-Star Due S.r.l. acquired full control over MGF Impianti S.r.l., a company specialising in servicing and constructing industrial electrical systems, and immediately resolved to merge it by incorporation, a transaction which is expected to take place within the first half of 2025;

- in February, a fire caused the destruction of the Reggio Emilia production site held under a lease by INALCA S.p.A., but with its own production plant and machinery, at which cutting and packaging activities were carried out for a major customer in the large-scale retail trade sector. Any resulting direct and indirect damages are in any case indemnifiable under the insurance policies in force, and the Company immediately proceeded with the reallocation of the manufacturing operations carried out at that site to the other group plants so as to ensure continuity of service to its customers while also providing for the immediate relocation of most of the employees to the Company's other plants;

- breeding is now starting up in Sicily at the subsidiary Società Agricola Transumanza S.r.l., which has recently completed the refurbishment of the stables acquired during the previous year;

- work was successfully completed on the PAUR (Single Regional Authorisation Measure) procedure of the Campania regional government, which will allow the industrial process to be started in April 2025 for the disposal of category 1 by-products (to be therefore sent for thermal treatment) by the subsidiary Realbeef S.r.l. at the Flumeri (Avellino) plant;

- the subsidiary Macello di Parma S.r.l. obtained a favourable ruling from the Council of State on a dispute concerning the renewal of the concession to use the slaughtering facility in Parma. Following the judgment, the company will continue its work to operate the facility pending the decisions of the Municipal government.

Distribution

In the Distribution sector we must note:

- on 31 January 2025 the business unit lease agreement between Cremonagel S.a.s. di Alberto Vailati and the subsidiary Cremonagel S.r.l. was extended until 31 December 2027;

- on 8 January 2025 the company MARR Service S.r.l. was established, which is wholly owned by MARR S.p.A., and whose corporate purpose consists of the performance, exclusively in favour of MARR S.p.A. and its subsidiaries, of warehouse operation, porterage service, packaging of goods or products, etc.. On 1 March 2025, the company started its operations at the MARR branches in Romagna;

- on 22 January 2025, a contract was signed with subsidiary Antonio Verrini S.r.l. for the lease of the business unit located in Taggia (Imperia), which from 1 February 2025 hosts the new MARR Sanremo branch;

- on 12 February 2025 a lease agreement was signed with Prologis Italy LV S.r.l. for a property located in Castelnuovo di Porto (Rome), which will host the new MARR Centro-Sud distribution unit whose activation is expected in the second quarter of 2025;

- on 14 March 2025 the Board of Directors of MARR S.p.A. approved the consolidated financial statements, accompanied by the Sustainability Reporting, and the draft separate financial statements for 2024, which will be submitted to the Shareholders' Meeting convened on 28 April 2025;

- on the same date, the Board of Directors of MARR S.p.A. also set out the proposal for the distribution of a gross dividend of Euro 0.60 per share with "ex-dividend date" (no. 20) on 19 May 2025, record date on 20 May, and payment on 21 May 2025.

Catering

In the Catering sector we must note:

- for Chef Express S.p.A., at the beginning of January 2025, the contract renewal was signed for the mezzanine at Milan Centrale, over 1,000 sq. m. of catering space, including a portion destined for a new store under the "Wagamama" brand, which had been already opened last December; a new contract was then signed for the operation of a store under the "Zagarà" brand at the arrival Terminal A of Catania Fontanarossa Airport, and extensions were signed for concessions for sales outlets at the arrival T3 terminal of Fiumicino Airport under the "Semplicemente Roma" brand, for some service areas and the catering outlet inside the Polyclinic Hospital in Modena. In March 2025 there also was the inauguration of the new food hall at the Padua station where three new stores are to be opened: a bar-cafeteria under the "Italico" brand, a fast-food outlet under the "McDonald's'" brand, and a pizzeria under the "Alice Pizza" brand;

- at subsidiary Roadhouse S.p.A., there was the opening of the first "Roadhouse Restaurant" in Sardinia (Sassari), next to which a "Billy Tacos"-branded sales outlet was also inaugurated, as well as the opening of the third "Roadhouse Meatery" store, and of a further "Billy Tacos"-branded outlet in Castel Guelfo (Bologna) at Castel Guelfo The Style Outlets.

Business Outlook

Production

With regard to the beef production and sale business segment, the performance of sales showed significant increases in the first months of 2025 compared to the previous year, thanks both to a general increase in volumes sold, and to an increase in sales prices compared to the first months of last year.

This was due to the trend of an increase in the purchase cost of cattle, already underway since the second half of 2024, which accelerated significantly towards the end of the year, and is still in progress, making it necessary for the company to gradually adjust its sales prices in order to ensure that adequate levels of profitability are maintained.

The development of the Distribution segment continued abroad, recording increases in business in Russia, both in production and in distribution to the foodservice, the effects of which are more evident thanks to the gradual appreciation of the exchange rate of the Rouble against the other main currencies. This was accompanied by the positive performance of operations in Africa, the results of which continue to show signs of improvement in the level of turnover, especially in Angola.

As regards cured meats, on the other hand, the growth trend that has been underway for some years now continued, which was also favoured by the substantial investments made or in the process of being completed.

Finally, as far as Inalca Food & Beverage is concerned, a total growth rate was recorded which was slightly lower than in previous years due to the contrasting trend in some markets where there is less dynamism.

Distribution

In the first two months of 2025 the trend in sales was growing and consistent with the targets for the year.

Visibility on the trend of the foodservice sector in Italy in 2025 is still rather limited to date, especially since Easter, which with the relative out-of-home consumption represents a first indicator of the trend of the subsequent summer tourist season, is scheduled this year in the second half of April while it had been at the end of March in the previous year.

The entire MARR organisation is focused on seizing all opportunities for growth by strengthening its footprint in the foodservice supply market, through service and product initiatives aimed at realising a Commercial Value Proposition that will increase Customer satisfaction and loyalty

Furthermore, attention was also confirmed on the recovery of operating profitability, through the management of gross profit, and the Euro/kg ratio of products sold, and the control of operating costs.

The initiatives underway for growth and efficiency may also benefit, from the first days of April, from the activation of the new Central Platform in Castelnuovo di Porto (Rome), which will become operational with the start-up of the storage and redistribution services of products to the MARR distribution centres in Central and Southern Italy, and will then continue with the redesigning and upgrading of logistics that is currently operated by the MARR units present in Lazio.

Finally, the organisation maintains a high focus on the control of the levels of absorption of working capital.

Catering

The catering sector, after the post-Covid-19 adjustment and reorganisation phase highlighted by the market in the two previous financial years, has shown substantial stability in the current financial year, which is, however, still affected by high energy costs, and the dual transformation of customers who, on the one hand, are increasingly digital and demanding, and on the other, have a lower propensity and reduced purchasing power.

The increase in revenues realised in 2024, combined with the operating cost containment actions continued in the current year too, led to increases in EBITDA while operating profitability was affected by the increase in depreciation and amortisation costs and high financial expenses.

However, the Company believes it can improve profitability in the coming years, both through the continuous monitoring of operating costs, and also due to the benefits expected from the corporate reorganisation process started in 2024 with the incorporation of the subsidiary C&P S.r.l., and will continue in 2025, too, with the incorporation of the subsidiary Roadhouse S.p.A..

The Company is continuing with the transformation of the offer and experiences, combined with the ability to grasp new consumer habits, and develop new services such as the presence on digital platforms.

In fact, work continued on the implementations of cashless payments, digital menus, online booking systems and delivery or take-away and self-ordering management operations.

The digital menu, taking into account the peculiarities, preferences and habits of its clientele, makes it possible to present a daily updated list of available dishes and products, monitor sales trends in real time, analyse customer satisfaction, and enhance the restaurant offer with images, complete and accurate descriptions, and visual effects, which can be updated over time.

The growth trends in revenues which were recorded in 2024 too, showing an increase compared to the previous year, and reaching the highest value in recent years, testify to the Company's ability to be able to seize all opportunities offered by the market, including in the near future.

Atypical and/or unusual transactions

During 2024 no atypical and/or unusual transactions were carried out and/or occurred, which, for materiality, nature of the counterparties, object of the transaction, method of determination of the transfer price and their occurrence in proximity to the year-end can raise doubts as to the correctness and completeness of these financial statements, conflict of interest, safeguarding of corporate assets and protection of the shareholders.

Reconciliation between the Parent Company's shareholders' equity values and the profit for the year with the corresponding consolidated values

A reconciliation schedule between the equity and profit for the year resulting from the Parent Company's annual financial statements, with the Group's share of the corresponding consolidated values at 31 December 2024 is given in the paragraph on shareholders' equity in the explanatory notes to the consolidated financial statements.

Main risks and uncertainties

The Group companies are exposed to financial risks in the conduct of their business, such as those described in more detail in the explanatory notes and where these mean the market risk (being the combination of the currency risk for purchases of goods aboard, and interest rate and price risks), and credit and liquidity risks.

Furthermore, it must be considered that the Group companies, though operating in the food sector that is characterised by a substantial stability, suffers from the general conditions of the economy and is therefore exposed, even though to a lower extent compared to other sectors, to the uncertainties of the current macroeconomic climate.

As far as concerns the evolution of the Group's financial position, this depends on numerous conditions amongst which are, other than achievement of set targets in terms of commercial working capital management, the trend of the banking and monetary markets that are also influenced by the current economic situation.

As far as concerns the specific risks and uncertainties of Cremonini S.p.A. and Group business, please refer to the paragraph "Provisions for non-current risks and charges" in the Explanatory Notes.

Anti-corruption policy

The main Group companies have adopted their own Codes of Ethics in the framework of their anti-corruption policy. The professional practices and conduct by which all employees and other persons working with the Group must abide are laid down in this document.

Furthermore, the types of risk to which the Group is exposed (predicate offences) are detailed in the specific Organisational Models 231/2001 of each Group company.

The Group companies have put in place a series of preventive procedures against corruption risks associated with the approval and qualification of suppliers and the management of product non-conformity.
In view of the various types of business the companies conduct, one of the main areas in which the risk of corruption could materialise is participation in public tenders.

The aim of the Code of Ethics is to assure an increasingly high degree of corporate governance transparency and efficiency: it contains the rules of conduct and principles of legality, transparency and honesty to apply to the Group companies' internal and external relations. The companies themselves see that the Code of Ethics is made known to their stakeholders and to new employees at the time of their engagement. The control bodies audit the compliance with and the adequacy of the Code annually.

During 2023, a whistleblowing system was also put in place, in accordance with the provisions of Legislative Decree no. 24/2023, by the Parent Company and all Group companies subject to this legislation, to through a specific electronic platform that ensures the anonymity of the report, and compliance with all the requirements prescribed by the Global Data Protection Regulation (GDPR), also following a specific Data Protection Impact Assessment (DPIA).

Human resources

The Cremonini Group is aware that its collaborators make up an important resource for the company in order to achieve the success and future of the same company. This is why it pays a large amount of attention to the well-being of all collaborators, to the development of training programmes attentive to individual needs and to fostering a positive corporate climate able to arouse a sense of belonging and commitment to meeting common business objectives.

A total of 17,418 people work in the countries where the Group operates. The majority are in the European Union (82.4%) followed by Russia (7.4%), the United Kingdom (5.3%), and Africa (2.3%). The headcount in 2023 was instead 17,183 collaborators.
The breakdown of the organizational structure based on professional designation was 146 executives, 272 middle managers, 3,656 office staff, and 13,313 workers or seasonal workers.

In addition to its employees, the Group also uses a large number of salespeople and a network of haulage contractors that collaborate with agency and service agreements.

During the year, sector-based refresher and training courses were held and they also regarded the fields of environmental safety, languages, computers and occupational safety. Despite the uncertainty arising from the macroeconomic scenario, the Group in no case whatsoever reduced its headcount and actually increased it. Please note the agreements with the Universities or secondary schools as well, which offered students traineeships that in some cases turn into employment.

Furthermore, among the Group's policies for respecting and appreciating its human resources are:

Production

Where they exist, the INALCA Group applies the national collective labour agreements for the sector to which each company belongs. Collective labour agreements also provide for precise references to occupational health and safety.
Collective bargaining is also applied to outsourced workers. National collective bargaining benefits available to full-time employees are also provided without distinction to part-time or fixed-term employees.

INALCA S.p.A. intends to contribute to combating all forms of labour exploitation, in the agricultural sector in particular, and ensuring stable employment and access to young people. Training, safety and protection of workers are fundamental pillars for its development in full respect of human rights and equal opportunities. In managing labour relations, the Group intends to ensure the protection of diversity by seeking to prevent any possible discrimination, in full compliance with its Code of Ethics. With regard to the protection of human rights, INALCA S.p.A. places human and workers' rights at the basis of its personnel management and recruitment procedures. These issues are communicated to new hires in all Group subsidiaries through the company's Code of Ethics, and human resources management and recruitment procedures. INALCA S.p.A. carries out systematic training activities at all company levels. Training is entrusted to teams of experts operating in different business areas. The topics on which training activities focus essentially concern:
- the induction of new hires, combining education and training actions;
- occupational health and safety, and environmental protection;
- hygiene of processing, and the principles of quality;
- ethical principles, codes of conduct adopted as part of the company's organizational model, and human rights.

In the course of 2024, an e-learning portal was implemented in collaboration with a certified training provider, within which custom content can be published, which is created for this purpose by in-house staff.

Distribution

The number of employees of the MARR Group at the end of December 2024 amounted to 1,048 (of which 11 Executives, 38 Middle Managers, 777 Office staff and 222 Workers), an increase of 38 compared to the end of 2023 (1,010 employees). The increase of 38 employees is related to new hires made by the Parent Company MARR S.p.A. for the start of operations of the MARR Lombardy Branch (24 employees), and for the strengthening of some corporate functions.

In addition to employees, the Group employs more than 960 sales technicians, more than 1,200 service and goods handling personnel, and a network of more than 1,000 deliverers.

Catering

In 2024 the Companies in the Catering Sector implemented major organizational development and training projects with a focus on soft skills.

On the network, growth projects were developed for managerial roles with special emphasis on internal growth with targeted training courses aimed at about 300 operators.

With regard to relations with trade unions, an agreement was signed in November 2024 for the payment of a Performance Bonus valid for the years 2025-2027, and valid for all operators of the Company's points of sale. The bonus is calculated on the basis of three indicators: economic and financial ratios, Service Quality, and individual productivity.

The TaSC (Talent Strategy Chef Express) project has also been set up, which involves all the Company's operational staff with the aim of offering and defining for each person a potential growth plan based on their skills and performance.

In an increasingly complex market, it is essential to build and strengthen the skills necessary to face the challenges that will await us in future, which is why the Company has structured skills certification programmes for its employees for growth, whether vertically or horizontally and cross-sector.

With regard to the head office, work was completed on the project of defining the "organizational manual" with full revision of the corporate organizational chart, job description and job title.

Occupational Health and Safety

The Group considers the safeguarding of its employees' psycho-physical integrity to be a primary objective and therefore undertakes to provide workplaces that are as healthy and safe as possible and comply with current health and safety regulations, at the same time encouraging all those who work with the Group to take a responsible approach to safety.

The risks to which the workers of the Group companies are exposed in performing their duties are identifiable as: i) risks from noise, vibrations, chemicals, explosive atmospheres and microclimate; ii) risks from handling loads manually and repetitive movements; and iii) risk of working with display screen equipment.

After careful consideration, the managements of the various Group companies have drawn up their own specific assessments of worker safety risks and given the heads of the areas concerned authority to act on their behalf, with the aim of making them aware of their responsibilities in the field of safety.

Given the complexity of the Group, reference should be made to the specific detailed policies provided in the financial statements of the Subsidiaries.

Environment, Quality and Sustainable Development

In the perspective of safeguarding and respecting the environment, the Group has always been careful about the activities its Companies carry out with reference to both its production processes and the optimization of the resources available, with a constant commitment to reduce water and energy consumption and the production of solid and liquid waste.

All sector Sub-holding companies, which have been active in these areas for years, prepare specific Sustainability Reports to provide stakeholders with evidence of their policies and performance in the economic, social and environmental spheres.
These Sustainability Reports, which are available on the companies' websites, deal extensively with these issues, a partial examination of which is provided in the following paragraphs.

Production

In 2024 INALCA S.p.A. published the tenth edition of the Sustainability Report prepared for the year 2023, in compliance with the GRI Standards according to the “In accordance” option. The updated edition of the Sustainability Report is available on the company’s website at the following link: https://www.inalca.it/en/our-sustainability-report/.

This edition of the Sustainability Report features technical insights into climate altering emissions (GHGs) analysis, and the extension of reference GRI indicators, in the application of GRI 13: Agriculture, Aquaculture and Fishing Sectors (2022).

In addition to the disclosure of numerous indicators, and data regarding impacts and consumption, the Sustainability Report contains sections dedicated to the company's principles and values, sustainable development guidelines, and a description of the voluntary technical management standards in the fields of quality, food safety, occupational health and safety, and corporate social responsibility.

INALCA S.p.A. has also started the process of voluntary adoption of the European Sustainability Reporting Standards (ESRS) in view of the CSRD (Corporate Sustainability Reporting Directive) regulations, the implementation of which, should the proposal put forward through the OMNIBUS package by the European Commission on 26 February 2025 be confirmed, is currently scheduled for the year 2027. This will be a multifaceted process that will involve the Parent Company Cremonini S.p.A., and the ultimate controlling company Cremofin S.r.l., based mainly on the adoption of the new ESRS indicators, and the related integrated digital infrastructure for data collection. During 2024 INALCA S.p.A. also started the implementation of the software dedicated to the management of the Regulation on Deforestation-free Products (EUDR) whose implementation is scheduled for December 2025 according to Regulation (EU) 2023/1115.

In being aware of the complexity of the bovine supply chain, and the various sensitivities on the subject by Stakeholders, INALCA S.p.A. has carried out the assessment of priority topics (“materiality analysis”) in order to identify the areas of intervention, the issues to be investigated, and the Stakeholder engagement activities to be strengthened. The priority analysis is based on the international AA1000 Stakeholder Engagement Standard.

The materiality analysis on ESG issues is an integral part of the broader system of risk mapping, weighting and management, which is developed and updated on an ongoing basis in relation to the geopolitical situation regarding the geographical distribution of its supply chain and the Group's business areas, as well as any solutions and methodologies adopted for their counteraction and adaptation.

<u>Environmental and climate protection</u>

INALCA S.p.A.'s commitment to the mitigation of its environmental impacts is structured through the following lines of development:
- energy efficiency and energy production from renewable sources;
- countering climate change;
- reduction, recovery and recycling of waste;
- environmental product communication;
- sustainable packaging management.

Adoption of Best Available Techniques (BATs)

On the environmental front, we note the European Union's adoption of the new BATs (Best Available Techniques) in the broader context of the IPPC (Integrated Pollution Prevention and Control) environmental legislation, which has as its legal basis Directive 2010/75/EU on industrial emissions. BATs encompass INALCA S.p.A.'s target industrial sectors, namely slaughtering, food production, and animal by-product processing, and are the technical reference for the review and renewal of Integrated Environmental Authorisations (IEAs) which concern the Group's main production plants.
The IPPC regulations are based on three fundamental cornerstones:
- the integrated approach, provided for by this regulatory system, and fully adopted by INALCA S.p.A., i.e., that authorisations consider the environmental impact in its entirety, including emissions into air, water and soil, waste generation, resource use, energy efficiency, noise, radiation, vibration, accident prevention, and site restoration after decommissioning, with the aim of achieving high protection of the environment as a whole;
- the adoption of the aforementioned BATs, which binds environmental authorisations to the use of best available techniques;
- local conditions, i.e., that authorisations take into account the technical characteristics of the installation, geographical location, and local environmental conditions.

The adoption of BATs will be the main reference for the adoption of further impact and consumption reduction processes at the Group's main plants.

Circular Economy

Cattle breeding and its processing chain are one of the most structured and circular systems in existence. There are many interactions of meat processing with other supply chains: from biomedical where biological heart valves are produced, to pharmaceuticals (drug capsules, heparin and antipyretics), leather goods (leather accessories, leather, etc.), cosmetics (creams, soaps, detergents), animal feed, pet food and chewing items (pet toys).

All of INALCA S.p.A.'s production processes are based on circular economy principles. Part of this strategy is the investment in a dedicated food factory at the Castelvetro di Modena plant for fat dripping and bone processing, which are products that were previously sent to lower-ranking uses than food. The new plant is capable of enhancing the raw material consisting of fat and bones in numerous industrial sectors: products for the feed industry, pet food, food products such as ingredients and flavourings, and the pharmaceutical sector (collagen for medicinal capsules).

With regard to the reuse of non-food biomasses, through its network of biogas and biomethane plants, INALCA S.p.A. has also recovered fertilizers of organic origin derived from circular economy processes for its agricultural activities in order to reduce the use of fertilizers of chemical origin.

Food safety and management systems

Food safety is the pre-requisite on which every stage of INALCA S.p.A.'s production and distribution process rests. The company's long presence in markets that are strictly regulated in this respect, such as, for example, the European Union, the Russian Federation, the United States of America, Canada and Japan, and the adoption of the main voluntary food safety standards, have enabled INALCA S.p.A. to develop over time the most modern and advanced hygiene and risk prevention techniques in the food sector, and an integrated management system that covers all the Group's production plants. The system as a whole is therefore based on the identification of critical control points (CCPs), within each manufacturing process, and provides for any actions necessary for the elimination or reduction of significant food safety hazards to an acceptable level, according to the HACCP (Hazard Analysis and Critical Control Points) model.
Since 2021 INALCA has started and maintained projects to strengthen a food safety culture (FsC) within its organisation, as required by the main GFSI (Global Food Safety Initiative) certification schemes, Codex Alimentarius and European regulations. FsC is based on the set of behaviours and values that the company and all employees must adopt to produce safe food.
The management system put in place by INALCA to protect quality, safety and sustainable development is therefore compliant with the main international voluntary standards on the subject: a common language

adopted on an international scale to pursue the best production, environmental, worker protection, consumer and stakeholder communication standards. Rules and procedures are verified by independent audits, confirming the effectiveness of the actions implemented by INALCA in these fields. The adoption of certified systems verified by third parties ensures truthfulness and transparency in the choices regarding product claims and, more generally, the information provided to the consumer in promotional and advertising communication.

Animal welfare

The control and improvement of animal welfare conditions in breeding farms is an element of growing sensitivity and attention by consumers and stakeholders. INALCA S.p.A. has developed a system for monitoring and evaluating the animal welfare conditions of the breeding farms belonging to its supply chain based on the Classyfarm system (https://www.classyfarm.it/).
INALCA S.p.A. also requires its breeders to comply with a set of good production practices regarding the prudent use of veterinary medicine, with particular attention to reducing the use of antibiotics, especially of the category defined as “critical” by the World Health Organisation in an effort aimed at improving animal welfare and combating antibiotic resistance.
Thanks to this commitment, INALCA S.p.A. reduced the use of antibiotics in its supply chain by 8.5% over the three-year period from 2021 to 2023.

Local communities

INALCA S.p.A.'s economic activity in a given local area is fully integrated with the social dimension of the community, starting with its direct contribution in terms of employment and payment of local taxes.
But social responsibility also drives direct support for institutions or initiatives of a social nature, in accordance with SDG targets 4 (Quality Education), 10 (Reduced Inequalities) and 11 (Sustainable Cities and Communities).
There are countless interventions to support local communities through ongoing or emergency donations of food products, contributions to scientific research in the medical field, and support for the education and training of young people, with particular attention to developing countries.

Distribution

Sustainability is a constant focus of attention, and the MARR Group reports on its policies and performance, with specific regard to environmental, social, personnel, human rights, and governance issues.

These issues, together with the others identified as a priority within the scope of the double materiality analysis, are reported, and analysed extensively in the MARR Group Sustainability Reporting, which was drafted, as from 2024, in compliance with the Corporate Sustainability Reporting Directive (CSRD), which came into force on 5 January 2023 and was transposed into Italian law on 25 September 2024 under Legislative Decree no. 125 of 2024.

For the purposes of the preparation of the Sustainability Reporting, MARR S.p.A. has implemented an analysis process conducted according to the guidelines for sustainability reporting of the ESRS (European Sustainability Reporting Standards), aimed at identifying the issues that could affect the ability to create value, and that are most relevant for the Company and its stakeholders. This process involved all responsible management functions, some categories of stakeholders, and the Sustainability Reporting was approved by the Board of Directors, together with the draft Consolidated Financial Statements.

With regard to climate change, it is the subject of attention by Management, which assesses its risks, and designs strategies aimed at reducing its impact on the operations of the Group, as well as the impact thereon of its own business. It is believed that the climate change currently under way, and expected in the coming years, could affect some aspects of the MARR Group's operations, since rising temperatures could have an impact on the cost of refrigeration, and preservation of products, and the supply chain. These aspects are monitored on an ongoing basis in order to consider solutions that can mitigate adverse impacts related to increased costs, and on the other hand ensure a containment of the negative effects that business activities have on the climate. In this regard, it should be noted that, within the Sustainability Reporting, to which we refer for detailed information, the Company reports its impact on the climate by showing the figure of Scope 1, Scope 2, and Scope 3 emissions, and the associated actions for their mitigation.

As at the date of this report, there were no significant risks of adjustments to the carrying amounts of assets and liabilities, or uncertainties affecting the assumptions used to develop estimates, arising from climate change.

There are no pending criminal proceedings for the MARR Group with respect to damage caused to the environment.

The MARR Group's Consolidated Financial Statements at 31 December 2024, and the Sustainability Reporting integrated into them can be found at the following link: https://www.marr.it/investors/financial-reports/2025.

Catering

The sustainability path which Chef Express S.p.A. has embarked on aims at systematising the projects put in place, and reporting the results achieved by preparing and publishing its own Sustainability Report.

This document also allows the reporting of the results in terms of operations, and social and environmental issues generated by the company in conducting its business, as well as their dissemination to a wide audience consisting of all stakeholders. The Sustainability Report then constitutes for Chef Express an appropriate tool in order to acknowledge the Company's ability to design, and implement strategies capable of responding to stakeholder expectations, and, finally, it may be used as a moment of strategic planning and reporting for the near future.

It is worth highlighting that, although it is not compulsory, Chef Express S.p.A. will publish the next Sustainability Report - it will be the fifth - inspired by the ESRS (European Sustainability Reporting Standards) standards, also assessing the financial relevance of Sustainability issues, i.e. the ability of each topic to affect the generation of economic and financial value in the long term, according to the double materiality approach envisaged by the European CSRD (Corporate Sustainability Reporting Directive) reporting regulations.

In addition, a path to further improvement in the ESG (Environmental, Social & Governance) sphere has been embarked on since July of the previous year, focusing in particular on the following activities:
- Sustainability Strategic Plan (aimed at ensuring the development, and evolution of projects in the area of sustainability);
- supplier ESG assessment (evolution of supplier assessment, and monitoring through ESG scores);
- waste management (evolution of guidelines, and a framework for evaluating the implementation of solutions in the area of waste reduction);
- Carbon Neutrality (structuring a scalable greenhouse gas reporting system);
- innovation and energy efficiency (evolution of project development in the area of sustainability under an energy upgrading plan);
- employee training (providing training and awareness-raising to employees on social and environmental sustainability issues).

Chef Express S.p.A. and other Group companies operating in the Catering Sector follow a constant policy of maintaining its workers' awareness of energy saving in order to foster the values of respect for the environment and the safeguarding of water and energy resources.
The aforesaid companies abide by the provisions of law governing the disposal of special waste as regards environmental issues.

During the year Chef Express S.p.A. and subsidiary Roadhouse S.p.A. continued to install PV plants on most of their premises, which will meet a part of the energy requirements.
The control and efficiency of electricity consumption is achieved with the help of advanced systems designed to monitor, reduce, and stabilize electrical voltage. The implementation of building automation, a system capable of remotely monitoring, in real time, the operation of systems, and machinery to improve energy efficiency, has affected the most energy-intensive stores and outlets, thus enabling a considerable reduction in consumption; in fact, it will be installed on all business units, regardless of the term of contract, and will be implemented on all freestanding buildings, and in general at all stores and outlets equipped with autonomous air conditioning systems. In addition, work was completed on the installation of electronic meters for both water and electricity utilities necessary for the implementation of a real-time consumption monitoring system through a web platform capable of providing detailed monthly consumption reports. Finally, the Company has been purchasing all of its

energy that is 100% certified from renewable sources (Guarantee of Origin) for several years now.

The Group companies operating in the Catering Sector also endeavour to use recyclable or biodegradable materials, to recycle waste and to use organic foodstuffs and/or foodstuffs coming from fair trade markets, compatibly with the products contained in the recipes used in the catering industry.

Some outlets are equipped with special recycling banks dedicated to waste sorting thanks to the support provided by specialist partners in order to improve their performance in this field. Therefore, customers also play an active part in improving waste sorting by means of these installations.
This project is also accompanied by the installation of special waste-compactors, which are designed to promote the proper collection of PET bottles for food use so that they can be sent for recycling, through a virtuous circle, for the production of recycled PET (rPET) suitable for food contact.

The next steps in this course provide for the exploitation of organic waste (ECW 200108) from the point of view of circular economy, such as the recovery of coffee grounds to generate new materials or the recovery of orange peels for the production of yarn to be used in the textile industry, through the collaboration with a specialist partner.

Work also continued on the campaign to reduce and eliminate food waste by adopting practices focused on upstream reduction of any possible waste generated from catering services.
This action is intended to contribute to the principles of reducing and preventing waste production, as well as avoiding the generation of food waste. Below are some examples of improvement actions already applied:
- avoiding large orders where not necessary;
- applying operational management (first-in first-out) in the preservation of food products and checking expiry dates periodically;
- carrying out a precise long-term analysis of references sold;
- preventing losses in preparing food by delivering ongoing training to employees;
- carrying out appraisals of supplies, including on the basis of the protection characteristics of the packaging in order to minimise the generation of food waste;
- raising customers' awareness about food waste and its causes through the implementation of dedicated communication campaigns.

In the agrifood sector, and more precisely in the catering sector, the reduction of waste is imperative both with regard to environmental issues and merely for operational requirements. For some time now, Chef Express S.p.A. has established and continues work on special partnerships with entities operating throughout the country (first of all Banco Alimentare, the Italian Food Bank Network) through which specific projects have been put in place in order to support needy families. In this case too, new partnerships with dedicated platforms are being considered for the implementation of specific projects with a view to continuous improvement.

Data protection and Cyber Risk

In compliance with Regulation (EU) 679/2016 (General Data Protection Regulation - "GDPR") as transposed into the Italian legal system under Legislative Decree 101 of 10 August 2018, the Group companies have adopted a policy for the management of sensitive information and data, following the appropriate procedures for minimising the risk of breaching privacy and data protection as required by the current regulations, while also appointing a Data Protection Officer (DPO), if required.

The Parent Company Cremonini S.p.A.

Shown below are the summarised results of the Parent Company prepared in conformity with the IAS/IFRS International Accounting Standards.

Income statement of the Parent Company Cremonini S.p.A.

(Euro/000)	Year 2024	Year 2023	Chg. %
Total revenues	**7,889**	**10,549**	*(25.22)*
Changes in inventories of work in progress, semi-finished and finished goods	0	-	
Value of production	**7,889**	**10,549**	*(25.22)*
Cost of production	(6,384)	(7,322)	
Value added	**1,505**	**3,227**	**(53.36)**
Personnel costs	(4,087)	(4,267)	
Gross operating margin [(a)]	**(2,582)**	**(1,040)**	*n.a.*
Amortization, depreciation and write-downs	(500)	(2,707)	
Operating income [(b)]	**(3,082)**	**(3,747)**	*(17.75)*
Net financial income (charges)	(837)	(1,330)	
Profit from ordinary activities	**(3,919)**	**(5,077)**	**(22.81)**
Net income (charges) from investments	21,955	12,622	
Result before taxes	**18,036**	**7,545**	**n.a.**
Income taxes for the financial year	669	986	
Net profit	**18,705**	**8,531**	**n.a.**

Balance Sheet of the Parent Company Cremonini S.p.A.

(Euro/000)	Year 2024	Year 2023	*Chg. %*
Intangible assets	2	4	
Tangible assets	120	79,721	
Equity investments and other financial assets	371,383	293,965	
Total fixed assets	**371,505**	**373,690**	*(0.58)*
Trade net working capital			
- Trade receivables	3,771	3,800	
- Inventories	-	-	
- Trade payables	(13,831)	(8,959)	
Total trade net working capital	**(10,060)**	**(5,159)**	
Other current assets	18,239	21,198	
Other current liabilities	(19,977)	(22,488)	
Net working capital	**(11,798)**	**(6,449)**	*n.a.*
Staff Severance Indemnity Provision and other m/l term provisions	**(416)**	**(4,349)**	
Net invested capital	**359,291**	**362,892**	*(0.99)*
Total Shareholders' Equity	**339,690**	**325,832**	*4.25*
Net medium/long-term debt	12,312	20,503	
Net short-term debt	7,289	16,557	
Net debt	**19,601**	**37,060**	*(47.11)*
Net equity and net debt	**359,291**	**362,892**	*(0.99)*

a – EBITDA (Gross operating margin) is an economic indicator not defined in the International Accounting Principles and the IFRS. EBITDA is the measurement used by the Company's management to monitor and evaluate its operations. The management retains that EBITDA is an important indicator for measuring the Group performance as it is not affected by the volatile nature of the effects of the various criteria of calculating taxable income, the amount and characteristics of the invested capital as well as the relative depreciation criteria. At present, subject to a later in-depth study regarding the evolution of the IFRS accounting practices, EBITDA is defined by the Cremonini Group as the Profit/Loss gross of the depreciation or amortization of tangible and intangible assets, allocations and write-downs, financial expenses and income and income taxes.
b – The operating profit (loss) (EBIT) is defined by the Cremonini Group as the Profit/Loss for the year gross of financial charges and income, non-recurring items and income taxes.

Net debt of the Parent Company Cremonini S.p.A. (c)

(Euro/000)	Year 2024	Year 2023
Payables to banks, bonds and other financial institutions		
- due within 12 months	(22,969)	(27,511)
- due between 1 and 5 years	(12,312)	(20,503)
- due beyond 5 years	-	-
Total payables to banks, bonds and other financial institutions	**(35,281)**	**(48,014)**
Liquidity		
- cash and cash equivalents	630	21,111
Total liquidity	**630**	**21,111**
Securitization and internal treasury current accounts	**15,050**	**(10,157)**
Total net debt	**(19,601)**	**(37,060)**

Property services

Cremonini S.p.A., which, until 7 March 2024, operated the company-owned property units that are destined for both civil use and specific activities in the Catering Sector, ceased any related operations following the demerger with spin-off of real estate assets to the newly-established Cremonini Immobiliare S.r.l. while it continues to carry out the functions of management, coordination and control of the investee companies, ensuring specific services with regard to financial, industrial and commercial management.

Direct services

The transactions and services rendered, carried out mainly in relation to Group companies, generally concern the following operational areas:

Finance: management of the centralized treasury and organization of structured and medium to long-term loans;

Guarantees and advisory services: issuing of guarantees (bank and insurance) and general assistance concerning accounting, corporate law, taxes, legal and contractual services;

Fiscal consolidation: as the consolidator, Cremonini S.p.A. has adhered to Article 117 of the T.U.I.R. (Consolidated Tax Code), the preparation of the "national tax consolidation". All the Group's sub-holding companies and all the other entities controlled by them have adhered to this rule.

c – The Net Debt, utilized as a financial indicator of the indebtedness, is shown as a summary of the following positive and negative components of the Statement of Assets and Liabilities. Positive components: cash and cash equivalents; current securities due for sale; short-term financial receivables; derivative instruments. Negative components: due to banks; due to other financiers, leasing and factoring companies; derivative instruments and bonds.

Relationships with Group and related companies

With particular reference to its own activities and the specific financial and service relationships with the subsidiaries and related companies it should be noted that Cremonini S.p.A.'s relationships involved the type of costs and revenues summarised in the following table. The economic and financial data by type of relationship for each company is indicated in the specific annexes to the explanatory notes. It should further be noted that the relationships with related companies are of minor significance.

(Euro/000)	Parent Company	Subsidiaries	Associated companies	Related companies
Revenues				
Other income [a]	-	22,158	-	180
Services	-	6,630	-	-
Financial income	-	1,347	-	-
Total revenues	**-**	**30,135**	**-**	**180**
Costs				
Purchases of products and goods for resale	-	2	-	-
Other charges	-	3	-	-
Services	-	411	-	-
Finacial charges	-	168	-	-
Total costs	**-**	**584**	**-**	**-**
Receivables				
Treasury	8	27,347	-	-
Trade and Group VAT	-	3,610	-	54
Tax consolidation	-	1,491	-	-
Total receivables	**8**	**32,448**	**-**	**54**
Payables				
Treasury	-	12,305	-	-
Trade and Group VAT	-	12,952	-	-
Tax consolidation	-	18,313	-	-
Total payables	**-**	**43,570**	**-**	**-**

(a) mainly dividends.

The powers granted to the Directors

The powers granted to the individual directors are those specified below:

- to the Chairman Luigi Cremonini, in addition to the legal representation mentioned in Art. 21 of the By-laws, the necessary powers were conferred for the completion of acts relating to the company's business, to be exercised with an individual signature, in connection with powers attributed with a Board of Directors resolution on 16 May 2023;

- to the Chief Executive Officer Vincenzo Cremonini, in addition to the legal representation mentioned in Art. 21 of the By-laws, the necessary powers were conferred for the completion of acts relating to the company's business, to be exercised with an individual signature, in connection with powers attributed with a Board of Directors resolution on 16 May 2023.

An Executive Committee and a General Manager have not been appointed in the current corporate bodies' structure.

Both the Chairman and the Chief Executive Officer use their powers only for the normal management of the company's business, while significant transactions by typology, quality and value, are submitted to the examination of the Board of Directors.

Castelvetro di Modena, 28 March 2025

THE CHAIRMAN
OF THE BOARD OF DIRECTORS

(Luigi Cremonini)

FINANCIAL STATEMENTS
AT 31 DECEMBER 2024

CREMONINI S.P.A.

Financial statements at 31 December 2024

Statement of Financial Position – Assets

(Euro)	Note	**31.12.2024**	31.12.2023
Non-current assets			
Tangible assets	1	119,887	79,721,383
Other intangible assets	2	2,196	3,592
Investments in subsidiaries and associated companies	3	370,353,183	292,866,355
Investments in other companies	4	1,029,592	1,029,592
Deferred tax assets	16	76,952	80,792
Other non-current assets	5	38,982	108,216
Total non-current assets		**371,620,792**	**373,809,930**
Current assets			
Current financial receivables	6	28,846,033	18,648,739
relating to related parties		*27,354,494*	*18,648,739*
Current trade receivables	7	3,771,053	3,819,552
relating to related parties		*3,662,735*	*3,540,581*
Current tax assets	8	16,294,997	8,342,403
Current financial assets	4	0	460,893
Cash and cash equivalents	9	630,420	21,111,227
Other current assets	10	124,913	176,200
relating to related parties		*1,491,925*	
Total current assets		**49,667,416**	**52,559,014**
Total assets		**421,288,208**	**426,368,944**

Statement of Financial Position - Liabilities

(Euro)	Note	31.12.2024	31.12.2023
Shareholders' Equity			
Share capital	11	67,073,932	67,073,932
Reserves	12	(40,527,198)	(40,896,756)
Retained earnings		294,438,317	291,124,234
Result for the period		18,705,093	8,530,995
Total Shareholders' Equity		**339,690,144**	**325,832,405**
Non-current liabilities			
Non-current financial payables	13	12,337,865	20,528,715
relating to related parties		*25,650*	*25,651*
Employee benefits	14	313,148	306,257
Non-current provisions for risks and charges	15	101,536	101,536
Deferred tax liabilities	16	1,199	3,941,160
Other non-current liabilities		0	473
Total non-current liabilities		**12,753,748**	**24,878,141**
Current liabilities			
Current financial payables	17	53,305,912	51,289,536
relating to related parties		*30,337,053*	*23,779,000*
Current tax liabilities	18	438,291	13,800,667
Current trade liabilities	19	13,874,210	9,065,880
relating to related parties		*12,952,916*	*7,554,472*
Other current liabilities	20	1,225,903	1,502,315
relating to related parties		*676*	
Total current liabilities		**68,844,316**	**75,658,398**
Total liabilities		**421,288,208**	**426,368,944**

Financial statements at 31 December 2024

Income statement

(Euro)	Note	**31 December 2024**	31 December 2023
Revenues	21	7,324,761	9,005,885
relating to related parties		*6,630,426*	*7,822,095*
Other revenues and income	22	564,631	1,543,060
relating to related parties		*384,589*	*1,329,516*
Costs for purchases	23	(71,624)	(96,580)
relating to related parties		*(2,061)*	*(19,992)*
Other operating costs	24	(6,312,806)	(7,225,283)
relating to related parties		*(412,500)*	*(262,725)*
Personnel costs	25	(4,086,926)	(4,267,241)
Amortization and depreciation	26	(499,896)	(2,696,345)
Write-downs and provisions	26	0	(10,850)
Income (charges) from equity investments	27	21,955,240	12,622,327
relating to related parties		*21,955,240*	*12,551,816*
Financial (Income)/Charges	28	(837,010)	(1,329,834)
relating to related parties		*1,180,058*	*664,037*
Result before taxes		**18,036,370**	**7,545,139**
Income taxes	29	668,723	985,856
Result for the period		**18,705,093**	**8,530,995**

(Euro)	**31 December 2024**	31 December 2023
Result for the period	**18,705,093**	**8,530,995**
Items not to be reclassified to profit or loss in subsequent periods:		
Fair value valuation financial assets available for sale	367,859	139,428
Actuarial gain (losses)	2,236	(1,833)
Tax effect	(537)	440
Comprehensive Income	**19,074,651**	**8,669,030**

Statement of changes in the shareholders' equity

Euro/000	Balances at 31 December 2023	Allocation of the results for the previous year: Reserves	Allocation of the results for the previous year: Dividends	Changes of the period: Other movements	Changes of the period: Net profit (loss) for the period	Changes of the period: Other Profits/(losses), net of taxes	Balances at 31 December 2024
Share capital	67,073,932						67,073,932
Nominal value treasury stock in portfolio	-						-
Total Share capital	**67,073,932**	**-**	**-**	**-**	**-**	**-**	**67,073,932**
Share premium reserve	78,279,705						78,279,705
Legal reserve	14,749,280						14,749,280
Merger Deficit	(146,379,437)						(146,379,437)
Merger Surplus	94,514						94,514
Reserve for IAS adjustments	12,787,578			(12,787,578)			-
Reserve Actuarial Gain Losses	(60,537)					1,699	(58,838)
Fair valute reserve	(367,859)					367,859	-
Total Reserves	**(40,896,756)**	**-**	**-**	**(12,787,578)**	**-**	**369,558**	**(53,314,776)**
Profits (Losses) carried forward	291,124,234	8,530,995	(5,159,533)	12,730,199			307,225,895
Result of the year	8,530,995	(8,530,995)			18,705,093		18,705,093
Total Shareholders' Equity	**325,832,405**	**-**	**(5,159,533)**	**(57,379)**	**18,705,093**	**369,558**	**339,690,144**

Euro/000	Balances at 31 December 2022	Allocation of the results for the previous year: Retained earnings re	Allocation of the results for the previous year: Dividends	Changes of the period: Other movements	Changes of the period: Net profit (loss) for the period	Changes of the period: Other Profits/(losses), net of taxes	Balances at 31 December 2023
Share capital	67,073,932						67,073,932
Nominal value treasury stock in portfolio							-
Total Share capital	**67,073,932**	**-**	**-**	**-**	**-**	**-**	**67,073,932**
Share premium reserve	78,279,705						78,279,705
Legal reserve	14,749,280						14,749,280
Merger Deficit	(146,379,437)						(146,379,437)
Merger Surplus	94,514						94,514
Reserve for IAS adjustments	12,787,578						12,787,578
Reserve Actuarial Gain Losses	(59,144)					(1,393)	(60,537)
Fair valute reserve	(507,287)					139,428	(367,859)
Total Reserves	**(41,034,791)**	**-**	**-**	**-**	**-**	**138,035**	**(40,896,756)**
Profits (Losses) carried forward	295,633,505	10,969,328	(15,478,599)				291,124,234
Result of the year	10969328	(10,969,328)			8,530,995		8,530,995
Total Shareholders' Equity	**332,641,974**	**-**	**(15,478,599)**	**-**	**8,530,995**	**138,035**	**325,832,405**

Cash flow statement (indirect method)

(Euro)	**31.12.2024**	31.12.2023
Profit for the period	**18,705,093**	**8,530,995**
Amortization and depreciation	499,896	2,696,345
Net change in other provisions and non-monetary income items	(1,499,180)	427,103
Net change in Staff Severance Provision	(193,125)	(211,579)
Changes in working capital:		
(Increase) decrease in trade receivables	18,768	(869,184)
Increase (decrease) in trade payables	5,448,747	(845,800)
Divestments of other financial assets	771,374	-
(Increase) decrease in other items of the working capital	91,937	11,863,497
Cash-flow from operating activities (A)	**23,843,510**	**21,591,377**
Net (investments) in intangible assets		
Net (investments) in tangible assets	(344,354)	(2,186,064)
Net change in other non current assets	(880,766)	(582,043)
Cash-flow from investment activities (B)	**(1,225,120)**	**(2,768,107)**
Increase (Decrease) in medium-long term borrowings	(8,190,850)	(8,177,248)
Increase (Decrease) in short-term borrowings	(29,748,814)	15,248,073
Cash-flow from distribution of dividends	(5,159,533)	(15,478,599)
Cash flow from financing activities (C)	**(43,099,197)**	**(8,407,774)**
Cash Flow of the year (D=A+B+C)	**(20,480,807)**	**10,415,496**
Cash and cash equivalents at the beginning of the year (E)	21,111,227	10,695,731
Cash and cash equivalents at the end of the year (F=D+E)	**630,420**	**21,111,227**

Cremonini S.p.A. Financial Statements at 31 December 2024

Notes to the financial statements

Form and content of the financial statements

The financial statements at 31 December 2024 were prepared in accordance with the accounting standards and measurement criteria laid down by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Union according to the procedure referred to in Article 6 of the (EC) Regulation No. 1606/2002 of the European Parliament and Council of 19 July 2002, as adopted by Legislative Decree no. 38 of 28 February 2005, as amended, and resolutions and ordinances promulgated in implementation of Art. 9 of Legislative Decree 38/2005.

The section on "Valuation criteria" illustrates the international accounting standards adopted in the preparation of the Cremonini S.p.A. statement of assets and liabilities as at 31 December 2024.

The Cremonini S.p.A. financial statements as at 31 December 2024 were prepared in accordance with the cost method.

For the purposes of comparison, the financial statements at 31 December 2024 show the figures for the financial year ended at 31 December 2023.
The following classifications have been used:

- Statement of Financial Position for current/non-current items;
- Income Statement by nature;
- Cash flow statement (indirect method).

It is considered that these classifications provide information that better responds to representing the Company's equity, economic and financial situation.

The functional and presentation currency is the euro.

With regard to the schedules contained in these financial statements, the Statement of Assets and Liabilities, Income Statement and Cash Flow Statement are shown in euro units. If not otherwise indicated, the tables contained in these financial statements are shown in thousands of Euros.

Changes in accounting standards

The new IFRS and IFRIC standards adopted by the European Union, applicable from 1 January 2024 are reported below with a brief description. The adoption of these revised standards and interpretations has not had any significant impact on the financial statements but has resulted, in some cases, in additional information only. Please also refer to the description in the Directors' Report.

New accounting standards, amendments and interpretations applicable in 2024

The valuation criteria used in preparing the consolidated financial statements at 31 December 2024 do not diverge from those used to draw up the consolidated financial statements for the financial year ended 31 December 2023, with the exception of the new accounting standards, amendments and interpretations applicable as of 1 January 2024, which are described below:

- *Amendments* to IFRS 16 – *Leases: Lease Liability in a Sale and Leaseback.* The purpose of these amendments issued by the IASB on 22 September 2022 is to clarify how the seller and lessee can evaluate the sale and leaseback transaction in a way that meets the requirements of IFRS 15 to account for the sale. The application of this standard had no impact in the financial statements for the financial year ended 31 December 2024.

- *Amendments to IAS 1 - Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current*. The IASB issued this document on 23 January 2020, and the subsequent one, which changed its Effective Date, on 15 July 2020. The amendments aim to clarify how to classify payables and other liabilities as current or non-current. In addition, on 31 October 2022, the IASB published a further amendment to IAS 1 - *Presentation of Financial Statements: Non-current Liabilities with Covenants*, with the aim of improving the disclosures that an entity must make when its right to defer settlement of a liability for at least 12 months beyond the relevant reporting date of the financial statements is conditional on compliance with covenants. The application of this standard had no impact in the financial statements for the financial year ended 31 December 2024.

- *Amendments to IAS 7 – Statements of Cash Flows and IFRS 7 Financial Instruments: Disclosures: Supplier Finance Arrangements*. This document, which was issued by the IASB on 25 May 2023, provides for disclosure requirements to improve the transparency of supplier finance arrangements, and their effects on a company's liabilities, cash flows, and exposure to liquidity risk. In these arrangements, which can be supply chain finance, payables finance, and reverse factoring, one or more lenders pay the amounts that the Company owes to its suppliers, with the result that these arrangements may offer the entity extended payment terms, or the Company's suppliers earlier payment terms, than their original due dates The application of this amendment on the Group's consolidated financial statements had no impact in the financial statements for the financial year ended 31 December 2024.

IFRS and IFRIC Accounting standards, amendments and interpretations endorsed by the European Union, not yet mandatorily applicable, and not early adopted by the Company at 31 December 2024

Below are the international standards endorsed by the European Union, but not mandatory for IFRS 2024 financial statements, but which will be mandatory for financial statements for period beginning on or after 1 January 2025:

- *Amendments to IAS 21 – The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability*. The amendments, which were issued by the IASB on 15 August 2023, aim to standardise the practice of translation between currencies, setting out the criteria by which a currency is not convertible and regulating the practice of estimating the spot exchange rate in the case of lack of exchangeability. The amendments will be effective as from 1 January 2025, and are not expected to have a significant impact on the Company's financial position, results of operations, and cash flows.

IFRS Accounting standards, amendments and interpretations not yet endorsed by the European Union at 31 December 2024

The new accounting standards, amendments and interpretations that have not yet been endorsed by the relevant European Union bodies are set out below. For these, the Company is currently assessing the impact their application may have on the Financial Statements. They will become applicable according to the effective dates of first-time adoption as shown below.

- *Amendments to IFRS 9 Financial Instruments* and *IFRS 7 Financial Instruments: Disclosures* – The amendments, which were issued by the IASB on 30 May 2024, were aimed at addressing recent questions that have arisen in practice and including new requirements not only for financial institutions but also for business entities. These amendments: (a) clarify the date of recognition and derecognition of certain financial assets and liabilities, with a new exception for certain financial liabilities settled through an electronic money transfer system; (b) clarify and add further guidance for assessing whether a financial asset meets the Solely Payments of Principal and Interest (SPPI) criterion; (c) add new disclosures for certain instruments with contractual terms that can change cash flows (such as certain financial instruments with features linked to the achievement of environmental, social and governance objectives); and (d) update disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI). The amendments to IFRS 9 and IFRS 7 will be effective for annual reporting periods beginning on or after 1 January 2026.

- *Amendments to IFRS 18 - Presentation and Disclosure in Financial Statements* – The standard deals with the presentation and disclosure in financial statements, which replace IAS 1, with a focus on updates to the statement of profit and loss for the financial period. The key new concepts under IFRS 18 concern: the statement of profit and loss for the financial period with defined subtotals; the requirement to determine the summary of the most useful structure for presenting expenses in the statement of profit and loss for the financial period; disclosures required in a single note within financial statements for certain profit and loss performance measures that are reported outside an entity's financial statements (i.e., management-defined performance measures); and enhanced aggregation and disaggregation principles, which apply to primary cash flow statements and to the notes in general. The new IFRS 18 standard will be effective for annual reporting periods beginning on or after 1 January 2027, with early adoption permitted on a voluntary basis.

- *Amendments to IFRS 19 - Subsidiaries without Public Accountability: Disclosures*. On 9 May 2024, the IASB issued the document on the new IFRS 19 standard "Subsidiaries without Public Accountability: Disclosures", which will allow eligible subsidiaries to use IFRS accounting standards with reduced disclosure. The amendments are scheduled to become effective as from 1 January 2027.

The valuation criteria used in the drafting of the financial statements for the period ended 31 December 2024 are the same as those used for the drafting of the financial statements at 31 December 2023, with the possible exception as reported in the section above. The most significant valuation criteria adopted for the drafting of the financial statements are indicated below.

Property, plant and equipment

Property, plant and equipment are recognised at their acquisition price or production price including any ancillary costs which are directly attributable to the asset and connected with its use.
Except as indicated above, revaluations are not allowed, even in application of specific laws.
Property, plant and equipment are depreciated systematically on a straight-line basis throughout their useful life, which is the estimated time in which the asset will be used by the company. When the Property, plant and equipment consist of several significant components, each having a different useful life, depreciation is carried out separately for each component. 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 or if it can be reliably determined. Land is not depreciated (elements with an indefinite useful life), even if purchased jointly with a building, similarly

to property, plant and equipment held for sale which are valued at the lower of the book value and their fair value net of disposal expenses.
Costs for improvements, updating and transformation which add value to the property, plant and equipment are allocated to the balance sheet assets. Any other repair and maintenance costs are recognised in the income statement when they are incurred.
The recoverability of the book value of intangible fixed assets is verified by adopting the criteria indicated under "Impairment of non-financial assets".
Depreciation reflects the economic and technical deterioration of the asset and begins when the asset becomes available for use. It is calculated according to the linear model of the asset's estimated useful life.

The rates applied are:

- Furniture and furnishings	10% - 15%
- Electronic office equipment	20%
- Vehicles and internal means of transport	20%
- Automobiles	25%
- Other minor assets	10%-40%

An asset is eliminated from the balance sheet at the time of sale or when the future economic benefits expected from its use or disposal no longer apply. Any losses or profits (calculated as the difference between net proceeds of the sale and book value) are included in the income statement upon said elimination.

Other intangible assets

Intangible assets refer to assets without an identifiable physical consistency, which are controlled by the company and able to produce future economic benefits, as well as goodwill when purchased against payment of consideration.
An intangible asset is identifiable if it can be separated from goodwill; the identifiability requirement is usually satisfied when:

I. the intangible asset essentially consists of a legal or contractual right, or
II. the asset can be separated, that is, it can be sold, transferred, rented or exchanged autonomously from or as an integral part of other assets. Control means the company's ability to use the future economic benefits arising from the asset and the possibility of limiting access to the asset by others.

Intangible assets are recognised at cost, determined according to the criteria indicated for property, plant and equipment. Revaluations are not allowed, even in application of specific laws.

Intangible assets with a definite useful life are systematically amortized throughout their useful life, which is the estimated period in which the assets will be used by the company; the recoverability of their book value is verified by adopting the criteria indicated under "Impairment of non-financial assets".

Other intangible assets are amortized according to the following criteria:

- Industrial patents and intellectual property rights	5 years
- Concessions, licences, trademarks and similar rights	5 years / 20 years
- Other	5 years / duration of the contract

The amortization period and the amortization criteria of intangible assets with a definite useful life are reviewed at least upon each closing date and adjusted prospectively if necessary.

Investments in subsidiaries, associated and other companies

Investments in subsidiaries and associated companies are valued at their acquisition cost, subscription cost or conferral cost, as possible written down in the case of permanent impairment losses; the initial value is reinstated in subsequent financial periods if the reasons for the write-down no longer apply.

The investments in other companies that are classified in accordance with IFRS 9 are initially stated at their fair value. Changes in value are charged through comprehensive income. Where it is not possible to determine a reliable fair value, they are maintained at cost, as possibly written down in the case of permanent impairment losses. The initial value will not be reinstated in subsequent years, even when the reasons for the write-down no longer apply.

Cash and cash equivalents

The item relating to cash and cash equivalents includes cash, current bank accounts, demand deposits and other high-liquidity short-term financial investments, which are easily converted into cash and are subject to an insignificant risk of value fluctuation.

Receivables and other short-term assets

Trade receivables and other short-term assets are initially recognised at their nominal value, which is representative of their fair value, and subsequently valued at their amortized cost, net of any write-downs. Due to the short duration of trade receivables, they are not discounted as the effect of the discounting of cash flows is irrelevant, therefore application of the amortized cost does not produce significant effects. The bad debt provision on that date represents the difference between the book value of the receivables and the cash flows reasonably expected from collection thereof.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or a part of a group of similar financial assets) is eliminated from the balance sheet when:

i. the rights to receive cash flows from the asset have been extinguished;
ii. the right to receive cash flows from the assets is maintained, but there is a contractual obligation to pay them in full and without delay to a third party;
iii. the Company has transferred the right to receive cash flows from the asset and (a) has essentially transferred all the risks and benefits of ownership of the financial asset or (b) it did not transfer or essentially retain all the risks and benefits of the asset, but transferred control of the asset.

In the cases in which the Company transferred the right to receive cash flows from an asset and did not transfer nor essentially maintain all the risks and benefits or did not lose control of the asset, the asset is recognised in the Company balance sheet to the extent of the latter's residual involvement in the asset itself.
In this case, the Group also recognises an associated liability. The asset which is transferred and the associated liabilities are valued so as to reflect the rights and obligations that the Group has retained. Residual involvement which for example takes the form of a guarantee on a transferred asset, is valued at the lower of the asset's initial book value and the maximum value of the consideration that the Company may be required to pay.

Impairment of financial assets

The Company verifies on each balance sheet date whether a financial asset or group of financial assets has become impaired. A financial asset or group of financial assets is considered to have undergone impairment if, and only if, there is objective evidence of impairment as a result of one or several events that took place since the initial recognition (when a "loss event" occurs) and this loss event has an impact that can be reliably estimated on the estimated future cash flows of the financial assets or the group of financial assets. Proof of impairment can be given by indicators such as financial difficulties, inability to fulfil obligations, insolvency with regard to the payment of interest or significant payments, which the debtors or a group of debtors are going through; the probability that the debtor will be bankrupt or become subject to another form of financial reorganisation, or where observable information indicates that there exists a measurable decrease in estimated future cash flows, such as a change in the economic environment or the terms and conditions of the obligations.

For financial assets recognised at amortized cost, the Company has first of all assessed whether there is objective evidence of impairment for each financial asset that is individually significant, or collectively significant for those financial assets that are not significant individually. If the Company determines that there is no evidence of impairment for a financial asset, it includes the asset in a group of financial assets with credit risk characteristics

that are similar and assesses it collectively for the purpose of verifying the impairment. Assets that are not evaluated individually for a write-down and for which impairment has been recognised or continues to be recognised, are not evaluated on a collective basis for impairment.
If there is objective evidence of impairment, the amount of the loss is measured as a difference between the book value of the asset and the current value of the estimated future cash flows (excluding credit losses expected in the future that have not yet occurred).
The book value of the asset is reduced through the use of an allowance for bad debts and the amount of the loss is recognised in the income statement.
If in subsequent years the amount of the write-down is estimated to have increased or decreased as a consequence of an event that took place after the write-down was recognised, the previous write-down must be increased or decreased by adjusting the provision as an offsetting entry in the income statement.

For available for sale financial assets, the Company measures on each balance sheet reference date whether there is objective evidence that an asset or a group of assets has become impaired.

Impairment of non-financial assets

On each balance sheet closing date, the Company assesses whether there are any indicators of impairment of non-financial assets. When events take place that indicate a reduction in the value of an asset or in cases where annual verification of impairment is required, recoverability is verified by comparing the book value with the relevant recoverable value, the latter being the higher of fair value, net of disposal expenses, and value in use.
If there is no binding selling agreement, fair value is estimated on the basis of the values expressed by an active market, recent transactions or on the basis of the best available information in order to reflect the amount that the company could obtain from the sale of the asset.
Value in use is determined by discounting the expected cash flows from use of the asset and, if significant and reasonably determinable, from its disposal at the end of its useful life. Cash flows are determined on the basis of reasonable and documented assumptions which represent the best estimate of future economic conditions that will take place in the remaining useful life of the asset, with greater weight given to indications from outside the company. Discounting takes place at a rate that takes into account the risk inherent in the business area.
Valuation takes place for each individual asset or for the smallest identifiable group of assets that generates autonomously incoming cash flows from continuing use (cash generating unit). When the reasons for the write-downs cease to exist, the assets, except for goodwill, are revalued and the adjustment is allocated to the income statement as a write-back (reversal of an impairment loss). The write-back is made at the lower between recoverable value and gross book value of previous write-downs, decreased by the amortization rate at which they would have been recognised if the write-down had not taken place.

Share capital

The costs for the issuing of shares or options are classified in shareholders' equity (net of the physical benefit connected to them) as a deduction of profits deriving from the issuing of these instruments.
For buybacks of treasury shares, the price paid, including any directly attributable ancillary expenses, is deducted from the group shareholders' equity until the time of elimination, reissuing or sale of the shares. When treasury shares are resold or reissued, the price collected, net of any directly attributable ancillary expenses and the relevant tax effect, is recognised as group shareholders' equity.

Financial liabilities

Financial liabilities that fall within the scope of application of IAS 39 are classified as financial liabilities at fair value recognised in the income statement, or as financial payables or derivatives designated as hedging instruments, as the case may be. The Company's financial liabilities include trade payables and other payables, loans and derivative financial instruments. The Company determines the classification of its financial liabilities at the time of initial recognition.

Financial liabilities are initially carried at fair value, which is equal to the consideration received on the settlement date to which are added, in the case of financial payables, directly attributable transaction costs.

Subsequently, non-derivative financial liabilities are measured on the basis of the depreciated cost criterion using

the effective interest rate method.
Amortized cost is calculated by recognising every discount or premium on the acquisition and the fees and costs that are an integral part of the effective interest rate. Amortization at the actual interest rate is included among financial expenses in the income statement.

Profits and losses are recognised in the income statement when the liability is extinguished, as well as through the amortization process.

Derecognition of financial liabilities

Financial liabilities are derecognised from the balance sheet when the obligation underlying the liability has been extinguished, cancelled or fulfilled. When an extinguished financial liability has been replaced by another from the same lender, at terms and conditions that are essentially different, or the conditions attached to a liability in existence are essentially modified, this exchange or modification is treated as a derecognition of the original liability and recognition of a new liability, with a consequent recognition in the income statement of any differences between book values.

Employee benefits

Employee Severance Indemnity is part of what IAS 19 defines as defined benefit plans, as part of benefits after employment termination. The accounting treatment provided for these types of remuneration requires an actuarial calculation that makes it possible to project into the future the amount of the already accrued employee severance indemnity and discount it to take into account the time that will elapse prior to actual payment. The actuarial calculation considers variables such as average permanence of employees, level of inflation and expected interest rates. Liabilities are measured by independent actuaries. Following the amendments to IAS 19, which were applicable for the financial years commencing on or after 1 January 2013, the profits and losses from the actuarial calculation of defined benefit plans are recognised in the comprehensive income statement entirely in the period they refer to. These actuarial profits and losses are classified directly in retained earnings and are not reclassified in the income statement in subsequent reporting periods. Past service cost is recognised on the earliest of the following dates:

- date on which an amendment or reduction of the plan takes place;
- date on which the Group recognises the related restructuring costs.

The Group recognises the following changes in the net obligations for defined benefit plans in the statement of profit/(loss) for the reporting period by nature:

- costs for work provided, including costs for current and past work provided, profits and losses on non-routine reductions and extinctions; and
- net interest income or interest expenses.

The asset or liability relating to defined benefits includes the present value of the defined benefit obligation after the fair value of the asset servicing the plan is deducted.

Provisions for risks and charges

Provisions for risks and charges are costs and expenses of a definite nature that are certain or likely to be incurred but which at the end of the year could not be quantified or timed. Provisions are recognised when: (i) the existence of an actual, legal or implicit obligation deriving from a past event is probable; (ii) it is probable that the fulfilment of an obligation will be onerous; (iii) the amount of the obligation can be reliably estimated. Provisions are recognised at the amount representing the best estimate of the total that the company would reasonably pay to settle the obligation, or transfer it to third parties at year-end. When the financial effect of time is significant and the payment dates of the obligations are estimated reliably, the provision is discounted; the increase of the provision linked to the passing of time is allocated to income statement under "Financial income (expenses)". The supplementary client indemnity provisions have been set aside on the basis of reasonable estimates, as have other provisions for risks and charges, taking into consideration the available elements for the probable future liability.

Income taxes

Current taxes are determined on the basis of a realistic forecast of the charges to be settled in application of applicable tax laws or which have been essentially approved on the period closing date. The relevant payable is recorded net of any deferred tax assets, withholdings made and tax credits which can be offset, under the item "Tax payables". In the event of a receivable, the amount is recorded under "Receivables from others" of current assets.

Tax consolidation: as consolidating company, Cremonini S.p.A. has adhered to Article 117 of the Consolidated Act on Income tax (T.U.I.R.) regarding the preparation of the "national tax consolidation" (NTC) scheme. All the Group's sub-holding companies and the companies they control have also adhered to this rule.

Deferred tax assets and liabilities are calculated on the temporary differences between the values of the assets and liabilities recognised in the balance sheet and the corresponding amounts recognised for tax purposes.
Deferred tax liabilities are recognised against all temporary taxable differences, with the following exceptions:

- the deferred tax liabilities originate from the initial recognition of goodwill of an asset or liability in a transaction that is not a business combination and, at the time of the transaction itself, does not have any effects either on balance sheet profits or the profit and loss calculated for tax purposes;
- the reversal of taxable temporary differences, associated with equity investments in subsidiaries, associated Companies and joint ventures, can be controlled and it is probable that this will not take place in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences and for tax credits and losses which are unused and carried forward, to the extent that there will be adequate future tax profits that could make possible the use of deductible temporary differences and tax credits and losses carried, except if:

- deferred tax assets connected to deductible temporary differences arise from initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction itself, does not affect either balance sheet results or profit or loss for tax purposes;
- taxable temporary differences associated with equity investments in subsidiaries, associated companies and joint ventures and deferred tax assets are recognised only to the extent that temporary deductible differences will be reversed in the foreseeable future and there are adequate tax profits against which the temporary differences can be used.

Recognition of deferred tax assets takes place when their recovery is probable. The value of deferred tax assets is re-examined on each closing date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available. Deferred tax assets and deferred tax liabilities are classified among non-current assets and liabilities and are netted if they refer to taxes that can be offset. The balance of the netting, if it is an asset, is recognised under the item "Deferred tax assets"; if it is a liability it is recognised under the item "Deferred tax liabilities". When the results of transactions are recognised directly in equity, current taxes, deferred tax assets and deferred tax liabilities are also recognised under equity or in the statement of comprehensive income consistently with the recognition of the element to which they refer.
Deferred tax assets or deferred tax liabilities are calculated on the basis of the tax rate that is expected to be applied in the year in which these assets will be realised or these liabilities will be extinguished.

Criteria for converting foreign currency items

Transactions in a foreign currency are initially recognised in the functional currency, applying the spot exchange rate on the transaction date. Monetary assets and liabilities denominated in a foreign currency are converted into the functional currency at the exchange rate applicable on the balance sheet date.
Foreign exchange differences are recognised in the income statement including foreign exchange differences realised upon collection of the receivables and payment of payables in a foreign currency.

Non-monetary items valued at their historical cost in a foreign currency are converted using the exchange rate applicable on the initial recognition date of the transaction. Non-monetary items recognised at fair value in a foreign currency are converted using the exchange rate applicable on the date that value was determined. Profit and loss from the reconversion of non-monetary items is handled in line with the recognition of profits and losses relating to changes in fair value of these items (conversion differences on items the fair value of which is recognised in the statement of comprehensive income or the income statement are recognised in the comprehensive income statement or the income statement, respectively).

Recognition of revenues

Revenues from the sale of products are recognised at the time that all the risks and expenses deriving from ownership of the assets are transferred, this coinciding with the delivery or shipment thereof.
Revenues from services are recognised on the basis of their degree of completion.
Income of a financial nature is recognised on an accruals basis. For all financial instruments measured at amortized cost, interest income is recognised using the actual interest rate, which is the rate that exactly discounts future payments and collections, estimated on the basis of the expected life of the financial instrument.

Dividends

Dividends are recognised when their allocation is certain, which usually coincides with the distribution resolution passed on the part of the investee, or authorisation by the local monetary authority which approves expatriation thereof, if received from abroad.

Recognition of costs

Costs are recognised when they refer to goods and services which are acquired and/or received during the reporting period.
Rents payable for operating leases are allocated to the income statement according to the accruals principle.
Finance lease payments are allocated, as to the principal amount, to reduction of the financial debt, and as to interest to the income statement.
Expenses for services are recognised on an accruals basis.
For all financial instruments measured at amortized cost, interest expense is recognised using the actual interest rate, which is the rate that exactly discounts future payments and collections, estimated on the basis of the expected life of the financial instrument.

Extraordinary transactions

On 7 March 2024, as part of the reorganization of the Cremonini Group's real estate assets resolved upon in 2023, the demerger took place by assigning the properties owned by the parent company Cremonini S.p.A. to the newly-established company Cremonini Immobiliare S.r.l. pursuant to Article 2506.1 of the Italian Civil Code. The transaction, carried out on a continuity of values basis, resulted in the replacement of the portion of assets assigned to the newly-established Cremonini Immobiliare S.r.l. in the Parent Company's financial statements, with the 100% investment in the latter’s quota capital.

Below are the items of the financial statements and the values which were subject to assignment:

(Euro/000)	
Tangible assets	79,447
Deferred tax assets	3
Current trade receivables	11
Current tax receivables	108
Other current assets	46
Deferred tax liabilities	(3,941)
Current trade liabilities	(576)
Other current liabilities	(263)
Equity investments in Cremonini Immobiliare S.r.l.	**74,835**

An equity investment in Cremonini Immobiliare S.r.l. in the same amount was recorded against the net assets which were subject to demerger.

Major assumptions adopted by Management and discretionary valuations

The application of generally accepted accounting principles to the preparation of financial statements and interim financial reports requires that the management make accounting assumptions based on complex and/or subjective judgements, estimates based on past experience and assumptions which are considered reasonable and realistic based on the information which is known at the time the estimate is made. The use of these accounting assumptions influences the carrying value of assets and liabilities and the disclosures on contingent assets and liabilities as at the balance sheet date, as well as the amount of revenues and costs in the reporting period. The actual results may differ from the estimated ones due to the uncertainty that characterises the assumptions and conditions on which the estimates are based. Below are accounting assumptions made during the drafting of the financial statements and interim reports, which are critical because they are based on highly subjective assumptions and estimates with regard to issues which by their very nature are uncertain. If these estimates and assumptions, which are based on the best valuation on the part of the management, should differ from the actual circumstances in the future, they would be modified in an appropriate manner during the period in which these circumstances vary. Changes in the conditions on which the adopted judgements, assumptions and estimates are based may have a significant impact on subsequent results.

Below are the main estimates and assumptions adopted by the Management for the preparation of these annual statements; any changes thereto, which cannot be anticipated at this time, may affect the income and equity.

- <u>Estimates adopted for the measurement of asset impairment</u>

For the purpose of verifying any impairment of the equity investments recognised in the accounts, the Company has adopted the methodology described in the paragraph "Impairment of assets".

The discount rate used was the weighted average cost of capital (WACC), equal to 7.0%. The measurement of any asset impairment loss was carried out on an annual basis with reference to 31 December 2024, as were any impairment tests on the value of equity investments, for more details on which please refer to the specific section.

- <u>Estimates made in actuarial calculation for the determination of defined benefit plans as part of termination benefits</u>

The measurement of employee severance indemnity liabilities was carried out by an independent actuary based on the following assumptions:

- the anticipated inflation rate is 2.00%;
- discounting rate[1] utilised is equal to
    - 3.38% (duration 10+);

[1] Curve of average yields that arises from the IBOXX Eurozone Corporates AA index (7-10 years).

  - 3.18% (duration 7-10);
  - 2.93% (duration 5-7);
- the anticipated annual rate of increase in post-employment benefits is 3.00%;
- the annual rate of frequency of post-employment benefits advances is anticipated as 3.00%;
- employee turnover is equal to 6.5%.

• Estimates adopted in the calculation of deferred taxes

The directors are required to make a significant discretionary assessment to determine the amount of deferred tax assets that can be recognised. They are required to estimate the probable time and amount of future taxable profits.

• Others

The following financial statement elements are affected by estimates and assumptions made by Management:
- depreciation and amortization
- valuation of other assets.

Financial risk management

The main risks identified, monitored and actively managed by Cremonini S.p.A. are the following:

- market risk: arising from the Company's exposure to interest rate and exchange rate fluctuations and to price volatility of the products and services sold;
- credit risk: arising from the possibility of insolvency of a debtor counterparty;
- liquidity risk: arising from the lack of financial resources with which to cover short-term financial commitments.

Cremonini S.p.A. uses derivative financial instruments exclusively to hedge the exposure to interest rate risk. Nevertheless, in the cases where the derivative financial instruments do not meet all the conditions provided for the accounting treatment of the hedging derivative financial instruments (hedge accounting), these are booked at the fair value with a contra entry to the income statement.

Market risk

Market risk consists in the possibility of changes in exchange rates, interest rates or the prices of products adversely affecting the value of assets, liabilities or estimated cash flows.

Exchange Rate Risk

Cremonini S.p.A., operating mainly nationally, is marginally exposed to changes in exchange rates that therefore have little effect on the financial flows that originate from operations and loan transactions in currencies other than the European currency (euro).
At 31 December 2024 the Company did not have any exposure in currencies other than Euro.

Sensitivity analysis

In consideration of the above comments, the changes in exchange rates with respect to the euro should not have influenced Cremonini S.p.A.'s result for the period in any manner.

Interest rate risk

Cremonini S.p.A., as is evident from the net debt, is exposed to the risk of fluctuation in interest rates that affect the market value of financial assets and liabilities, and the amounts of financial charges.

The medium/long-term loans are mainly stipulated with variable interest rates exposing the Company to the risk of a change in future cash flows while the fixed rate loans expose the Company to the risk of a change of the fair value of the loans themselves.

Sensitivity analysis

As at 31 December 2024, a hypothetic increase of 1% of the EURIBOR, as with all the other variables, would have determined a higher pre-tax charge (and therefore a corresponding reduction of the shareholders' equity) of about Euro 353 thousand on an annual basis (Euro 480 thousand at 31 December 2023).

Credit risk

The credit risk represents the company's exposure to potential losses deriving from the counter party's failure to meet obligations assumed and is evaluated both in commercial terms, i.e., correlated to the customer typologies and to the contractual terms and concentration of the sales, and in financial terms connected to the typology of the counter parties utilised in financial transactions.

Management of trade credit is the responsibility of the Customers Office, Debt Recovery Office and Disputes Management on the basis of formalised valuation procedures for commercial partners' credit lines. This procedure permits the definition of those rules and operational mechanisms that ensure the generation of a payments flow such as to guarantee Cremonini S.p.A. customer solvability and the profitability of the relationship.
The monitoring of the customer is based on collection of data and information on the new customers (to permit a complete and correct evaluation of the risks that a new customer can contribute) and supervision of the evolution of individual credit positions. Furthermore, the receivables balance is monitored during the financial year so as to ensure that the outstanding positions are never significant.
The Company's operating practices allow control of the credit risk, through a procedure that monitors the merit classes of the customers that request deferment of payments, thus limiting sales of products and/or services to customers without an adequate level of credit line and guarantees.
The credit risk is also mitigated by the fact that there are no major expositions due to a concentration of positions, in view of the multiple numbers of customers and particularly distributed turnover. With regard to the financial counterparty risk deriving from the use of liquidity, the Company implements policies that limit the loan exposure with the individual financial institutions.

At the reference date of the financial statements, the maximum exposure to the credit risk is equal to the value of each category of the receivables indicated below:

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Current trade receivables	3,771	3,820	(48)
Other non-current assets	39	108	(69)
Other current assets	125	176	(51)
Total	**3,935**	**4,104**	**(169)**

The fair value of the above categories is not indicated as the carrying value represents a reasonable approximation. The value of the Trade receivables, Other non-current assets and Other current asset items are classifiable as "Level 3" financial assets, or rather those where the inputs are not based on observable market data.

Please refer to point 7 of the explanatory notes to the financial statements for information regarding the maximum exposure to credit risk.

Liquidity risk

The liquidity risk represents the risk that, due to the incapacity of raising new funds or liquidate assets in the market, the company cannot meet its payment obligations, determining an impact on the economic result in the case where the company is obliged to sustain additional costs to meet its commitments or, as an extreme consequence, a situation of insolvency that places the company's activities at risk.
Cremonini S.p.A. systematically respects the maturities of its commitments, a conduct which allows to operate in the market with the necessary flexibility and reliability for the purpose of maintaining a correct balance between the supply and use of financial resources.
Cremonini S.p.A. manages the liquidity risk through prudent control of the necessary cash and cash equivalents for the normal conduct of operations and availability of credit lines that guarantee a satisfying level of resources sufficient to cover any financial necessities. These controls mainly take place through the constant monitoring by the centralised treasury of the receipts and payments flows of all directly or indirectly wholly-owned Subsidiaries pursuing the maintenance of a balance in terms of duration and composition of the payables. This specifically allows the monitoring of the flows of resources generated and absorbed by normal operations. With regard to management of the resources absorbed by the investment activities, it is generally preferred to find sources through specific long-term loans, which are sometimes encumbered by financial covenants for the examination of which please refer to the specific disclosure provided in the notes to the financial statements.

The table below analyses the financial liabilities and derivative financial liabilities on the basis of the contractual maturities as at the date of the financial statements. It is noted that the amounts indicated do not reflect the carrying values (with the exception of the balances within 12 months, for which the book balances reflect reasonable estimates of the financial flows, given the insignificance of the discounting effect) as they are not discounted.
The financial flows from variable rate loans were estimated utilising the average rate of indebtedness at the reporting date of the financial statements.

(Euro/000)	Within 12 months	1-5 years	Over 5 years	Total
31 December 2024				
Financial payables	53,306	12,338	-	65,644
Financial instruments / Derivatives	-	-	-	-
Trade Liabilities	13,874	-	-	13,874
	67,180	**12,338**	**-**	**79,518**
31 December 2023				
Financial payables	51,290	20,529	-	71,819
Financial instruments / Derivatives	-	-	-	-
Trade Liabilities	9,066	-	-	9,066
	60,355	**20,529**	**-**	**80,884**

Classes of financial instruments

The following elements are recognised in conformity with the accounting standards relating to financial instruments:

Balance Sheet Assets 2024	Loans and receivables	Assets at FVPL	Assets at FVOCI	Total
Non-current financial assets held for sale	-	-	-	-
Non-current derivative financial instruments	-	-	-	-
Other non-current receivable items	39	-	-	**39**
Current financial receivables	28,846	-	-	**28,846**
Current trade receivables	3,771	-	-	**3,771**
Current financial assets held for sale	-	-	-	-
Current financial instruments / Derivatives	-	-	-	-
Current tax receivables	16,295	-	-	**16,295**
Cash and cash equivalents	630	-	-	**630**
Other current receivable items	125	-	-	**125**
Total	**49,706**	**-**	**-**	**49,706**

Balance Sheet Assets 2023				
Non-current financial assets held for sale	-	-	-	-
Non-current derivative financial instruments	-	-	-	-
Other non-current receivable items	108	-	-	**108**
Current financial receivables	18,649	-	-	**18,649**
Current trade receivables	3,820	-	-	**3,820**
Current financial assets held for sale	461	-	-	**461**
Current financial instruments / Derivatives	-	-	-	-
Current tax receivables	8,342	-	-	**8,342**
Cash and cash equivalents	21,111	-	-	**21,111**
Other current receivable items	176	-	-	**176**
Total	**52,667**	**-**	**-**	**52,667**

Balance Sheet Liabilities 2024	Other financial liabilities	Liabilities at FVPL	Liabilities at FVOCI	Total
Non-current financial payables	12,338	-	-	**12,338**
Non-current derivative financial instruments	-	-	-	-
Current financial payables	53,306	-	-	**53,306**
Current derivative financial instruments	-	-	-	-
Total	**65,644**	**-**	**-**	**65,644**

Balance Sheet Liabilities 2023				
Non-current financial payables	20,529	-	-	**20,529**
Non-current derivative financial instruments	-	-	-	-
Current financial payables	51,290	-	-	**51,290**
Current derivative financial instruments	-	-	-	-
Total	**71,818**	**-**	**-**	**71,818**

In conformity with the requirements of the changes introduced to IFRS 13, we indicate that the derivative financial instruments, constituting hedging contracts on exchange and interest rates, are classifiable as "Level 2" financial assets, as the input having a significant effect on the fair value recorded are figures directly observable on the market[2].
In the same manner, with regard to the non-current financial payables, the recognition of which at fair value is indicated in paragraph 13 of these explanatory notes, financial assets are also classifiable as "Level 2" as the inputs that influence the fair value are directly observable market figures.
With regard to the "Other current and non-current assets" items, you are referred to the indications in paragraphs 5 and 10 of these explanatory notes.

Capital management policy

The Company's primary aim, in regard to capital management, is to obtain an appropriate level of entity in relation to debt, with the purpose of maintaining equity solidity and achieve a functional debt/equity ratio for the purpose of adequate management of the financial leverage.

For the purpose of reaching these objectives, the Company, in addition to the pursuit of satisfactory economic results and the generation of cash flows, can intervene on the dividends policy and configuration of the Company's capital.

The main indicators that the Company uses for capital management are:

1) R.O.S. (Return On Sales);
2) R.O.I. (Return On Investment);
3) R.O.A.C.E. (Return On Average Capital Employed);
4) R.O.E. (Return On Equity);
5) Net Debt / Equity;
6) Net Debt /EBITDA.

Presentation of the financial statements

The Statement of Assets and Liabilities, Income Statement, the Statement of Changes in Shareholders' Equity, and the Cash Flow Statement have been drawn up in Euro while the Explanatory Notes have been drawn up in thousands of Euros in order to facilitate their presentation and interpretation.

Information included in the Directors' Report

With respect to the nature of the Company's business activities, the events of significance occurring after the end of the financial year, relationships with associated and related companies together with other information relating to the different business sectors in which the Group operates, please refer to the Directors' Report.

[2] The Company identifies as "Level 1" financial assets/liabilities those where the input has a significant effect on the fair value recorded, represented by prices quoted on an active market for assets or liabilities and as "Level 3" financial assets/liabilities those where the input is not based on observable market figures.

Details of the main items of the statement of assets and liabilities

ASSETS

Non-current assets

Specific statements have been prepared for the two categories of non-current assets (tangible and intangible) which have been respectively attached in annex 3 and 4 that indicate for each item the historic cost, previous amortization and depreciation, changes over the period and final balances.

1. Tangible assets

(Euro/000)	Balance at 31.12.2023	Purchases	Decreases	Mergers/Demergers	Amort.	**Balance at 31.12.2024**
Land and buildings	75,972	223	-	(75,903)	(292)	-
Plant and machinery	1,979	60	-	(1,950)	(89)	-
Industrial and business equipment	-	-	-	-	-	-
Other assets	1,455	65	(3)	(1,279)	(118)	120
Fixed assets under construction and advances	315	-	-	(315)	-	-
Total	**79,721**	**348**	**(3)**	**(79,447)**	**(499)**	**120**

The considerable reduction in the balance of tangible assets at 31 December 2024 was due to the company demerger in favour of the newly-established Cremonini Immobiliare S.r.l., which took place in 2024 and has already been mentioned in the paragraph on "Extraordinary transactions", to which we refer for further details.

Land and buildings

The increase in the year, amounting to Euro 223 thousand, related for Euro 201 thousand to works for the refurbishment of the company-owned buildings located in Rome, and at the Castelvetro di Modena (Modena) site.

Plant and machinery

The investments concerned mainly the acquisition of specific facilities for the properties located in Rome (Trevi area), and in the province of Modena, and at the Castelvetro di Modena (Modena) site.

Other assets

The change for the year mainly refers to increases connected with the purchase of cars and electronic equipment for the Castelvetro di Modena (Modena) site.

2. Other intangible assets

(Euro/000)	Balance at 31.12.2023	Purchases	Decreases	Other	Amort.	**Balance at 31.12.2024**
Concessions, licences, trademarks and similar rights	4	-	-	(1)	(1)	2
Total	**4**	**-**	**-**	**(1)**	**(1)**	**2**

3. Investments in subsidiaries and associated companies

The main changes that took place in the financial year and the additional information list regarding the subsidiary companies are deductible, in detail, in Annexes 5 and 6.

Equity investments in subsidiaries

The main change that occurred in 2024 concerned:
- the recognition of the investment in Cremonini Immobiliare S.r.l. for Euro 74,835 thousand following the demerger with spin-off described in the paragraph on "Extraordinary transactions";
- the capital contribution of Euro 950 thousand, and the revaluation of Euro 1,702 thousand in the investment in Interjet S.r.l. through the release of the previously recorded provision for impairment. The carrying amount of the investment is now aligned with the value of the subsidiary's equity.

The surplus of the residual carrying value of the single equity investments in subsidiaries compared to the measurement made with the shareholders' equity method (appendix 6) is not due to enduring impairment since it is attributable to the greater value of the assets held by the subsidiary or to the potentials and goodwill of the industrial and commercial assets they manage.

All equity investments presenting impairment indicators were tested for impairment, and the results were positive.

Specifically, the recoverability of the value of the investment in Chef Express S.p.A., the carrying amount of which is higher than the share of equity, was verified by an impairment test based on the Discounted Cash Flow method.

Below are the main assumptions used to determine the value in use:

- time horizon of economic and financial forecasts: the period from 2025 to 2034;
- financial method used: Discounted Cash Flow (DCF) in its unlevered version, i.e., considering cash flows before financial and tax charges;
- cash flow growth rate beyond the plan period ("g") equal to 2.0%;
- WACC (weighted average cost of capital) discount rate of 7.0%;
- terminal value determined by perpetuity valuation of cash flows.

The results of the impairment test showed no permanent impairment losses. In fact, the difference between the carrying amount of the investment, and the value in use determined as described above, net of net financial position, was found to be significant, and, therefore, no change in the assumptions used in the plan, and in the discount rate, can be reasonably assumed, which could lead to an impairment loss.

4. Investments in other companies and Financial assets held for sale

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Investments in other companies	1,030	1,030	-
Financial assets	-	461	(461)

The reduction in the balance of the "Financial assets held for sale" is attributable to the transfer of the investment in Banco BPM S.p.A..

Please refer to "Equity investments in other companies" in Appendix 5 for more details.

5. Other non-current assets

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Tax assets	39	108	(69)
Total	**39**	**108**	**(69)**

Tax assets largely relate to the residual credit of a request for IRES (Corporate Income) tax refund submitted by Cremonini S.p.A. for itself and the Companies that joined the tax consolidation scheme in the years 2007 to 2011. The amount that was initially claimed for refund had been calculated on the IRAP (Regional Production Activity Tax) with regard to the cost of labour, and workers collaborating with the Company.

Current assets

6. Current financial receivables

(Euro/000)	31.12.2024	31.12.2023	Difference
Trade receivables	28,846	18,649	10,197
Total	**28,846**	**18,649**	**10,197**

Details of the receivables from subsidiaries are given below; you are referred to Annex 1 for further details:

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables from parent company	**8**	**7**	**1**
Cremofin S.r.l.	8	7	1
Receivables from subsidiaries	**27,347**	**6,437**	**20,910**
Chef Express S.p.A.	13,357	5,834	7,523
Cremonini Immobiliare S.r.l.	13,990	603	13,387
Receivables from subsidiaries for transferred tax payables	**1,491**	**12,205**	**(10,714)**
Antonio Verrini S.r.l.	21	151	(130)
Cremonagel S.r.l.	28	-	28
Cremovit S.r.l.	377	3,480	(3,103)
Inalca Food & Beverage S.r.l.	127	328	(201)
Interjet S.r.l.	61	-	61
Italia Alimentari S.p.A.	653	-	653
Palermo Airport F&B s.c.a r.l.	8	7,693	(7,685)
Poke MXP S.r.l	28	472	(444)
Staff Service S.r.l.	117	-	117
Tecnostar Due S.r.l.	13	81	(68)
Tecnovit S.r.l.	58	-	58
Total	**28,846**	**18,649**	**10,196**

Financial receivables from subsidiaries refer to the financial relationships settled through the ordinary treasury current account, the terms and conditions of which are aligned to the market conditions (normally applied by the banks).

7. Current trade receivables

Trade receivables are broken down as follows:

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables from customers	**108**	**279**	**(171)**
Due within 12 months	108	292	(184)
Provision for bad debts	-	(13)	13
Receivables from subsidiaries	**3,609**	**3,541**	**68**
Antonio Verrini S.r.l.	281	295	(14)
C&P S.r.l.	-	8	(8)
Castelfrigo LV S.r.l.	-	4	(4)
Chef Express S.p.A.	101	264	(163)
Cremonini Immobiliare S.r.l.	176	-	176
Cremonini Restauration S.a.s.	1	1	-
Cremovit S.r.l.	196	142	54
Fiorani & C. S.r.l.	86	346	(260)
Frigor Carni S.r.l.	51	-	51
Ges.Car. S.r.l.	1,281	1,153	128
Guardamiglio S.r.l.	112	83	29
Il Castello di Castelvetro S.r.l.	4	-	4
Inalca Food & Beverage S.r.l.	-	8	(8)
Ina Ten S.r.l.	1	3	(2)
INALCA S.p.A.	286	742	(456)
Interjet S.r.l.	18	1	17
Italia Alimentari S.p.A.	-	8	(8)
La Torre S.a.l.	233	-	233
Macello di Parma S.r.l.	-	11	(11)
MARR S.p.A.	193	325	(132)
Momentum Services Ltd	2	11	(9)
Roadhouse Grill Roma S.r.l.	61	-	61
Roadhouse S.p.A.	32	126	(94)
Staff Service S.r.l.	59	10	49
Società Agricola Corticella S.r.l.	383	-	383
Tecnostar Due S.r.l.	52	-	52
Receivables from associated companies	**54**	**-**	**54**
Time Vending S.r.l. S.i.l.	54	-	54
Total	**3,771**	**3,820**	**(49)**

It should be noted that related-party transactions were carried out at arm's length.

The change in the provision for bad debts was the following:

(Euro/000)	31.12.2024	31.12.2023	Difference
Initial balance	(13)	(16)	3
Use for the the financial year	13	3	10
Accruals during the year	-	-	-
Final balance	**-**	**(13)**	**13**

At 31 December 2024 trade receivables and the provision for bad debts were apportioned by due date as follows:

(Euro/000)	31.12.2024		31.12.2023	
	Amount	Bad Debt prov.	Amount	Bad Debt prov.
Trade receivables not overdue	-	-	82	-
Overdue up to 30 days	80	-	141	-
Overdue from 31 to 60 days	-	-	3	-
Overdue from 61 to 90 days	4	-	9	-
Overdue from 91 to 120 days	-	-	-	-
Overdue over 120 days	24	-	57	(13)
Total	**108**	**-**	**292**	**(13)**

8. Current tax assets

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables for advance on direct taxes	9,074	24	9,050
Receivables for withholdings	124	49	75
VAT credit and other taxes requested for reimbursement	7,099	8,271	(1,172)
Other sundry receivables	1	1	-
Provision for bad debts	(3)	(3)	-
Total	**16,295**	**8,342**	**7,953**

Current tax assets, equal to Euro 16.3 million, showed an increase of Euro 8.0 million compared to Euro 8.3 million in 2023 as a result of higher IRES (Corporate Income) tax advances paid, which turned out to be in excess of the IRES tax charge accrued in the financial year 2024. In 2023, the tax consolidation scheme, which has been adhered to by Cremonini S.p.A. as consolidating company, had instead showed an overall debt position.

9. Cash and cash equivalents

(Euro/000)	31.12.2024	31.12.2023	Difference
Cash	15	20	(5)
Bank and postal accounts	615	21,091	(20,476)
Total	**630**	**21,111**	**(20,481)**

Please refer to the cash flow statement for the 2024 evolution of cash and cash equivalents.

10. Other current assets

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Accrued income and prepaid expenses	29	45	(16)
Other receivables			
Advances to suppliers	43	106	(63)
Receivables from insurance companies	-	-	-
Receivables from grants to be collected	-	-	-
Receivables from social security institutions	154	141	13
Provision for bad debts	(143)	(143)	-
Advances to employees	8	14	(6)
Guarantee deposits	-	-	-
Other sundry receivables	34	13	21
Total	**125**	**176**	**(51)**

LIABILITIES

Shareholders' equity

As far as changes are concerned, please refer to the statement of changes in equity.

11. Share capital

The share capital as at 31 December 2024 of Euro 67,073,931.60 is represented by 128,988,330 ordinary shares of the Parent Company Cremonini S.p.A., with a par value of euro 0.52 each, fully subscribed and paid up, with normal rights.

Treasury stock
At 31 December 2024 the Parent Company did not hold any treasury stock.

12. Reserves

Share premium reserve
This reserve is made up of the share premium paid by the shareholders at the time of the Public Subscription Offer in 1998. This reserve amounting to Euro 78,280 thousand has not undergone changes compared to 31 December 2023.

Legal reserve
The legal reserve amounting to Euro 14,749 thousand remained unchanged in the financial year, having reached the limit referred to in Article 2430 of the Italian Civil Code.

Reserve for transition to IAS
This is the reserve set up following the first-time adoption of the International Accounting Standards.

Valuation reserve
This reserve includes changes in the fair value of financial assets. The decrease recorded in the period, which affected the reserve under examination, arose from the transfer of the investment in Banco BPM S.p.A..

Non-current liabilities

13. Non-current financial payables

(Euro/000)	31.12.2024	31.12.2023	Difference
Due between 1 and 5 years			
Payables to banks	12,312	20,503	(8,191)
Payables to subsidiaries for IREX tax reimbursement	26	26	-
Total payables due between 1 and 5 years	**12,338**	**20,529**	**(8,191)**
Due beyond 5 years			
Payables to banks	-	-	-
Total payables due beyond 5 years	-	-	-
Total	**12,338**	**20,529**	**(8,191)**

Below is the breakdown of payables to banks:

(Euro/000)	Current	Between 1 and 5 years	Beyond 5 years	Total 31.12.2024
Overdraft	278			278
Hot Money	14,500			14,500
Mortgages	8,191	12,312		20,503
Total	**22,969**	**12,312**	**-**	**35,281**

The composition of the mortgages is as follows:

Bank (Euro/000)	Expiry date	Current	Between 1 and 5 years	Beyond 5 years	Total 31.12.2024
Banca Intesa Sanpaolo S.p.A.	30/06/27	8,222	12,333	-	**20,555**
Effect of application of amortized cost		(31)	(21)	-	**(52)**
Total		**8,191**	**12,312**	-	**20,503**

Net Debt

The table below reports the breakdown of Net Debt at 31 December 2024 and for the previous year:

(Euro/000)	31.12.2024	31.12.2023	Difference
A. Cash	630	21,111	(20,481)
B. Cash equivalents	-	-	-
C. Other current financial assets	27,354	6,443	20,911
D. Liquidity (A) + (B) + (C)	**27,984**	**27,554**	**430**
E. Current financial debt (including debt instruments)	12,304	16,600	(4,296)
F. Current portion of non-current financial debt	22,969	27,511	(4,542)
G. Current financial indebtedness (E+F)	**35,273**	**44,111**	**(8,838)**
H. Net current financial indebtedness (G+D)	**7,289**	**16,557**	**(9,268)**
I. Non-current financial payables (excluding current portion and debt instruments)	12,312	20,503	(8,191)
J. Debt instruments	-	-	-
K. Non-current trade and other payables	-	-	-
L. Non-current financial indebtedness (I+J+K)	**12,312**	20,503	(8,191)
M. Total financial indebtedness (H+L)	**19,601**	**37,060**	**(17,459)**

The only medium/long-term loan agreement in place at 31 December 2024 provides for financial covenants that, if met, would entitle the bank to withdraw from the agreement itself. The covenants on the agreement - shown in the table below - had been fully complied with at the date of the precise check on 31 December 2024.

Table 1

(Euro/000)	Banca Intesa Sanpaolo S.p.A. (a)
Amount of the loan as at 31 December 2024	20,556
Recipient of the loan	Cremonini S.p.A.
Expiry date	30/06/2027
Covenants	
Net Debt/EBITDA	<= 3.25
Net Debt/Equity	<= 2.0

a) covenants calculated on the consolidated financial statements of the Cremonini Group, net of the effects of the adoption of IFRS 16.

14. Employee benefits

The item includes the payable for staff severance indemnities and the movement in the period was the following:

(Euro/000)	**31.12.2024**	31.12.2023
Opening balance	306	294
Accrued for the year	9	10
Actuarial gains (losses)	(2)	2
Closing balance	**313**	**306**

With reference to the significant actuarial assumptions (as indicated in the paragraph "Main accounting judgments, estimates and assumptions adopted by Management"), the table below shows the effects on the final liabilities deriving from the possible changes thereto.

(Euro/000)	Turnover rate +1%	Turnover rate -1%	Inflation rate + 0.25%	Inflation rate - 0.25%	Discount rate + 0.25%	Discount rate - 0.25%
Effect on the final liability	312	311	314	310	308	315

15. Provisions for risks and charges

(Euro/000)	**31.12.2024**	**31.12.2023**	Difference
Provision for risks	102	102	-
Total	**102**	**102**	**-**

(Euro/000)	Balance at 31.12.2023	Provisions	Use	**Balance at 31.12.2024**
Provision for risks	102	-	-	102
Total	**102**	**-**	**-**	**102**

The provisions for risks and charges, unchanged compared to 2023, consist of the quantification of liabilities connected with contractual costs and charges of probable existence.

16. Deferred tax assets and liabilities

As at 31 December 2024, deferred taxes totalled Euro 76 thousand, of which Euro 1 thousand in deferred tax liabilities, and Euro 777 thousand in deferred tax assets.

The significant reduction in deferred tax liabilities, which had totalled Euro 3.9 million in 2023, was due to the company demerger in favour of the newly-established Cremonini Immobiliare S.r.l., which took place in 2024 and has already been mentioned in the paragraph on "Extraordinary transactions", to which we refer for further details.

The details of the individual positions are shown in the following tables.

(Euro/000)	**31.12.2024**		31.12.2023	
	Amount of timing differences	**Fiscal Effect**	**Amount of timing differences**	**Fiscal Effect**
Deferred tax assets				
Bad debt provision	146		161	
Taxed Provisions	102		89	
Other	73		86	
Total	**321**		**336**	
Taxable amount for IRES	**321**		**336**	
Tax Rate	24.00%		24.00%	
Deferred tax assets for IRES		**77**		**81**

(Euro/000)	**31.12.2024**		31.12.2023	
	Amount of timing differences	**Fiscal Effect**	**Amount of timing differences**	**Fiscal Effect**
Deferred tax liabilities				
Tangible assets	0		16,420	
Minor items	5			
Total	**5**		**16,420**	
Tax Rate	24.00%		24.00%	
Deferred tax liabilities for IRES		**1**		**3,941**

Current liabilities

17. Current financial payables

(Euro/000)	31.12.2024	31.12.2023	Difference
Payables to subsidiaries	30,337	23,779	6,558
Payables to banks	22,969	27,511	(4,542)
Closing balance	**53,306**	**51,290**	**2,016**

With regard to the change in bank payables compared to the previous year please refer to the cash flow statement and comments in the Directors' Report with reference to the net debt.

The detail of the payables to subsidiaries is reported below; please refer to Annex 1 for further details:

(Euro/000)	31.12.2024	31.12.2023	Difference
Financial payables to subsidiaries	**12,336**	**16,644**	**(4,308)**
Chef Express S.p.A.	4	-	4
INALCA S.p.A.	2,561	-	2,561
Interjet S.r.l.	3,433	2,445	988
MARR S.p.A.	499	9,844	(9,345)
Staff Service S.r.l.	5,839	4,355	1,484
Payables to subsidiaries for transferred tax receivables	**18,001**	**7,135**	**10,866**
Antonio Verrini S.r.l.	-	82	(82)
Castelfrigo S.r.l.	1,568	703	865
C&P S.r.l.	-	813	(813)
Chef Express S.p.A.	1,539	266	1,273
Cremonini Immobiliare S.r.l.	195	-	195
Dolfen S.r.l.	191	373	(182)
Ges.car. S.r.l.	933	967	(34)
Fiorani & C. S.r.l.	462	-	462
Frigor Carni S.r.l.	199	-	199
Guardamiglio S.r.l.	259	161	98
Il Castello di Castelvetro S.r.l.	68	50	18
Inalca Food & Beverage S.r.l.	-	53	(53)
INALCA S.p.A.	4,917	-	4,917
Interjet S.r.l.	-	221	(221)
Italia Alimentari S.r.l.	-	381	(381)
Macello di Parma S.r.l.	25	30	(5)
MARR S.p.A.	3,042	-	3,042
New Catering S.r.l.	111	-	111
Poke Mxp S.r.l.	-	24	(24)
Realbeef S.r.l.	950	461	489
Roadhouse S.p.A.	2,660	1,298	1,362
Roadhouse Grill Roma S.r.l.	143	292	(149)
Società Agricola Corticella S.r.l.	739	779	(40)
Tecnovit S.r.l.	-	25	(25)
Tecno-Star due S.r.l.	-	7	(7)
Treerre Food S.r.l.	-	149	(149)
Total	**30,337**	**23,779**	**6,558**

It should be noted that related-party transactions were carried out at arm's length.

Relative to the financial payables to consolidated companies please refer to the description in the item "Current financial receivables" (note 6).

18. Current tax liabilities

(Euro/000)	**31.12.2024**	31.12.2023	Difference
IRES	-	13,373	(13,373)
Withholding taxes	438	428	10
Total	**438**	**13,801**	**(13,363)**

As at 31 December 2024, no IRES tax liabilities had been recognised, since, as noted in the previous paragraph "8. Current tax receivables", the tax charge accrued in 2024 was lower than the advance payments made during the year.

19. Current trade liabilities

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Suppliers	**921**	**1,172**	**(251)**
Purchase of fixed assets	**-**	**340**	**(340)**
Payables to parent company	**-**	**-**	**-**
Cremofin S.r.l.	-	-	-
Payables to subsidiaries	**12,953**	**7,554**	**5,399**
Castelfrigo S.r.l.	166	-	166
Chef Express S.p.A.	3,163	11	3,152
Cremonini Immobiliare S.r.l.	259	-	259
Dolfen S.r.l.	688	1,052	(364)
Il Castello di Castelvetro S.r.l.	3	-	3
INALCA S.p.A.	1,995	-	1,995
Inalca Food & Beverage S.r.l.	518	10	508
Interjet S.r.l.	8	15	(7)
Italia Alimentari S.p.A.	672	10	662
Macello di Parma S.r.l.	6	-	6
MARR S.p.A.	3,720	-	3,720
New Catering S.r.l.	117	-	117
Palermo Airport F&B s.c.a r.l.		-	193
Poke MXP S.r.l		-	39
Realbeef S.r.l.	233	-	233
Roadhouse S.p.A.	1,123	-	1,123
Società Agricola Corticella S.r.l.	-	6,364	(6,364)
Staff Service S.r.l.	12	60	(48)
Tecno-Star Due S.r.l.	-	31	(31)
Tecnovit S.r.l.	38	-	38
Treerre Food S.r.l.	-	1	(1)
Total	**13,874**	**9,066**	**4,808**

Payables to subsidiaries mainly arise from the assignment of VAT credits to the parent company Cremonini S.p.A. within the scope of the Group's VAT payments.

20. Other current liabilities

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Accrued expenses and deferred income	5	276	(271)
Inps/Inail/Scau	174	177	(3)
Inpdai/Previndai/Fasi/Besusso	41	47	(6)
Payables to other social security institutions	39	38	1
Other payables			
Advances and other payables from customers	-	19	(19)
Payables for employee remuneration	461	419	42
Guarantee deposits and down payments received	-	-	-
Payables to directors and statutory auditors	138	145	(7)
Other minor payables	368	381	(13)
Total	**1,226**	**1,502**	**(276)**

The payable for employee remuneration includes the current wages and salaries still to be paid as at 31 December 2024, as well as the allocations relating to the holidays accrued and not taken, and related charges.

The reduction in "Accrued expenses and deferred income", amounting to Euro 271 thousand, was attributable to the company demerger in favour of the newly-established Cremonini Immobiliare S.r.l., already mentioned in the paragraph on "Extraordinary transactions", to which we refer you for further details.

Guarantees, sureties and commitments

These consist of both guarantees given directly by the Company, in the interests of both Group companies and third parties to banks for loans or credit lines, and those guarantees for which the Parent Company is jointly liable, given by banks or insurance companies, for a variety of commercial transactions, Group VAT set-offs, participation in tenders, etc..

They refer to:

(Euro/000)	**31.12.2024**	31.12.2023
Loans or credit lines	462,582	410,851
Revenue Agency / VAT offices	93,597	118,863
Supply contracts, management of leased assets, good performance of contratcs etc.	10,853	12,478
Other minor	9	209
Total guarantees, sureties and commitments	**567,041**	**542,401**

Details of the main items of the income statement

21. Revenues

These are broken down as follows:

(Euro/000)	2024	2023	Difference
Revenues from sales - Goods for resale	18	19	(1)
Revenues from services	4,182	3,984	198
Advisory services to third parties	2,115	2,115	-
Rent income	552	2,470	(1,918)
Other revenues from ordinary activities	458	418	40
Total	**7,325**	**9,006**	**(1,681)**

The decrease of approximately Euro 2 million in "Rent income" was almost entirely attributable to the company demerger mentioned above.

Below is a breakdown of revenues by geographical area:

(Euro/000)	2024	2023	Difference
Italy	7,325	8,989	(1,664)
European Union		17	(17)
Total	**7,325**	**9,006**	**(1,681)**

22. Other revenues and income

(Euro/000)	2024	2023	Difference
Operating grants	-	66	(66)
Grants from suppliers and others	8	4	4
Other cost reimbursements	557	1,473	(916)
Total	**565**	**1,543**	(978)

"Other cost reimbursements" showed a reduction of about Euro 1.0 million compared to 2023, which was almost entirely attributable to the company demerger mentioned above.

23. Costs for purchases

(Euro/000)	2024	2023	Difference
Costs for purchases - Goods for resale	(19)	(25)	6
Costs for purchases - Stationery and printed paper	(3)	(3)	-
Other costs for purchases	(50)	(69)	19
Total	**(72)**	**(97)**	**25**

24. Other operating costs

(Euro/000)	**2024**	2023	Difference
Costs for services	(5,320)	(5,301)	(19)
Costs for leases and rentals	(196)	(80)	(116)
Other operating charges	(797)	(1,844)	1,047
Total	**(6,313)**	**(7,225)**	912

The change in the balance with respect to last year is detailed in the following tables.

Costs for services

(Euro/000)	**2024**	2023	Difference
Energy consumption and utilities	(183)	(482)	299
Maintenance and repairs	(77)	(258)	181
Commissions, commercial and distribution services	(467)	(462)	(5)
Third-party services and outsourcing	(15)	(62)	47
Purchasing services	-	(3)	3
Other technical and general services	(4,578)	(4,034)	(544)
Total	**(5,320)**	**(5,301)**	(19)

Costs for leases and rentals

(Euro/000)	**2024**	2023	Difference
Rents and charges payable other property assets	(196)	(80)	(116)
Leases and rentals related to real and personal property	**(196)**	**(80)**	**(116)**
Total	**(196)**	**(80)**	**(116)**

Other operating charges

(Euro/000)	**2024**	2023	Difference
Losses on receivables	-	11	11
Indirect taxes and duties	(254)	(925)	671
Contributions and membership fees	(48)	(53)	5
Other minor costs	(495)	(855)	360
Total	**(797)**	**(1,844)**	**1,047**

In 2024, the company recorded a decrease in the charge for non-deductible VAT due to the transfer of a portion of the VAT pro-rata to the newly-established Cremonini Immobiliare S.r.l., already mentioned above.

"Other minor costs", up by Euro 360 thousand, mainly include costs anticipated in the name and on behalf of subsidiaries, which were then charged back.

25. Personnel costs

(Euro/000)	2024	2023	Difference
Salaries and wages	(3,021)	(3,173)	152
Social security contributions	(814)	(868)	54
Pensions and similar obligations	(2)	- 2	0
Staff Severance Provision	(203)	(221)	18
Other personnel costs	(47)	(3)	(44)
Total	**(4,087)**	**(4,267)**	**180**

On 31 December 2024 the Company employed a total staff number of 22 persons, as follows:

	Factory staff	Office staff	Managers	Total
Employees as at 31.12.2023	-	16	8	24
Employees as at 31.12.2024	**-**	**16**	**6**	**22**
Increases (decreases)	-	-	(2)	(2)
Average no. of employees during year 2024	**-**	**16**	**6**	**22**

26. Amortization, depreciation, write-downs and provisions

(Euro/000)	2024	2023	Difference
Depreciation of tangible assets	(499)	(2,694)	2,195
Amortization of intangible assets	(1)	(2)	1
Write-downs and provisions	-	(11)	11
Total	**(500)**	**(2,707)**	**2,207**

The decrease in "Depreciation of tangible assets" was only attributable to the company demerger already mentioned above.

27. Income (Charges) from equity investments

(Euro/000)	2024	2023	Difference
Income (Charges) from investments in subs.	20,127	12,747	7,380
Income (Charges) from investments in other comp.	126	70	56
Revaluation of investments	1,702	565	1,137
Write-down of investments	-	(760)	760
Total	**21,955**	**12,622**	**9,333**

The change in the balance with respect to last year is detailed in the following tables.

Income (Charges) from equity investments in subsidiaries

(Euro/000)	2024	2023	Difference
Dividends from subsidiaries	20,127	12,747	7,380
Marr S.p.A.	*20,127*	*12,747*	*7,380*
Other minor	-	-	-
Total	**20,127**	**12,747**	**7,380**

Dividends were received from subsidiary MARR S.p.A. during the year.

Income (Charges) from equity investments in other companies

The balance of the item under review included dividends received in 2024 from subsidiaries Futura S.r.l. for Euro 34 thousand, and Banco BPM S.p.A. for Euro 93 thousand.

Write-downs/Revaluations of investments

(Euro/000)	2024	2023	Difference
Revaluation of equity investments	1,702	565	*1,137*
Interjet S.r.l.	*1,702*		*1,702*
Write-down of equity investments	-	(760)	760
Total	**1,702**	**(195)**	**1,897**

As already described in paragraphs 3 "Investments in subsidiaries and associates", and 4 "Investments in other companies", there was the recognition of the increases in the value of the investees. In particular, the investment in Interjet S.r.l. was revalued through the release of the provision for write-downs stated in previous years to incorporate the actual profits the latter had reported in 2024.

28. Financial Income/(Charges)

(Euro/000)	2024	2023	Difference
Net financial Income (Charges)	(837)	(1,330)	493
Total	**(837)**	**(1,330)**	**493**

In detail:

Net financial income (charges)

(Euro/000)	2024	2023	Difference
Financial Income (Charges) from controlling companies	-	-	-
Financial Income (Charges) from subsidiaries	**1,180**	**663**	**517**
Financial income			
- Bank interest receivable	290	174	116
Total financial income	**290**	**174**	**116**
Financial charges			
- Interest payable on loans	(1,417)	(1,684)	267
- Interest payable on current accounts and others	(731)	(381)	(350)
- Other bank charges	(159)	(102)	(57)
Total financial charges	**(2,307)**	**(2,167)**	**(140)**
Total	**(837)**	**(1,330)**	**493**

The item groups the total of the interest income and expense connected to the Group's treasury service, and interest, commissions and charges payable to banks and other lenders.

Below is the breakdown of financial charges and income to/from subsidiaries:

(Euro/000)	**2024**	2023	Difference
As.Ca. S.p.A.	-	1	(1)
Castelfrigo LV S.r.l.	-	3	(3)
Chef Express S.p.A.	375	282	93
Cremonini Immobiliare S.r.l.	376		376
Dolfen S.r.l.	-	2	(2)
Ges.Car. S.r.l.	-	1	(1)
Guardamiglio S.r.l.	2	-	2
INALCA S.p.A.	526	535	(9)
Interjet S.r.l.	(31)	(29)	(2)
Italia Alimentari S.p.A	-	1	(1)
MARR S.p.A.	(17)	(100)	83
New Catering S.r.l.	3	1	2
Società Agricola Corticella S.r.l.	-	4	(4)
Staff Service S.r.l.	(54)	(38)	(16)
Total	**1,180**	**663**	**517**

29. Income taxes

(Euro/000)	2024	2023	Difference
Net income from subs. for transferred taxable amounts	670	975	(305)
IRES previous years	-	9	- 9
	670	**984**	**(314)**
Provision for deferred tax assets/liabilities	(1)	2	(3)
IRAP	-	-	-
	(1)	**2**	**(3)**
Total	**669**	**986**	**(317)**

The balance of net income from tax consolidation refers to the result of the IRES (corporate income) tax consolidation scheme, which has been joined by Cremonini S.p.A. as the consolidating company.

Reconciliation of theoretical tax burden and actual tax burden

IRES (corporate income tax)

(Euro/000)	**Year 2024**		Year 2023	
	Taxable amount	**Tax**	Taxable amount	Tax
Profit before taxation	**18,036**		**7,545**	
Taxation rate	24.0%		24.0%	
Theoretical tax burden		**(4,329)**		**(1,811)**
Permanent differences				
Non-deductible amortization and depreciation	89		224	
Write-down of equity investments			760	
Taxes and tax amnesties	48		290	
Other increases	308		250	
Total increases	**445**		**1,524**	
Dividends from foreign companies	(19,240)		(12,177)	
Deductible IRAP and IMU	(48)		(290)	
Write-up of financial assets	(1,702)		(564)	
Gains/losses on disposals			-	
Other decreases	(21)		(347)	
Total decreases	**(21,011)**		**(13,378)**	
Timing differences deductible in future years				
Provisions to taxed funds	-		-	
Other increases	56		321	
Total	**56**		**321**	
Timing differences taxable in future years				
Capital gains on disposal of real estate	-		-	
Other decreases	-		-	
Total	**-**		**-**	
Reversal of timing diff. from previous years				
Capital gains on disposal of real estate	-		-	
Total	**-**		**-**	
Use of taxed provisions			(3)	
Other decreases	(317)		(73)	
Total	**(317)**		**(76)**	
Taxable income	**(2,791)**		**(4,064)**	
Tax rate	24.0%		24.0%	
Actual tax burden		**670**		**975**
IRES previous years		**-**		**9**

IRAP (regional tax on production)

(Euro/000)	**Year 2024** **Taxable amount**	**Tax**	Year 2023 Taxable amount	Tax
Profit before taxation	**18,036**		**7,545**	
Costs not relevant for IRAP				
Financial Income/Charges	(837)		(1,330)	
Revenues from equity investments	21,955		12,622	
Write-downs and provisions	-		-	
Personnel cost	(4,087)		(4,267)	
Deductible personnel cost	-		-	
Ohers	-		-	
Total	**17,031**		**7,025**	
Theoretical taxable amount	-		-	
Taxation rate	3.90%		3.90%	
Actual tax burden	-	-	-	-
IRAP previous years				

Information required by Law no. 124/2017

In accordance with the above rules, it should be noted that the Company did not receive any donation from public administrations in 2024.

Other information

Pursuant to the law the total fees due to the directors (Articles 2364 and 2389 of the Italian Civil Code), members of the Board of Statutory Auditors and independent auditors are noted below:

- Directors: Euro 1,738 thousand
- Board of Statutory Auditors: Euro 73 thousand
- Independent Auditors: Euro 67 thousand.

(Euro/000)	Company that provided the service	Recipient	Fees pertaining to 2024
Audit	PricewaterhouseCoopers S.p.A.	Cremonini S.p.A.	66,598
Compliance audit	PricewaterhouseCoopers S.p.A.	Cremonini S.p.A.	0
Other services			0
Total			**66,598**

Events occurring after the end of the financial year

Please refer to the Directors' Report for details of the other events occurring after the financial year-end.

Allocation of the result for the year

Dear Shareholders,

before concluding and requesting your decisions on this matter, we confirm that the draft financial statements for the year ended 31 December 2024, submitted for your examination and approval herein, were prepared in compliance with prevailing legislation.

Please refer to the Directors' Report for comments on the overall situation of the Company and the Group, as well as the Explanatory Notes for comments on individual items. We invite you to approve the financial statements for the year ended 31 December 2024, together with the Directors' Report.

Furthermore, we propose to allocate the profit for the year of Euro 18,705,092.38 as follows:

- to dividend of Euro 0.04 per ordinary share, totalling Euro 5,159,533.20 with related "ex-dividend date" (no. 17) on 24 June 2025, and payment on 26 June 2025;
- to "Retained earnings" for the remaining portion of Euro 13,545,559.18.

Castelvetro di Modena, 28 March 2025

THE CHAIRMAN

OF THE BOARD OF DIRECTORS

(Luigi Cremonini)

Annexes

These annexes contain information additional to that reported in the notes to the separate financial statements, and form an integral part thereof:

Annex 1	-	Breakdown of receivables and payables from/to subsidiaries, associated, controlling and related companies as at 31 December 2024;
Annex 2	-	Breakdown of revenues and costs from/to subsidiaries, associated, controlling and related companies for the 2024 financial year;
Annex 3	-	Statement of changes in tangible assets for the financial statements ended 31 December 2024;
Annex 4	-	Statement of changes in other intangible assets for the financial statements ended 31 December 2024;
Annex 5	-	List of equity investments and Available-for-sale assets as at 31 December 2024;
Annex 6	-	List of equity investments in subsidiaries and associated companies as at 31 December 2024 (Article 2427, paragraph 5, of the Italian Civil Code).

Annex 1

Breakdown of receivables and payables from/to subsidiaries, associated, controlling and related companies as at 31 December 2024

(Euro/000)	Treasury		Trade		Other		Total	
	Receivables	Payables	Receivables	Payables	Receivables	Payables	**Receivables**	**Payables**
Subsidiaries:					(a)	(b)		
Antonio Verrini S.r.l.	-	-	281	-	21	-	**302**	**-**
Castelfrigo S.r.l.	-	-	-	166	-	1,568	**-**	**1,734**
Chef Express S.p.A.	13,357	-	101	3,163	-	1,551	**13,458**	**4,714**
Cremonagel S.r.l.	-	-	-	-	28	-	**28**	**-**
Cremonini Immobiliare S.r.l.	13,990	-	176	259	-	195	**14,166**	**454**
Cremonini Restauration S.A.S.	-	-	1	-	-	-	**1**	**-**
Cremovit S.r.l.	-	-	196	-	377	-	**573**	**-**
Dolfen S.r.l.	-	-	-	687	-	191	**-**	**878**
Fiorani & C. S.r.l.	-	-	86	-	-	462	**86**	**462**
Frigor Carni S.r.l.	-	-	51	-	-	199	**51**	**199**
Ges.Car. S.r.l.	-	-	1,281	-	-	933	**1,281**	**933**
Guardamiglio S.r.l.	-	-	112	-	-	259	**112**	**259**
Il Castello di Castelvetro S.r.l.	-	-	4	3	-	68	**4**	**71**
Inalca Food & Beverage S.r.l.	-	-	-	518	127	-	**127**	**518**
Ina Ten S.r.l.	-	-	1	-	-	-	**1**	**-**
INALCA S.p.A.	-	2,560	286	1,995	-	4,918	**286**	**9,473**
Interjet S.r.l.	-	3,424	18	8	61	9	**79**	**3,441**
Italia Alimentari S.p.A.	-	-	-	672	653	-	**653**	**672**
La Torre S.a.l.	-	-	233	-	-	-	**233**	**-**
Macello di Parma S.r.l.	-	-	-	6	-	25	**-**	**31**
Marr S.p.A.	-	496	193	3,720	-	3,057	**193**	**7,273**
Momentum Services Ltd	-	-	2	-	-	-	**2**	**-**
New Catering S.r.l.	-	-	-	117	-	111	**-**	**228**
Palermo Airport F&B s.c.a r.l.	-	-	-	193	8	-	**8**	**193**
Poke MXP S.r.l	-	-	-	39	28	-	**28**	**39**
Realbeef S.r.l.	-	-	-	233	-	950	**-**	**1,183**
Roadhouse S.p.A.	-	-	32	1,123	-	2,662	**32**	**3,785**
Roadhouse Grill Roma S.r.l.	-	-	61	-	-	143	**61**	**143**
Società Agricola Corticella S.r.l.	-	-	383	-	-	739	**383**	**739**
Staff Service S.r.l.	-	5,825	59	12	117	18	**176**	**5,855**
Tecnostar Due S.r.l.	-	-	52	-	13	-	**65**	**-**
Tecnovit S.r.l.	-	-	-	38	58	-	**58**	**38**
Total subsidiaries	**27,347**	**12,305**	**3,609**	**12,952**	**1,491**	**18,058**	**32,447**	**43,315**
Associated companies:								
Time Vending S.r.l. S.i.l.	-	-	54	-	-	-	**54**	**-**
Total associated companies	**-**	**-**	**54**	**-**	**-**	**-**	**54**	**-**
Parent company								
Cremofin S.r.l.	8	-	-	-	-	-	**8**	**-**
Total controlling companies	**8**	**-**	**-**	**-**	**-**	**-**	**8**	**-**

(a) Other receivables include receivables for IRES tax charges transferred to the consolidating company

(b) Other payables include payables for IRES tax benefits transferred to the consolidating company

Annex 2

Breakdown of revenues and costs from/to subsidiaries, associated, controlling and related companies for the 2024 financial year

(Euro/000)	Revenues Financial	Services	Sales	Other (a)	Total revenues	Expenses Financial	Services	Sales	Other (b)	Total expenses
Subsidiaries:										
Castelfrigo S.r.l.	-	12	-	1	**13**	-	-	-	-	**-**
Chef Express S.p.A.	384	1,626	-	67	**2,077**	10	72	-	-	**82**
Cremonini Immobiliare S.r.l.	376	5	-	207	**588**	-	227	2	-	**229**
Dolfen S.r.l.	-	9	-	-	**9**	-	-	-	-	**-**
Fiorani & C. S.r.l.	-	-	-	3	**3**	-	-	-	-	**-**
Guardamiglio S.r.l.	2	-	-	-	**2**	-	-	-	-	**-**
Il Castello di Castelvetro S.r.l.	-	-	-	-	**-**	-	3	-	-	**3**
Inalca Food & Beverage S.r.l.	-	34	-	4	**38**	-	-	-	-	**-**
INALCA S.p.A.	527	2,106	-	16	**2,649**	1	4	-	-	**5**
Interjet S.r.l.	-	11	-	1,703	**1,714**	31	40	-	-	**71**
Italia Alimentari S.p.A.	-	397	-	3	**400**	-	9	-	3	**12**
La Torre S.a.l.	-	-	-	1	**1**	-	-	-	-	**-**
MARR S.p.A.	54	1,545	-	20,128	**21,727**	71	4	-	-	**75**
Momentum Services Ltd	-	12	-	-	**12**	-	-	-	-	**-**
New Catering S.r.l.	3	2	-	-	**5**	-	-	-	-	**-**
Palermo Airport F&B s.c.a r.l.	-	2	-	-	**2**	-	-	-	-	**-**
Railrest S.A.	-	4	-	-	**4**	-	-	-	-	**-**
Realbeef S.r.l.	-	2	-	-	**2**	-	-	-	-	**-**
Roadhouse Grill Roma S.r.l.	-	40	-	-	**40**	-	-	-	-	**-**
Roadhouse S.p.A.	-	780	-	20	**800**	-	3	-	-	**3**
Società Agricola Corticella S.r.l.	-	9	-	-	**9**	-	-	-	-	**-**
Staff Service S.r.l.	1	28	-	6	**35**	55	42	-	-	**97**
Tecnostar Due S.r.l.	-	6	-	-	**6**	-	7	-	-	**7**
Total subsidiaries	**1,347**	**6,630**	**-**	**22,159**	**30,136**	**168**	**411**	**2**	**3**	**584**
Associated companies:										
Banco BPM S.p.A.	-	-	-	93	**93**	-	-	-	-	**-**
Futura S.p.A.	-	-	-	34	**34**	-	-	-	-	**-**
Time Vending S.r.l. S.i.l.	-	-	-	53	**53**	-	-	-	-	**-**
Total associated companies	**-**	**-**	**-**	**180**	**180**	**-**	**-**	**-**	**-**	**-**
Total controlling companies	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**

(a) Other revenues include dividends from subsidiaries and write-up of equity investments.
(b) Other costs include write-offs of equity investiments in subsidiaries.

Annex 3

Statement of changes in tangible assets for the financial statements ended 31 December 2024

(Euro/000)	Opening position			Changes over the period					Closing position		
	Initial cost	Accumulated depreciation	Balance at 31.12.2023	Merger Demerger	Acquisitions	Net decreases	Reclass./ Other changes	Depreciation	Initial cost	Accumulated depreciation	Balance at 31.12.2024
Land and buildings	101,768	(25,796)	75,972	(75,903)	223	-	-	(292)	2	(2)	-
Plant and machinery	10,325	(8,346)	1,979	(1,950)	60	-	-	(89)	10	(10)	-
Industrial and business equipment	49	(49)	-	-	-	-	-	-	20	(20)	-
Other assets	8,669	(7,214)	1,455	(1,279)	65	(3)	-	(118)	637	(517)	120
Fixed assets under construction and advances	315	-	315	(315)	-	-	-	-	-	-	-
Total	**121,126**	**(41,405)**	**79,721**	**(79,447)**	**348**	**(3)**	**-**	**(499)**	**669**	**(549)**	**120**

Annex 4

Statement of changes in other intangible assets for the financial statements ended 31 December 2024

(Euro/000)	Opening position			Changes over the period				Closing position		
	Initial cost	Accumulated amortization	Balance at 31.12.2023	Acquisitions	Net decreases	Reclass./Write-downs Other changes	Amortization	Initial cost	Accumulated amortization	Balance at 31.12.2024
Patents and intellectual property rights	240	(240)	-					231	(231)	-
Concessions, licences, trademarks and similar rights	28	(24)	4			(1)	(1)	28	(26)	2
Total	**268**	**(264)**	**4**	**0**	**0**	**(1)**	**(1)**	**259**	**(257)**	**2**

Annex 5

List of equity investments and Available-for-sale assets as at 31 December 2024

(Euro/000) Company name	Percentage	Initial value	Purchases or subscriptions	Disposals	(Write-downs) Revaluations	Other changes	Percentage	Final value	Note
Subsidiaries:									
Chef Express S.p.A.	100.00	61,070					100.00	61,070	
Cremonini Immobiliare S.r.l.						74,835	100.00	74,835	
INALCA S.p.A.	100.00	168,241					100.00	168,241	
Interjet S.r.l.	100.00	2,779	950		1,702		100.00	5,431	
MARR S.p.A.	50.72	57,937					52.10	57,937	
Staff Service S.r.l.	100.00	2,839					100.00	2,839	
Total subsidiaries		**292,866**	**950**	**0**	**1,702**	**74,835**		**370,353**	
Other companies:									
Futura S.p.A.		962						962	
Other minor companies		68						68	
Total other companies		**1,030**	**0**	**0**	**0**	**0**		**1,030**	
Financial assets held for sale									
Banco BPM S.p.A.		461	-	(461)		-	-		a)
Total Financial assets held for sale		**461**	**0**	**(461)**	**0**	**0**		**0**	

Annex 6

List of equity investments in Subsidiaries and associated Companies as at 31 December 2024 (Article 2427.5 of the Italian Civil Code)

The table below shows the breakdown of the cost of investments in subsidiaries, as of 31 December 2024, compared with the related share of adjusted equity attributable to Cremonini S.p.A..

(Euro/000) Name	Registered office	Capital stock (in Euro if not otherwise stated)	Net profit (loss) for the year ended 31.12.2024	Net equity at 31.12.2024	Adjusted equity at 31.12.2024	Percentage held at 31.12.2024	Carrying value (A)	Valuation based on NE (B)	Difference (B) - (A)	Notes
Subsidiaries:										
Chef Express S.p.A.	Castelvetro di Modena (MO)	11,277,497	(2,687)	22,963	(1,044)	100.00%	61,070	(1,044)	(62,114)	a)
Cremonini Immobiliare S.r.l.	Castelvetro di Modena (MO)	10,000	(803)	74,031	74,031	100.00%	74,835	74,031	(804)	
INALCA S.p.A.	Castelvetro di Modena (MO)	187,017,167	37,329	521,262	571,080	100.00%	168,241	571,080	402,839	a)
Interjet S.r.l.	Castelvetro di Modena (MO)	2,500,000	1,749	5,451	5,451	100.00%	5,431	5,451	20	
MARR S.p.A.	Rimini	33,262,560	41,379	336,116	333,773	52.10%	57,937	173,896	115,959	a)
Staff Service S.r.l.	Castelvetro di Modena (MO)	93,000	1,328	4,582	4,582	100.00%	2,839	4,582	1,743	
Total subsidiaries							**370,353**	**823,414**	**455,900**	

a) The company's adjusted equity has been determined by considering the contribution given by the specific Sector, in which the subsidiary is the leading company, to the consolidated financial statements of the Cremonini Group.

CREMONINI S.P.A.

Via Modena no. 53 – Castelvetro di Modena (MO)

Share capital Euro 67,073,931.60= fully paid-up

Registered with the Modena Chamber of Commerce - Economic and Administrative Register no. 126967

Modena Register of Companies no. 00162810360

Tax code and VAT no. 00162810360

* * *

BOARD OF STATUTORY AUDITORS' REPORT

TO THE SHAREHOLDERS' MEETING

FINANCIAL STATEMENTS AT 31 DECEMBER 2024

prepared pursuant to and for the purposes of

Art. 2429.2 of the Italian Civil Code

Dear Shareholders,

During the financial year ended 31 December 2024, our activities were guided by the provisions of the law and the Rules of Conduct for the Board of Statutory Auditors of unlisted companies issued by the Italian Accounting Profession (*Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili*).

With this report we bring to your attention such activities and the results achieved.

The financial statements of Cremonini S.p.A. as of 31 December 2024, prepared in accordance with the Italian regulations governing their preparation, have been submitted for your examination, and showed a profit for the year of Euro 18,705,093. The financial statements were made available to us within the terms of law by the Board of Directors on 28 March 2025.

On 24 April 2025, PricewaterhouseCoopers S.p.A., in charge of the statutory audit of the accounts, delivered to us their reports, issued pursuant to Article 14 and Article 19, paragraph 3, of Legislative Decree no. 39 of 2010, for the separate and consolidated financial statements, respectively, for the financial year ended 31 December 2024, and providing an unqualified opinion.

According to the independent auditor's reports, the separate and consolidated financial statements give a true and fair view of the financial position of Cremonini S.p.A. as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union. The independent auditors also certify that the report on operations and related information are consistent with the separate and consolidated financial statements.

The Board of Statutory Auditors, not being entrusted with the statutory audit, carried out on the financial statements the supervisory activities envisaged in Rule 3.8. of the "Rules of conduct of the Board of Statutory Auditors of unlisted companies" consisting of an overall summary control aimed at verifying that the financial statements have been properly prepared. It is the responsibility of the independent auditors to verify the compliance with the accounting records.

1) Supervision work under Art. 2403 and ff. of the Italian Civil Code

We supervised compliance with the law, with the Articles of Association, with proper management principles and in particular, the adequacy of the organisational, administrative and accounting set-up and its actual functioning.

We attended Shareholders' Meetings and Board of Directors' meetings and, on the basis of the information to hand, we have no particular observations to report.

We obtained information from the Board of Directors, well in advance and also during the meetings held, on the general company performance and its outlook, as well as on transactions of greater significance, by size or characteristics, conducted by the Company and its subsidiaries and, on the basis of the information to hand, we have no particular observations to report.

As a part of periodic exchanges of data and information, we held meetings with the audit firm PricewaterhouseCoopers S.p.A, and the Supervisory Board, as well as with the Boards of Statutory Auditors and the Supervisory Board of the subsidiaries Chef Express S.p.A. and Roadhouse S.p.A., without any points emerging that are worthy of mention herein.

We perused the Annual Report prepared by the Supervisory Board, dated 31 December 2024, and no other critical issues concerning the proper implementation of the organizational model have emerged that need to be highlighted in this report.

We acquainted ourselves with and supervised the adequacy of the organisational, administrative and accounting structure and its actual functioning also by gathering information from heads of functions, and we have no particular observations to report in this regard.

We acquainted ourselves with and supervised, within the sphere of our responsibility, the adequacy and functioning of the administrative and accounting system, as well as on the latter's reliability in giving a fair view of the operational events by obtaining information from the heads of functions and scrutinising company documents, and we have no particular observations to report in this regard.

We did not discover atypical and/or unusual corporate transactions carried out with third parties or related parties during the financial year. Inter-group and related-party transactions carried out in 2024 are adequately described in the explanatory notes to the financial statements, and in the Directors' Report, form part of normal management, and were regulated at market conditions.

The Board of Statutory Auditors also acknowledges that:

- No reports were received from the shareholders pursuant to Art. 2408 of the Italian Civil Code;
- It was not necessary to intervene regarding omissions of the Board of Directors pursuant to Art. 2406 of the Italian Civil Code;
- No reports were submitted pursuant to Art. 2409.7 of the Italian Civil Code;
- The directors stated the safeguards put into place for risk and uncertainties management to which the Company is exposed in their Report on Operations;
- During the year, the Board of Statutory Auditors did not issue opinions and observations set down by law;
- We made no reports to the Board of Directors pursuant to and for the purposes of Art. 25-*octies* of Legislative Decree no. 14 of 12 January 2019;
- We received no reports from public creditors pursuant to and for the purposes of Art. 25-*novies* of Legislative Decree no. 14 of 12 January 2019.
- We received no reports from the independent auditors pursuant to and for the purposes of Art. 25-*octies* of Legislative Decree no. 14 of 12 January 2019.

No other significant facts emerged during the course of the supervision work, as described above, which would require to be mentioned herein.

2) Observations on the separate financial statements

We have verified that the directors have declared compliance with the relevant regulations governing the preparation of the financial statements.

According to the independent auditor's report, the financial statements give a true and fair view of the financial position of Cremonini S.p.A. as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

With reference to the disclosures provided in the financial statements as at 31 December 2024, taking account that the statutory audit of accounts was carried out by the audit firm PricewaterhouseCoopers S.p.A., the Board of Statutory Auditors confirms that it verified, within the sphere of its responsibility, that:

- The provisions of law governing the preparation of the financial statements, and the report on operations have been complied with, by means of direct audits and information obtained from the appointed audit firm, and that it has no particular observations to report;

- The financial statements have been prepared in accordance with the "International accounting standards" (IFRS) according to the instructions given by the Board of Directors in the explanatory notes to the financial statements, to which reference should be made for more details;

- The accounting policies used for the purposes of preparing the accounting statements for the financial statements at 31 December 2024 are the same as those used for the formation of the financial statements at 31 December 2023, with the exception of new accounting standards, amendments and interpretations applicable from 1 January 2024, which did not have a significant impact on the financial statements but only entailed, in some cases, additional disclosures.

- To the best of our knowledge, the directors have complied with the provisions of law in the preparation of the financial statements, in compliance with the international accounting standards IFRS.

3) Observations and proposals as to the approval of the financial statements

Considering the results of the work we performed and the opinion expressed in the Independent Auditor's reports today, we invite the Shareholders to approve the financial statements as at 31 December 2024, as prepared by the directors.

The Board of Statutory Auditors agrees with the proposal for the allocation of the annual result made by the directors.

Castelvetro di Modena (MO), 24 April 2025

The Board of Statutory Auditors

Eugenio Orienti (Chairman) SIGNED

Paola Simonelli (Standing auditor) SIGNED

Giulio Palazzo (Standing auditor) SIGNED

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Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010

To the shareholders of
Cremonini SpA

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Cremonini SpA (hereinafter also the "Company"), which comprise the statement of financial position as of 31 December 2024, the income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of this report. We are independent of the Company pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Directors and the Board of Statutory Auditors for the Financial Statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

PricewaterhouseCoopers SpA

Sede legale: **Milano** 20145 Piazza Tre Torri 2 Tel. 02 77851 Fax 02 7785240 Capitale Sociale Euro 6.890.000,00 i.v. C.F. e P.IVA e Reg. Imprese Milano Monza Brianza Lodi 12979880155 Iscritta al n° 119644 del Registro dei Revisori Legali - Altri Uffici: **Ancona** 60131 Via Sandro Totti 1 Tel. 071 2132311 - **Bari** 70122 Via Abate Gimma 72 Tel. 080 5640211 - **Bergamo** 24121 Largo Belotti 5 Tel. 035 229691 - **Bologna** 40124 Via Luigi Carlo Farini 12 Tel. 051 6186211 - **Brescia** 25121 Viale Duca d'Aosta 28 Tel. 030 3697501 - **Catania** 95129 Corso Italia 302 Tel. 095 7532311 - **Firenze** 50121 Viale Gramsci 15 Tel. 055 2482811 - **Genova** 16121 Piazza Piccapietra 9 Tel. 010 29041 - **Napoli** 80121 Via dei Mille 16 Tel. 081 36181 - **Padova** 35138 Via Vicenza 4 Tel. 049 873481 - **Palermo** 90141 Via Marchese Ugo 60 Tel. 091 349737 - **Parma** 43121 Viale Tanara 20/A Tel. 0521 275911 - **Pescara** 65127 Piazza Ettore Troilo 8 Tel. 085 4545711 - **Roma** 00154 Largo Fochetti 29 Tel. 06 570251 - **Torino** 10122 Corso Palestro 10 Tel. 011 556771 - **Trento** 38122 Viale della Costituzione 33 Tel. 0461 237004 - **Treviso** 31100 Viale Felissent 90 Tel. 0422 696911 - **Trieste** 34125 Via Cesare Battisti 18 Tel. 040 3480781 - **Udine** 33100 Via Poscolle 43 Tel. 0432 25789 - **Varese** 21100 Via Albuzzi 43 Tel. 0332 285039 - **Verona** 37135 Via Francia 21/C Tel. 045 8263001 - **Vicenza** 36100 Piazza Pontelandolfo 9 Tel. 0444 393311

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The directors are responsible for assessing the Company's ability to continue as a going concern and, in preparing the financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern. In preparing the financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised our professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- We evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

Report on Compliance with other Laws and Regulations

Opinions and statement in accordance with article 14, paragraph 2, letters e), e-bis) and e-ter) of Legislative Decree No. 39/10

The directors of Cremonini SpA are responsible for preparing a report on operations of Cremonini SpA as of 31 December 2024, including its consistency with the relevant financial statements and its compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to:

- express an opinion on the consistency of the report on operations with the financial statements;
- express an opinion on the compliance with the law of the report on operations;
- issue a statement on material misstatements, if any, in the report on operations.

In our opinion, the report on operations is consistent with the financial statements of Cremonini SpA as of 31 December 2024.

Moreover, in our opinion, the report on operation is prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e-ter), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.
With reference to the statement referred to in article 14, paragraph 2, letter e), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

Parma, 24 April 2025

PricewaterhouseCoopers SpA

Signed by

Nicola Madureri
(Partner)

This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.

CREMONINI GROUP

CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

Consolidated financial statements at 31 December 2024

Consolidated Statement of Financial Position - Assets

(Euro/000)	Note	**Year 2024**	Year 2023
Non-current assets			
Tangible assets	1	1,850,687	1,782,868
Goodwill	2	224,294	225,638
Other intangible assets	3	22,971	27,335
Investments valued at equity	4	14,012	19,421
Investments in other companies	5	29,790	21,579
Financial instruments / Derivatives	19	-	126
Non-current financial receivables	6	1,353	1,141
relating to related parties		*1,129*	*1,129*
Deferred tax assets	7	35,522	35,661
Other non-current assets	8	34,743	38,348
Total non-current assets		**2,213,372**	**2,152,117**
Current assets			
Inventories	9	621,467	585,434
Biological assets	10	108,335	73,530
Current financial receivables	11	26,964	40,624
relating to related parties		*18,938*	*32,925*
Current trade receivables	12	632,256	612,407
relating to related parties		*11,694*	*6,717*
Current tax assets	13	65,024	64,837
Financial assets held for sale		-	7,261
Financial instruments / Derivatives	19	1,498	3,073
Cash and cash equivalents	14	372,032	350,802
Other current assets	15	67,198	75,051
relating to related parties		*2,026*	*3*
Total current assets		**1,894,774**	**1,813,019**
Total assets		**4,108,146**	**3,965,136**

Consolidated Statement of Financial Position – Liabilities

(Euro/000)	Note	Year 2024	Year 2023
Shareholders' Equity			
Share capital	16	67,074	67,074
Reserves	17	(86,405)	(85,655)
Retained earnings		683,509	633,999
Result for the period		69,444	58,147
Shareholders' Equity attributable to the Group		733,622	673,565
Minority interests' capital and reserves		190,892	199,188
Result for the period attributable to minority interests		35,253	28,223
Shareholders' Equity attributable to minority interests		226,145	227,411
Total Shareholders' Equity		**959,767**	**900,976**
Non-current liabilities			
Non-current financial payables	18	1,425,695	1,294,280
relating to related parties		*3,693*	*5,877*
Financial instruments / Derivatives	19	657	68
Employee benefits	20	20,201	20,467
Provisions for risks and charges	21	18,695	19,696
Deferred tax liabilities	22	39,320	35,714
Other non-current liabilities	23	5,869	5,191
Total non-current liabilities		**1,510,437**	**1,375,416**
Current liabilities			
Current financial payables	24	643,275	651,563
relating to related parties		*1,081*	*1,011*
Financial instruments / Derivatives	19	5	9
Current tax liabilities	25	35,366	49,708
Current trade liabilities	26	808,319	841,977
relating to related parties		*3,875*	*4,506*
Other current liabilities	27	150,977	145,487
Total current liabilities		**1,637,942**	**1,688,744**
Total liabilities		**4,108,146**	**3,965,136**

Consolidated financial statements as at 31 December 2024

Consolidated income statement

(Euro/000)	Note	Year 2024	Year 2023
Revenues	28	5,772,907	5,446,048
relating to related parties		*26,378*	*19,683*
Other revenues and income	29	67,162	50,748
relating to related parties		*28*	*286*
Change in inventories of finished and semi-finished goods		18,824	15,367
Capitalisation of internal construction costs		5,062	7,255
Costs for purchases	30	(3,941,486)	(3,731,845)
relating to related parties		*(18,534)*	*(28,585)*
Other operating costs	31	(795,477)	(742,596)
relating to related parties		*(5,113)*	*(6,702)*
Other operating costs - Non recurring	31	-	(11,500)
Personnel costs	32	(611,039)	(565,687)
Amortization and depreciation	33	(206,579)	(186,044)
Write-downs and provisions	33	(29,472)	(31,973)
Revenues from equity investments	34	649	5,292
relating to related parties		*1,125*	*1,380*
Financial Income/(Charges)	35	(132,536)	(115,803)
relating to related parties		*(127)*	*(135)*
Result before taxes		**148,015**	**139,262**
Income taxes	36	(43,318)	(52,892)
Result before minority interests		**104,697**	**86,370**
Result attributable to minority interests		35,253	28,223
Result for the period attributable to the Group		**69,444**	**58,147**

(Euro/000)	Year 2024	Year 2023
Profit/(Loss) for the period	**104,697**	**86,370**
Items to be reclassified to profit or loss in subsequent periods:		
Profits/(Losses) arising from the translation of the financial statements of foreign companies	(5,023)	(55,562)
Effective part of profits/(losses) on cash flow hedge instruments	(2,313)	(3,979)
Tax effect	577	955
Items not to be reclassified to profit or loss in subsequent periods:		
Valuation of financial assets available for sale	2,741	422
Actuarial gains/(losses)	172	(101)
Tax effect	(47)	28
Comprehensive Income	**100,804**	**28,133**
Result attributable to minority interests	32,163	14,396
Result for the period attributable to the Group	**68,641**	**13,737**

Statement of changes in consolidated shareholders' equity

Euro/000		Allocation of the results for the previous year:		Changes of the period				Allocation of the results for the previous year:		Changes of the period			
	Balance at 31 December 2022	Reserves	Dividends	Other movements	Net profit (loss) for the period	Other Profits/(losses), net of taxes	Balance at 31 December 2023	Reserves	Dividends	Other movements	Net profit (loss) for the period	Other Profits/(losses), net of taxes	Balance at 31 December 2024
Share capital	67,074						67,074						67,074
Nominal value treasury stock in portfolio	0						0						0
Totale Share Capital	**67,074**	**0**	**0**	**0**	**0**	**0**	**67,074**	**0**	**0**	**0**	**0**	**0**	**67,074**
Share premium reserve	78,280						78,280						78,280
Legal reserve	14,749						14,749						14,749
Reserve for IAS adjustments	79,036						79,036						79,036
Reserve for trading treasury stock	0						0						0
Reserve translation differences	(71,958)		(308)			(42,112)	(114,378)					(2,046)	(116,424)
Merger Deficit	(146,379)						(146,379)						(146,379)
Reserve Actuarial Gain Losses	(1,943)					(60)	(2,003)					104	(1,899)
Fair value reserve	2,550					425	2,975					2,843	5,818
Cash flow hedge reserve	4,728					(2,663)	2,065					(1,651)	414
Total Reserves	**(40,937)**	**0**	**(308)**	**0**	**0**	**(44,410)**	**(85,655)**	**0**	**0**	**0**	**0**	**(750)**	**(86,405)**
Profits (Losses) carried forward	580,353	75,420	(15,559)	(6,215)			633,999	58,147	(5,160)	(3,424)		(53)	683,509
Result attributable to the Group	75,420	(75,420)			58,147		58,147	(58,147)			69,444		69,444
Shareholders' Equity attributable to Group	**681,910**	**0**	**(15,867)**	**(6,215)**	**58,147**	**(44,410)**	**673,565**	**0**	**(5,160)**	**(3,424)**	**69,444**	**(803)**	**733,622**
Minority interests' capital and reserves	222,908	19,715	(16,118)	(13,490)		(13,827)	199,188	28,223	(24,262)	(9,167)		(3,090)	190,892
Result attributable to minority interests	19,715	(19,715)			28,223		28,223	(28,223)			35,253		35,253
Shareholders' Equity attributable to minority interests	**242,623**	**0**	**(16,118)**	**(13,490)**	**28,223**	**(13,827)**	**227,411**	**0**	**(24,262)**	**(9,167)**	**35,253**	**(3,090)**	**226,145**
Total	**924,533**	**0**	**(31,985)**	**(19,705)**	**86,370**	**(58,237)**	**900,976**	**0**	**(29,422)**	**(12,591)**	**104,697**	**(3,893)**	**959,767**

Consolidated Cash Flow Statement (indirect method)

(Euro/000)	**31.12.2024**	31.12.2023
Net profit before minority interests	**104,697**	**86,370**
Amortization and depreciation	206,520	185,316
Impairment	59	728
Net change in other provisions and non-monetary income items	42,668	48,853
Net change in Staff Severance Provision and other medium/long-term liabilities	(33,696)	(33,414)
Changes in working capital:		
Trade receivables	(39,752)	(43,679)
Inventories	(40,980)	(43,264)
Payables to suppliers	19,151	91,146
(Increase) decrease in other items of the working capital	(12,601)	52,887
Cash flow generated from (absorbed by) operating activities (A)	**246,066**	**344,943**
Investments in tangible assets	(171,455)	(214,654)
Investments in intangible assets	(11,330)	(12,175)
Net equity investments and other non-current financial assets	(11,007)	(27,493)
Cash flow absorbed by investment activities (B)	**(193,792)**	**(254,322)**
Increase (Decrease) medium-long term borrowings	121,683	(5,911)
Increase (Decrease) short term borrowings	(27,568)	141,633
Changes in other securities and other financial assets	(8,126)	1,091
Net change in operating lease financial liabilities	(73,621)	(121,274)
Cash-flow from distribution of dividends	(29,422)	(31,985)
Capital increase and changes in equity	(13,990)	(10,638)
Cash flow from financing activities (C)	**(31,044)**	**(27,084)**
Cash Flow of the year (D=A+B+C)	**21,230**	**63,537**
Cash and cash equivalents at the beginning of the period (E)	350,802	287,265
Cash and cash equivalents at the end of the period (F=D+E)	**372,032**	**350,802**

Consolidated financial statements at 31 December 2024

Notes to the consolidated financial statements

Form and content of the consolidated financial statements

The consolidated financial statements at 31 December 2024 were prepared in accordance with the accounting standards and measurement criteria laid down by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Union according to the procedure referred to in Article 6 of the (EC) Regulation No. 1606/2002 of the European Parliament and Council of 19 July 2002, as adopted by Legislative Decree no. 38 of 28 February 2005, as amended, and resolutions and ordinances promulgated in implementation of Art. 9 of Legislative Decree 38/2005.

The financial statements for the year were authorised for publication by the Board of Directors meeting held on 28 March 2025.

The consolidated financial statements were prepared in accordance with the cost method, with the exception of the following postings in the statement of assets and liabilities:

- land and buildings for which the fair value as at 1 January 2004 was adopted, as "deemed cost" as provided for by IFRS 1;
- derivative contracts entered at the fair value against an entry in the statement of comprehensive income;
- financial assets available for sale entered at the fair value against an entry in the statement of comprehensive income.

For the purposes of comparison, the consolidated financial statements at 31 December 2024 show the figures for the financial year ended at 31 December 2023.

The following classifications have been used:

- Statement of Financial Position for current/non-current items;
- Income Statement by nature;
- Cash flow statement (indirect method).

It is considered that these classifications provide information that better responds to representing the Group's equity, economic and financial situation.

The euro is the Parent Company's functional currency and is used for the presentation of the consolidated financial statements. The schedules contained in these financial statements are shown in thousands of Euros. If not otherwise indicated, the schedules contained in these financial statements are shown in thousands of Euros.

The accounting policies adopted to prepare these consolidated financial statements are shown in the following points:

Consolidation methods

The consolidation is carried out by using the line-by-line method that consists of the adoption of all asset and liability items in their entirety. The main consolidation criteria adopted for the application of this method are the following:

- the subsidiary companies are consolidated commencing from the date when control is effectively transferred to the Group, and cease to be consolidated at the date when control is transferred outside the Group;
- where necessary adjustments are made to the financial statements of the subsidiaries to align their accounting policies to those of the Group;
- the assets and liabilities and the income and companies consolidated using the line-by-line method are integrated in the consolidated financial statements; the carrying value of the equity investments is eliminated against the corresponding fraction of shareholders' equity of the subsidiaries, attributing to individual elements of the assets and liabilities their current value at the date of acquisition of control (acquisition method as defined by IFRS 3 "Business combinations"). Any residual difference, if positive, is recorded in the asset item "Goodwill" and if negative in the income statement;
- reciprocal debit and credit and costs and revenues relationships between consolidated companies and the effects of all the transactions of significant relevance exchanged between the latter are eliminated;
- the minority shareholders' portion of shareholders' equity and results for the period are shown separately in the shareholders' equity and in the consolidated income statement. The result of the comprehensive income statement relating to a subsidiary is attributed to the minority shareholders even if this implies that the minority holdings have a negative balance;
- changes in the Parent Company's interest in a subsidiary that does not result in the loss of control are accounted for as capital transactions.

If the Parent Company loses control of a subsidiary, it:

- eliminates the assets (including any goodwill) and the liabilities of the subsidiary;
- eliminates the carrying values of any minority interests in the ex-subsidiary;
- eliminates the accumulated exchange rate differences recorded in the shareholders' equity;
- records the fair value of the consideration received;
- records the fair value of any interest maintained in the ex-subsidiary;
- records each profit or loss in the income statement;
- reclassifies the portion held by the Parent Company of the components previously recorded in the comprehensive income statement, income statement or undistributed profits, as appropriate.

Scope of consolidation

The consolidated financial statements at 31 December 2024 include the financial statements of the Parent Company Cremonini S.p.A. and those of the companies in the which it holds, directly or indirectly, control (including therein the specific purpose entities) excluding immaterial subsidiaries.
Control is obtained when the Group has, or has the right to, variable yields deriving from its relationship with the entity in which it has an investment and, at the same time, it has the capacity to impact on such income by exercising its power over such entities.

Specifically, the Group controls a partially owned company if, and only if, the Group has:
- the power over the entity in which it has an investment (or else holds valid rights that gives it the current capacity to direct the significant activities of such entity);
- recognition or the rights to variable returns deriving from the relationship with the investee entity;
- the capacity of exercising power over the investee entity to impact on the amount of its returns.

Generally, there is a presumption that the majority of the voting rights involves control. Supporting this presumption is that when the Group holds less than the majority of the voting rights (or similar rights), the Group considers all the relevant facts and circumstances to establish if control of the investee entity includes:
- contractual arrangements with other owners with voting rights;
- rights deriving from contractual arrangements;
- the Group's voting rights and potential voting rights.

The Group considers whether or not there is control of a partially owned company if the facts and circumstances indicate that there were changes in one or more of the three relevant elements for the purposes of the definition of control.

Companies that have financial statement values individually and cumulatively immaterial with respect to the Group's consolidated financial statements, including those recently acquired or established, and companies that are considered as being not relevant for the purposes of the Group' strategic plans, were excluded from the scope of the consolidation. Specifically, the exclusion regarded the following companies and their subsidiaries:

- Best Italian Meat S.r.l.
- Bright View Trading Macau Ltd
- Casina Holding Ltd.
- Fratelliditalia S.A. de C.V.
- Inalca Food & Beverage China HLD Ltd.
- Inalca Food & Beverage (Thailand) Ltd
- Inalca Foods Nig Limited (in liquidation)
- Inalca Russia L.l.c.
- Industria da Carninha Lda
- Italia Alimentari USA Corporation
- Montana Alimentari GmbH (in liquidation)
- Salumi Montagna S.r.l.
- Sama S.r.l.
- Società Agricola Transumanza S.r.l.
- Vigasio Energy S.r.l.

The equity investments in these Companies were measured at cost.
The complete list of the holdings included in the scope of the consolidation at 31 December 2024, with an indication of the method of consolidation, is shown in Annex 6.

The scope of consolidation has recorded some changes compared to that of the consolidated financial statements of the previous year, as described below. The financial effects of such changes are shown, when significant, in the explanatory notes to the financial statements.

Specifically, compared to 31 December 2023, the following Companies were included in the scope of the consolidation:

- Agro-Inwest S.p. z o.o., wholly owned by Inalca S.p.A.;
- Cremofin Roma S.r.l., wholly owned by Cremonini Immobiliare S.r.l.;
- Cremonini Immobiliare S.r.l., wholly owned by Cremonini S.p.A.;
- Le Cupole S.r.l., wholly owned by Cremonini Immobiliare S.r.l.;
- Montagna S.p.A., 51.22% owned by Inalca S.p.A.;
- The House of Fine Foods (Macau) 1994 Ltd., wholly owned by Bright View Trading HK Ltd.;
- The House of Fine Foods Ltd., wholly owned by Bright View Trading HK Ltd..

Lastly, the following changes took place in the scope of consolidation with respect to 31 December 2023:

- the merger of AS.CA. S.p.A. by incorporation into MARR S.p.A.;
- the merger of C&P S.r.l. by incorporation into Chef Express S.p.A.;
- the winding-up of MARR Foodservice Iberica S.A.;
- the increase in Cremonini S.p.A.'s investment in MARR S.p.A. from 51.17% to 52.10% (due to the effect of the purchase of the latter's treasury shares);
- the increase of the investment in Inalca Algeria S.a.r.l. from 98.48% to 99.01%;
- the increase in the investment in Inalca Alimentar Carnes de Mocambique Lda. from 99% to 100%;
- the increase of the investment in Parma France S.a.s. from 76% to 100%;
- the increase in the investment in La Torre Società Agricola Consortile a.r.l. from 56.87% to 63.39%.

Changes in accounting standards

The new IFRS and IFRIC standards adopted by the European Union, applicable from 1 January 2024 are reported below with a brief description. The adoption of these revised standards and interpretations has not had any significant impact on the financial statements but has resulted, in some cases, in additional information only. Please also refer to the description in the Directors' Report.

New accounting standards, amendments and interpretations applicable in 2024

The valuation criteria used in preparing the consolidated financial statements at 31 December 2024 do not diverge from those used to draw up the consolidated financial statements for the financial year ended 31 December 2023, with the exception of the new accounting standards, amendments and interpretations applicable as of 1 January 2024, which are described below:

- *Amendments* to IFRS 16 – *Leases: Lease Liability in a Sale and Leaseback.* The purpose of these amendments issued by the IASB on 22 September 2022 is to clarify how the seller and lessee can evaluate the sale and leaseback transaction in a way that meets the requirements of IFRS 15 to account for the sale. The application of this standard had no impact in the financial statements for the financial year ended 31 December 2024.

- *Amendments to IAS 1 - Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current*. The IASB issued this document on 23 January 2020, and the subsequent one, which changed its Effective Date, on 15 July 2020. The amendments aim to clarify how to classify payables and other liabilities as current or non-current. In addition, on 31 October 2022, the IASB published a further amendment to IAS 1 - *Presentation of Financial Statements: Non-current Liabilities with Covenants*, with the aim of improving the disclosures that an entity must make when its right to defer settlement of a liability for at least 12 months beyond the relevant reporting date of the financial statements is conditional on compliance with covenants. The application of this standard had no impact in the financial statements for the financial year ended 31 December 2024.

- *Amendments to IAS 7 – Statements of Cash Flows and IFRS 7 Financial Instruments: Disclosures: Supplier Finance Arrangements*. This document, which was issued by the IASB on 25 May 2023, provides for disclosure requirements to improve the transparency of supplier finance arrangements, and their effects on a company's liabilities, cash flows, and exposure to liquidity risk. In these arrangements, which can be supply chain finance, payables finance, and reverse factoring, one or more lenders pay the amounts that the Company owes to its suppliers, with the result that these arrangements may offer the entity extended payment terms, or the Company's suppliers earlier payment terms, than their original due dates The application of this amendment on the Group's consolidated financial statements had no impact in the financial statements for the financial year ended 31 December 2024.

IFRS and IFRIC Accounting standards, amendments and interpretations endorsed by the European Union, not yet mandatorily applicable, and not early adopted by the Company at 31 December 2024

Below are the international standards endorsed by the European Union, but not mandatory for IFRS 2024 financial statements, but which will be mandatory for financial statements for period beginning on or after 1 January 2025:

- *Amendments to IAS 21 – The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability*. The amendments, which were issued by the IASB on 15 August 2023, aim to standardise the practice of translation between currencies, setting out the criteria by which a currency is not convertible and regulating the practice of estimating the spot exchange rate in the case of lack of exchangeability. The amendments will be effective as from 1 January 2025, and are not expected to have a significant impact on the Company's financial position, results of operations, and cash flows.

IFRS Accounting standards, amendments and interpretations not yet endorsed by the European Union at 31 December 2024

The new accounting standards, amendments and interpretations that have not yet been endorsed by the relevant European Union bodies are set out below. For these, the Company is currently assessing the impact their application may have on the Financial Statements. They will become applicable according to the effective dates of first-time adoption as shown below.

- *Amendments to IFRS 9 Financial Instruments* and *IFRS 7 Financial Instruments: Disclosures* – The amendments, which were issued by the IASB on 30 May 2024, were aimed at addressing recent questions that have arisen in practice and including new requirements not only for financial institutions but also for business entities. These amendments: (a) clarify the date of recognition and derecognition of certain financial assets and liabilities, with a new exception for certain financial liabilities settled through an electronic money transfer system; (b) clarify and add further guidance for assessing whether a financial asset meets the Solely Payments of Principal and Interest (SPPI) criterion; (c) add new disclosures for certain instruments with contractual terms that can change cash flows (such as certain financial instruments with features linked to the achievement of environmental, social and governance objectives); and (d) update disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI). The amendments to IFRS 9 and IFRS 7 will be effective for annual reporting periods beginning on or after 1 January 2026.

- *Amendments to IFRS 18 - Presentation and Disclosure in Financial Statements* – The standard deals with the presentation and disclosure in financial statements, which replace IAS 1, with a focus on updates to the statement of profit and loss for the financial period. The key new concepts under IFRS 18 concern: the statement of profit and loss for the financial period with defined subtotals; the requirement to determine the summary of the most useful structure for presenting expenses in the statement of profit and loss for the financial period; disclosures required in a single note within financial statements for certain profit and loss performance measures that are reported outside an entity's financial statements (i.e., management-defined performance measures); and enhanced aggregation and disaggregation principles, which apply to primary cash flow statements and to the notes in general. The new IFRS 18 standard will be effective for annual reporting periods beginning on or after 1 January 2027, with early adoption permitted on a voluntary basis.

- *Amendments to IFRS 19 - Subsidiaries without Public Accountability: Disclosures*. On 9 May 2024, the IASB issued the document on the new IFRS 19 standard "Subsidiaries without Public Accountability: Disclosures", which will allow eligible subsidiaries to use IFRS accounting standards with reduced disclosure. The amendments are scheduled to become effective as from 1 January 2027.

Valuation criteria

The valuation criteria used in the drafting of the financial statements for the period ended 31 December 2024 are the same as those used for the drafting of the financial statements at 31 December 2023, with the possible exception as reported in the section above. The most significant valuation criteria adopted for the drafting of the financial statements are indicated below.

Property, plant and equipment

Property, plant and equipment are recognised at their acquisition price or production price including any directly-attributable ancillary costs required to make the assets available for use. As allowed by IFRS 1, upon transition to the International Accounting Standards, the Company carried out the valuation at fair value of certain lands and buildings it owned, and used this fair value as the new cost subject to depreciation.
Except as indicated above, revaluations are not allowed, even in application of specific laws. Assets held under finance leases are recognised under property, plant and equipment as offsetting entries to the financial debt to the lessor and depreciated according to the criteria indicated below.
Property, plant and equipment are depreciated systematically on a straight-line basis throughout their useful life, which is the estimated time in which the asset will be used by the company. When the Property, plant and equipment consist of several significant components, each having a different useful life, depreciation is carried out separately for each component. 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 or if it can be reliably determined. Land is not depreciated (elements with an indefinite useful life), even if purchased jointly with a building, similarly to property, plant and equipment held for sale which are valued at the lower of the book value and their fair value net of disposal expenses.
Costs for improvements, updating and transformation which add value to the property, plant and equipment are allocated to the balance sheet assets if they meet the capitalisation requirements required by IAS 16.
Any other repair and maintenance costs are recognised in the income statement when they are incurred.
The recoverability of the book value of intangible fixed assets is verified by adopting the criteria indicated under "Impairment of assets".
Depreciation reflects the economic and technical deterioration of the asset and begins when the asset becomes available for use. It is calculated according to the linear model of the asset's estimated useful life.

The rates applied are:

- Buildings	2% - 5%
- Plant and equipment	7.50% - 20%
- Industrial and trade equipment	15% - 25%
- Other assets:	
- Electronic office equipment	20%
- Office furniture and equipment	10% - 15%
- Vehicles and internal means of transport	20%
- Automobiles	25%
- Other minor assets	10%-40%

The residual book value, the useful life and the depreciation criteria are revised at each reporting date and adjusted on a prospective basis, if necessary.
An asset is eliminated from the balance sheet at the time of sale or when the future economic benefits expected from its use or disposal no longer apply. Any losses or profits (calculated as the difference between net proceeds of the sale and book value) are included in the income statement upon said elimination.

Goodwill and other intangible assets

Intangible assets refer to assets without an identifiable physical consistency, which are controlled by the company and able to produce future economic benefits, as well as goodwill when purchased against payment of consideration.
Identifiability is defined with reference to the possibility of separating the intangible asset acquired from goodwill; this requirement is usually satisfied when: the intangible asset essentially consists of a legal or contractual right, or the asset can be separated, that is, it can be sold, transferred, rented or exchanged autonomously from or as an integral part of other assets. Control means the company's ability to use the future economic benefits arising from the asset and the possibility of limiting access to the asset by others.
Intangible assets that are acquired separately are initially recognised at cost, determined according to the criteria indicated for property, plant and equipment, while those acquired through business combinations are stated at fair value at the date of acquisition. Revaluations are not allowed, even in application of specific laws.
Intangible assets with a definite useful life are systematically amortised throughout their useful life, which is the

estimated period in which the assets will be used by the company; the recoverability of their book value is verified by adopting the criteria indicated under "Impairment of assets".
Goodwill and other intangible assets with an indefinite useful life, where present, are not amortised; the recoverability of their book value is verified at least annually and, in any case, whenever events take place that could indicate impairment. Regarding goodwill, verification takes place at the lowest aggregate level on the basis of which the company Management assesses, directly or indirectly, the return on the investment including goodwill (cash generating unit). Write-downs are not used for reversing an impairment loss.

Goodwill is considered as having an indefinite useful life and is therefore not related to the period of the contractual license. The management has decided to use this accounting treatment since:

- the licence price initially paid is related to the value of the turnover of the business purchased and is independent with regard to the remaining contractual period;
- in the past, on expiry of the contract, the Group was always able to renew the licenses;
- the redefining of contractual relationships that occurred in the past resulted from voluntary agreements. From the conclusion of these transactions, the Group, besides having solidified trade relationships with the companies, has also obtained extensions to the contractual terms. In these cases, as in the previous, the goodwill eventually paid has not shown an impairment.

When goodwill is directly correlated to a contract the award and/or renewal of which is traditionally subject to tendering or to any other form of similar awarding, this goodwill is regarded as having a definite useful life and is amortised over the term of the concession.

Other intangible assets are amortised according to the following criteria:

- Industrial patents and intellectual property rights	5 years
- Concessions, licences, trademarks and similar rights	5 years / 20 years
- Other	5 years / duration of the contract

The amortisation period and the amortisation criteria of intangible assets with a definite useful life are reviewed at least upon each closing date and adjusted prospectively if necessary.

Right of use

The right of use is stated at cost, net of accumulated amortisation and impairment losses and as adjusted to take account of any possible restatement of lease liabilities.

The cost of this asset includes:

a) the amount of the initial measurement of the lease liability;
b) lease payments due on or before the effective date, net of lease incentives received;
c) initial direct costs sustained by the lessee; and
d) the estimated costs that the Group, as lessee, is to incur for dismantling and removing the underlying asset and restoring the site at which it is installed or for restoring the underlying asset to the condition laid down in the lease terms and conditions. The lessee falls under the obligation to pay these costs on the effective date or as a result of the use of the underlying asset during a certain period.

The lessee must recognise the costs referred to in paragraph 24, letter d), as a part of the cost of the right-of-use asset when it assumes the obligation to pay these costs. The obligations relating to the aforesaid costs accounted for by applying this Standard or IAS 2 are recognised and measured by applying IAS 37 Provisions, Contingent Liabilities and Contingent Assets.
Right of use is amortised from the effective date until the end of the right-of-use asset's useful life or, if before, at the end of the term of the lease.
Recoverability of book value is measured adopting the criteria set out in "Impairment of non-financial assets."

Equity investments in associated and other companies

An associated company is a company upon which the Group exerts a significant influence. Significant influence means the power to participate in the financial and operating policies of the investee while not having control or joint control over it.
Investments in associates are measured by using the net equity method and investments in other companies are measured at fair value, as indicated in Annex 5 and the notes that follow.
With the net equity method, the investment in an associate is initially recognized at cost. The carrying value of the investment is increased or decreased to recognize the investor's share of the profits and losses pertaining to the subsidiary after the date of acquisition. The goodwill of the subsidiary is included in the carrying value of the investment and is subjected neither to amortization, nor to individual assessment of impairment. The consolidated income statement for the year reflects the share attributable to the Group as the subsidiary's result for the year. Any change in the other components of the comprehensive income statement related to these subsidiaries is presented as part of the Group's comprehensive income statement. In addition, in the event that an associated company detects a change with a direct effect on shareholders' equity, the Group recognises its share, where applicable, in the statement of changes in net equity. The unrealized gains and losses deriving from transactions between the Group and its associates or joint ventures are eliminated to the extent of the investment in the associates or joint ventures.
The recoverability of their carrying value is verified by adopting the criteria indicated in the section on "impairment of non-financial assets" as regards investments in associated companies and in the section on "impairment of financial assets" as regards investments in other companies.
When losing significant influence over an associated company or joint control over a joint venture, the Group assesses and recognises the residual shareholding at fair value. The difference between the carrying value of the equity investment on the date that significant influence or joint control is lost and the fair value of the residual shareholding and of the consideration received must be recognised in the income statement. Investments in non-consolidated subsidiaries are recognised at cost adjusted for permanent impairment losses.

Inventories

Inventories are entered at the lower of purchase or production cost, calculated by the FIFO method and the presumed realisable value in consideration of the market trend. The acquisition cost includes all the costs incurred to bring each asset to the warehousing location. The manufacturing costs of finished and semi-finished products include the costs which are directly imputable and a portion of the indirect costs which are reasonably imputable to the products based on normal plant operation.

Biological assets

Biological assets, which are essentially raised cattle at Group companies which are active in this business, are measured at their fair value net of raising costs and the future cost of sales.

Cash and cash equivalents

The item relating to cash and cash equivalents includes cash, current bank accounts, demand deposits and other high-liquidity short-term financial investments, which are easily converted into cash and are subject to an insignificant risk of value fluctuation, except for exchange risk.

Receivables and other short-term assets

Trade receivables and other short-term assets are initially recognised at their nominal value, which is representative of their fair value at the reporting date and subsequently valued at their amortised cost, net of any write-downs. Upon recognition, the face value of the receivable consists of its fair value at the reporting date. Due to the short duration of trade receivables, they are not discounted as the effect of the discounting of cash flows is irrelevant, therefore application of the amortised cost does not produce significant effects. The bad debt provision on that date represents the difference between the book value of the receivables and the cash flows reasonably expected from collection thereof. According to its policy choice the Group classifies the write-down of receivables among "Amortisation, depreciation and write-downs".

Financial assets

In line with IFRS 9, financial assets are initially recognised at amortised cost value or fair value, plus any transaction costs that are directly attributable to the acquisition, except for financial assets recognised at fair value through profit or loss. The Group's financial assets include cash and short-term deposits, trade receivables, other short-term receivables, loans, unlisted financial instruments and derivatives.
The subsequent measurement of financial assets depends on their classification as follows:

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not listed on an active market. After initial recognition, these financial assets are subsequently measured at amortised cost by using the effective interest rate (EIR) method, less impairment losses. Amortised cost is calculated considering discounts, purchase bonuses, fees or costs (if any) that are an integral part of the effective interest rate. Amortisation at effective interest rate is recognised as a financial income in the income statement. Impairment losses are recognised as financial costs in the income statement.

Derivatives

After their initial recognition, derivatives are measured at fair value once again and are accounted for as financial assets when fair value is positive.
Profits or losses (if any) arising from changes in the fair value of derivatives are recognised directly through profit or loss, except for the effective portion of cash flow hedges, which is recognised among other comprehensive income and subsequently reclassified in the statement of profit/(loss) for the year when the hedging instrument affects profit or loss.

As regards instruments that are classified as cash flow hedge and qualify as such, fair value changes are recognised, limited to the effective portion only, in a specific equity reserve stated as "Cash flow hedge reserve" through comprehensive income. This reserve is subsequently taken to profit or loss at the time the hedged underlying affects profit or loss. Fair value changes attributable to the ineffective portion are immediately recognised through profit or loss for the period. If the occurrence of the underlying transaction is no longer considered to be highly probable, or when the hedging relationship can no longer be demonstrated, the corresponding portion of the "Cash flow hedge reserve" is immediately taken to profit or loss.

A financial asset (or, where applicable, a part of a financial asset or a part of a group of similar financial assets), as required by IFRS 9, is derecognised when:
- the rights to receive cash flows from the asset have been extinguished;
- the Group has transferred the right to receive cash flows from the asset or has assumed a contractual obligation to pay them in full and without delay to a third party and (a) has substantially transferred all the risks and rewards of ownership of the financial asset or (b) has not transferred or substantially retained all the risks and rewards of the asset, but has transferred the related control.

In the cases in which the Group has transferred the rights to receive cash flows from an asset and has not transferred nor substantially retained all the risks and rewards or has not lost control of the asset, the asset is recognised in the Group's financial statements to the extent of the latter's residual involvement in the asset itself. In this case the Group also recognises an associated liability. The asset transferred and the associated liabilities are measured in such a way as to reflect the rights and obligations that the Group has retained.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or a part of a group of similar financial assets) is eliminated from the balance sheet when:

- the rights to receive cash flows from the asset have been extinguished;
- the right to receive cash flows from the assets is maintained, but a contractual obligation has been undertaken to pay them in full and without delay to a third party;

- the Group has transferred the right to receive cash flows from the asset and (a) has essentially transferred all the risks and benefits of ownership of the financial asset or (b) it did not transfer or essentially retain all the risks and benefits of the asset, but transferred control of the asset.

In the cases in which the Group transferred the right to receive cash flows from an asset and did not transfer nor essentially maintain all the risks and benefits or did not lose control of the asset, the asset is recognised in the Group balance sheet to the extent of the latter's residual involvement in the asset itself. In this case, the Group also recognises an associated liability. The asset which is transferred and the associated liabilities are valued so as to reflect the rights and obligations that the Group has retained. Residual involvement which for example takes the form of a guarantee on a transferred asset, is valued at the lower of the asset's initial book value and the maximum value of the consideration that the Group may be required to pay.

Impairment of financial assets

The Group verifies on each balance sheet date whether a financial asset or group of financial assets has become impaired. A financial asset or group of financial assets is considered to have undergone impairment if, and only if, there is objective evidence of impairment as a result of one or several events that took place since the initial recognition (when a "loss event" occurs) and this loss event has an impact that can be reliably estimated on the estimated future cash flows of the financial assets or the group of financial assets. Proof of impairment can be given by indicators such as financial difficulties, inability to fulfil obligations, insolvency with regard to the payment of interest or significant payments, which the debtors or a group of debtors are going through; the probability that the debtor will be bankrupt or become subject to another form of financial reorganisation, or where observable information indicates that there exists a measurable decrease in estimated future cash flows, such as a change in the economic environment or the terms and conditions of the obligations.
For financial assets recognised at amortised cost, the Group has first of all assessed whether there is objective evidence of impairment for each financial asset that is individually significant, or collectively significant for those financial assets that are not significant individually. If the Group determines that there is no evidence of impairment for a financial asset, it includes the asset in a group of financial assets with credit risk characteristics that are similar and assesses it collectively for the purpose of verifying the impairment. Assets that are not evaluated individually for a write-down and for which impairment has been recognised or continues to be recognised, are not evaluated on a collective basis for impairment. If there is objective evidence of impairment, the amount of the loss is measured as a difference between the book value of the asset and the current value of the estimated future cash flows (excluding credit losses expected in the future that have not yet occurred).
The present value of cash flows is discounted at the initial effective interest rate of the financial asset. If a loan has a variable interest rate, the discount rate for the measurement of any possible impairment loss is the current effective rate of interest.
The book value of the asset is reduced directly and the amount of the loss is recognised in the income statement. Interest income continues to be estimated on reduced book value and is calculated applying the rate of interest used to discount future cash flows for the purposes of measuring impairment losses. Interest income is recognised as a part of financial income in the income statement. Loans and related provisions are written off when there are no realistic prospects of future recovery and when all the guarantees have been enforced or have been transferred to the Group. If in subsequent years the amount of the write-down is estimated to have increased or decreased as a consequence of an event that took place after the write-down was recognised, the previous write-down must be increased or decreased by adjusting the provision. If a future reversal is recovered at a later time, the recovered amount is credited to the income statement as a reduction in financial costs.

For available for sale financial assets, the Group measures on each balance sheet reference date whether there is objective evidence that an asset or a group of assets has become impaired.
In the case of instruments representative of capital classified as available for sale, the objective evidence should include a significant or prolonged reduction below its cost in the fair value of the instrument. The 'Significance concept' is measured with respect to the historical cost of the instrument and the 'prolonged concept' (the duration of the) period in which the fair value was below the historical cost. Where there is evidence of impairment, the cumulative loss – measured as the difference between the acquisition cost and the current fair value - any loss for impairment on that financial asset previously recorded in the income statement is deducted. The impairment of instruments representing capital may not be reinstated and recognised in the income statement; the increases in their fair value following the impairment are reported directly in the other

components of the comprehensive income statement.

Impairment of non-financial assets

On each balance sheet closing date, the Group assesses whether there are any indicators of impairment of non-financial assets.
When events take place that indicate a reduction in the value of an asset or in cases where annual verification of impairment is required, recoverability is verified by comparing the book value with the relevant recoverable value, the latter being the higher of fair value, net of disposal expenses, and value in use.
If there is no binding selling agreement, fair value is estimated on the basis of the values expressed by an active market, recent transactions or on the basis of the best available information in order to reflect the amount that the company could obtain from the sale of the asset.
Value in use is determined by discounting the expected cash flows from use of the asset and, if significant and reasonably determinable, from its disposal at the end of its useful life. Cash flows are determined on the basis of reasonable and documented assumptions which represent the best estimate of future economic conditions that will take place in the remaining useful life of the asset, with greater weight given to indications from outside the company. Discounting takes place at a rate that takes into account the risk inherent in the business area.
Valuation takes place for each individual asset or for the smallest identifiable group of assets that generates autonomously incoming cash flows from continuing use (cash generating unit). When the reasons for the write-downs cease to exist, the assets, except for goodwill, are revalued and the adjustment is allocated to the income statement as a write-back (reversal of an impairment loss). The write-back is made at the lower between recoverable value and gross book value of previous write-downs, decreased by the amortisation rate at which they would have been recognised if the write-down had not taken place.
Goodwill is checked for impairment at least once a year (at 31 December) and, more frequently when circumstances imply that the carrying value could have fallen.
The impairment of goodwill is calculated by assessing the recoverable value of the relevant cash generating unit (or group of cash generating units). Where the recoverable value of the cash generating unit is less than the carrying value of the cash generating unit to which the goodwill is allocated, an impairment is recognised. The impairment of the goodwill value cannot be restated in future financial years.

Share capital

The costs for the issuing of shares or options are classified in shareholders' equity (net of the physical benefit connected to them) as a deduction of profits deriving from the issuing of these instruments.
For buybacks of treasury shares, the price paid, including any directly attributable ancillary expenses, is deducted from the Group shareholders' equity until the time of elimination, reissuing or sale of the shares. When treasury shares are resold or reissued, the price collected, net of any directly attributable ancillary expenses and the relevant tax effect, is recognised as Group shareholders' equity.

Earnings per share

Basic and diluted

Basic earnings per share are calculated by dividing the Group's net profit by the weighted average of the ordinary shares outstanding during the financial year, excluding treasury shares.
For the purpose of the calculation of diluted earnings per share, the weighted average of outstanding shares is modified assuming the conversion of all the potential shares having a dilution effect, while the Group's net profit is adjusted to take account of the effects, net of tax, of the conversion.

Financial liabilities

Financial liabilities that fall within the scope of application of IAS 39 are classified as financial liabilities at fair value recognised in the income statement, or as financial payables or derivatives designated as hedging instruments, as the case may be. The Group's financial liabilities include trade payables and other payables, loans and derivative financial instruments. The Group determines the classification of its financial liabilities at the time of initial recognition.

Financial liabilities are initially carried at fair value, which is equal to the consideration received on the settlement date to which are added, in the case of financial payables, directly attributable transaction costs.
Subsequently, non-derivative financial liabilities are measured on the basis of the depreciated cost criterion using the effective interest rate method.
Amortised cost is calculated by recognising every discount or premium on the acquisition and the fees and costs that are an integral part of the effective interest rate. Amortisation at the actual interest rate is included among financial expenses in the income statement.
Profits and losses are recognised in the income statement when the liability is extinguished, as well as through the amortisation process.

Derecognition of financial liabilities

Financial liabilities are derecognised from the balance sheet when the obligation underlying the liability has been extinguished, cancelled or fulfilled. When an extinguished financial liability has been replaced by another from the same lender, at terms and conditions that are essentially different, or the conditions attached to a liability in existence are essentially modified, this exchange or modification is treated as a derecognition of the original liability and recognition of a new liability, with a consequent recognition in the income statement of any differences between book values.

Employee benefits

Employee Severance Indemnity is part of what IAS 19 defines as defined benefit plans, as part of benefits after employment termination. The accounting treatment provided for these types of remuneration requires an actuarial calculation that makes it possible to project into the future the amount of the already accrued employee severance indemnity and discount it to take into account the time that will elapse prior to actual payment. The actuarial calculation considers some variables such as average permanence of employees, level of inflation and expected interest rates. Liabilities are measured by independent actuaries. Following the amendments to IAS 19, which were applicable for the financial years commencing on or after 1 January 2013, the profits and losses from the actuarial calculation of defined benefit plans are recognised in the comprehensive income statement entirely in the period they refer to.
These actuarial profits and losses are classified directly in retained earnings and are not reclassified in the income statement in subsequent reporting periods. Past service cost is recognised on the earliest of the following dates:
- date on which an amendment or reduction of the plan takes place;
- date on which the Group recognises the related restructuring costs.

The Group recognises the following changes in the net obligations for defined benefit plans in the statement of profit/(loss) for the reporting period by nature:

- costs for work provided, including costs for current and past work provided, profits and losses on non-routine reductions and extinctions; and
- net interest income or interest expenses.

The asset or liability relating to defined benefits includes the present value of the defined benefit obligation after the fair value of the asset servicing the plan is deducted.
Finally, it should be noted that, following the 2007 reform of the national legislation that governs it, for companies with more than 50 employees, the employee severance indemnity accrued from 1 January 2007 is to be considered a defined contribution plan, the payments of which are recognised directly in the income statement, as a cost, when they are incurred. Employee severance indemnity accrued up to 31 December 2006 remains as a defined benefit plan, without future contributions. Therefore, its measurement is made by independent actuaries based only on the average expected residual working life of the employees, without considering the remuneration earned by them during a predetermined service period. Employee severance indemnity "accrued" prior to 1 January 2007 therefore undergoes a change in calculation due to the fact that the previously required actuarial assumptions which are connected to salary increases no longer apply. In particular, the liability connected to "accrued employee severance indemnity" is assessed for actuarial purposes as at 1 January 2007 without an application of pro-rata (years of service already served/total years of service) since the total benefits of the employees to 31 December 2006 can be considered as almost completely accrued (except

for revaluation) in application of paragraph 67 (b) of IAS 19. It follows that, for the purposes of this calculation, "current service costs" relating to future work of the employees are to be considered as null as they consist of contributions to a supplementary retirement benefit plan of the INPS Treasury Fund.

Provisions for risks and charges

Provisions for risks and charges are costs and expenses of a definite nature that are certain or likely to be incurred but which at the end of the year could not be quantified or timed. Provisions are recognised when:

I. the existence of an actual, legal or implicit obligation deriving from a past event is probable;
II. it is probable that the fulfilment of an obligation will be onerous;
III. the amount of the obligation can be reliably estimated.

Provisions are recognised at the amount representing the best estimate of the total that the company would reasonably pay to settle the obligation, or transfer it to third parties at year-end. When the financial effect of time is significant and the payment dates of the obligations are estimated reliably, the provision is discounted; the increase of the provision linked to the passing of time is allocated to income statement under "Financial income (expenses)". The supplementary client indemnity provisions have been set aside on the basis of reasonable estimates, as have other provisions for risks and charges, taking into consideration the available elements for the probable future liability.

Income taxes

The taxes for the period represent the sum of current and deferred taxes.

Current taxes are determined on the basis of a realistic forecast of the charges to be settled in application of applicable tax laws or which have been essentially approved on the period closing date in the various countries in which the Group operates. The relevant payable is recorded net of any deferred tax assets, withholdings made and tax credits which can be offset, under the item "Tax payables". In the event of a receivable, the amount is recorded under "Receivables from others" of current assets.
Deferred tax assets and liabilities are calculated on the temporary differences between the values of the assets and liabilities recognised in the balance sheet and the corresponding amounts recognised for tax purposes.

Deferred tax liabilities are recognised against all temporary taxable differences, with the following exceptions:

- the deferred tax liabilities originate from the initial recognition of goodwill of an asset or liability in a transaction that is not a business combination and, at the time of the transaction itself, does not have any effects either on balance sheet profits or the profit and loss calculated for tax purposes;
- the reversal of taxable temporary differences, associated with equity investments in Subsidiaries, associated companies and joint ventures, can be controlled and it is probable that this will not take place in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences and for tax credits and losses which are unused and carried forward, to the extent that there will be adequate future tax profits that could make possible the use of deductible temporary differences and tax credits and losses carried, except if:

- deferred tax assets connected to deductible temporary differences arise from initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction itself, does not affect either balance sheet results or profit or loss for tax purposes;
- taxable temporary differences associated with equity investments in Subsidiaries, associated companies and joint ventures and deferred tax assets are recognised only to the extent that temporary deductible differences will be reversed in the foreseeable future and there are adequate tax profits against which the temporary differences can be used.

Recognition of deferred tax assets takes place when their recovery is probable. The value of deferred tax assets is re-examined on each closing date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available. Deferred tax assets and deferred tax liabilities are classified among non-current assets and liabilities and are netted if they refer to taxes that can be offset. The balance of the netting, if it is an asset,

is recognised under the item "Deferred tax assets"; if it is a liability it is recognised under the item "Deferred tax liabilities". When the results of transactions are recognised directly in equity, current taxes, deferred tax assets and deferred tax liabilities are also recognised under equity or in the statement of comprehensive income consistently with the recognition of the element to which they refer.
Deferred tax assets or deferred tax liabilities are calculated on the basis of the tax rate that is expected to be applied in the year in which these assets will be realised or these liabilities will be extinguished.

Pillar II – Global minimum tax

On 8 October 2021, more than 135 member countries of the Inclusive Framework adhered to a shared two-pillar solution to reform the international tax system, and ensure that multinational companies pay an appropriate share of taxes in all countries where they operate and generate profits.

On 15 December 2022, the Council of the European Union formally approved Directive (EU) 2022/2523, aimed at ensuring a global minimum level of taxation for multinational enterprise groups and large-scale domestic groups in the European Union. The aim is to ensure a minimum jurisdictional taxation of 15%, in line with the provisions set by the Organisation for Economic Cooperation and Development (OECD), known as the "GloBE Rules".

On 8 November 2023, Commission Regulation (EU) 2023/2468 was issued, which amended Regulation (EU) 2023/1803 as regards International Accounting Standard IAS 12 - Income Taxes.

On 28 December 2023, the Italian Government implemented Directive (EU) 2022/2523 on global minimum tax, publishing in the Official Gazette Legislative Decree no. 209/2023, which makes provision for the adoption of these regulations as from financial periods beginning on 31 December 2023.

Subsequently, the OECD published technical guidelines and an overview of the potential impacts related to the application of the "Pillar II" regulation in accordance with IAS 12 - Income Taxes. Furthermore, on 20 May 2024, the Decree of the Deputy Minister of Economy and Finance was published, which regulates simplified transitional schemes ("TSH regulations"). According to the legislation, the supplementary tax that may be due in a jurisdiction will be zero for the three-year period from 2024 to 2026, provided that the entities located there meet at least one of the three requirements prescribed therein.

At 31 December 2023, the Cremonini Group had already applied the exemption relating to the recognition and disclosure of deferred tax assets and liabilities concerning income taxes, as required by the amendment to IAS 12 published in April 2023. As mentioned in the Annual Report for the financial year ended 31 December 2023, to which reference should be made for further details, the Group had conducted a preliminary assessment on the data for the tax year 2022, used by the Ultimate Parent Entity for the preparation of the Country-by-Country Report to verify whether the "Transitional CbCR Safe Harbour" was applicable. The same assessment was also conducted on the data for tax year 2023. These analyses did not reveal any material impact on the Cremonini Group, should the regulations be applied starting from 2023.

The update of this analysis, in particular the application of the TSH, was conducted based on the information available as at 31 December 2024, considering the "aggregate data" of the entities belonging to the Cremonini Group for each jurisdiction in which it operates ("jurisdictional approach"). The analysis shows that at least one of the tests envisaged by the "Transitional CbCR Safe Harbours" has been passed in each jurisdiction in which the Group operates. Therefore, there are no additional tax exposures arising from Pillar 2.

In the coming financial years, the Group will continue to monitor and assess any impact arising from the regulations under consideration, based on updated data.

Finally, it is reiterated that, in accordance with the amendment to IAS 12 published in April 2023, the company has not recognised any effect for deferred taxation purposes arising from the entry into force of the Pillar 2 rules as from 1 January 2024.

Criteria for converting foreign currency items and translation of financial statements in foreign currency

Transactions and balances

Foreign currency transactions are initially recorded in the functional currency by applying the spot exchange rate at the date of the transaction. Monetary assets and liabilities denominated in a foreign currency are translated to the functional currency at the exchange rate at the date of the financial statements.
Exchange rate differences are recognised in the income statement, including the exchange rate differences realised when settlement is made of the receivables and payables in foreign currency, which are recognised in the income statement, except for monetary elements that constitute part of the hedge of a net investment in a foreign operation. These differences are initially recognised in the statement of comprehensive income until the disposal of the net investment, and only then will they be recognised in the income statement. Taxes and tax receivables attributable to the exchange rate differences on the monetary elements must also be recognised in the statement of comprehensive income.
Non-monetary items valued at their historical cost in a foreign currency are converted using the exchange rate applicable on the initial recognition date of the transaction. Non-monetary items recognised at fair value in a foreign currency are converted using the exchange rate applicable on the date that value was determined. Profit and loss from the reconversion of non-monetary items is handled in line with the recognition of profits and losses relating to changes in fair value of these items (conversion differences on items the fair value of which is recognised in the statement of comprehensive income or the income statement are recognised in the comprehensive income statement or the income statement, respectively).

Group companies

The Cremonini Group's consolidated financial statements are prepared in euro, which is the Parent Company's functional currency and that used for presentation.
The balances included in the financial statements of each of the Group's companies are recorded in the currency of the primary economic environment where the company operates (functional currency).
The rules for translation of the financial statements expressed in foreign currencies into the presentation currency are the following:

- assets and liabilities included in the financial statements, even if only for comparative purposes, are translated at the exchange rate at the year-end;
- the costs and revenues, charges and income, included in the financial statements, even if only for comparative purposes, are translated at the average exchange rate of the period presented;
- the components of the shareholders' equity, excluding the profit for the period, are translated at historic exchange rates;
- the "translation reserve" includes both the exchange rate differences generated from the translation of the magnitudes at a different rate from that of the year-end, and those generated from the translation of the opening shareholders' equities at an exchange rate different from that of the year-end;
- on disposal of a foreign operation, the part of the comprehensive income statement referring to such foreign operation is recognised in the income statement.

The above provisions do not fall within the scope of application of IAS 29 – *Financial Reporting in Hyperinflationary Economies*, which requires appropriately restated amounts in the balance sheet and income statement to be translated into the European reporting currency at the exchange rate prevailing on the closing date of the financial period.

The exchange rates utilised for the translation into euro of the financial statements of foreign subsidiaries that do not use the European currency (euro) were the following:

Currency	Year-end exchange rate		Average exchange rate	
(amount of currency for 1 Euro)	2024	2023	2024	2023
Dollars (USA)	1.03890	1.06660	1.08238	1.05305
Dinars (Algeria)	140.89200	146.50490	145.09970	149.64522
Readjustado Kwanza (Angvla)	954.82400	541.19800	949.63704	486.73244
New Metical (Mozambique)	66.17000	68.25000	69.10234	67.37327
Renminbi (China)	7.58330	7.35820	7.78747	7.07880
Roubles (Russia)	106.10280	75.65530	100.21540	72.52590
Pounds (United Kingdom)	0.82918	0.88693	0.84662	0.85276
Zlovty (Poland)	4.27500	4.68080	4.30580	4.68611

Business combinations

Business combinations are accounted for using the acquisition method (IFRS 3R). Acquisition cost is determined as the sum of the consideration transferred, measured at fair value on the acquisition date, and the amount of any minority shareholdings acquired. For each business combination, any minority shareholdings in the acquired company must be measured at fair value or in proportion to the share of the minority shareholdings in the identifiable net assets of the acquired company. Acquisition costs are charged to and classified among administrative costs.
If the business combination takes place in multiple phases, the fair value of the previously held equity investment is recalculated at fair value on the acquisition date, with recognition in the income statement of any profit or loss resulting thereof.
Any potential consideration is recognised by the purchaser at fair value on the acquisition date. Change in fair value of the potential consideration classified as a financial asset or liability, will be recognised pursuant to IFRS 9, in the income statement or other comprehensive income components. If it does not fall within the scope of application of IAS 39, it will be accounted for based on IAS 37 or the most appropriate IFRS.
If the potential consideration is classified in shareholders' equity, its value is not recalculated until its extinction is accounted for against shareholders' equity.
Goodwill is initially measured at the cost that emerges as excess of the sum of consideration paid and amount recognised for minority interests, against identifiable net assets acquired and liabilities assumed by the Group. If the consideration is lower than the fair value of the net assets of the subsidiary acquired, the differences are recognised in the income statement.
After initial recognition, goodwill is carried at cost less any accumulated impairment losses. For the purposes of verifying impairment, goodwill acquired in a business combination must, on the acquisition date, be allocated to each of the Group's cash generating units expected to benefit from the synergies of the combination, regardless of whether other assets or liabilities of the acquired entities are assigned to this unit or not.
If goodwill is allocated to a cash generating unit and the entity disposes of part of the assets of that unit, the goodwill associated to the assets disposed of must be included in the assets' book value when the profit or loss arising from the disposal is determined. Goodwill associated with a disposed asset must be determined on the basis of the relative values of the disposed asset and the part of the cash generating unit which is maintained.

Recognition of revenues

Revenues from the sale of products are recognised at the time that all the risks and expenses deriving from ownership of the assets are transferred, this coinciding with the delivery or shipment thereof.
Revenues from services are recognised on the basis of their degree of completion.
Income of a financial nature is recognised on an accruals basis. For all financial instruments measured at amortised cost, interest income is recognised using the actual interest rate, which is the rate that exactly discounts future payments and collections, estimated on the basis of the expected life of the financial instrument.

Dividends

Dividends are recognised in the income statement at the date on which the right to receive them arises, i.e. when, based on locally applicable laws, the shareholders are entitled to receive payment, a date which normally coincides with the approval date by the shareholders' meeting, or authorisation by the local monetary authority which approves expatriation thereof.

Recognition of costs

Costs are recognised when they refer to goods and services which are acquired and/or received during the reporting period.
Rents payable under operating leases are allocated to the income statement according to the accruals principle.
Finance lease payments are allocated, as to the principal amount, to reduction of the financial debt, and as to interest to the income statement.
Expenses of a financial nature and services are recognised on an accruals basis. For all financial instruments measured at amortised cost, interest income is recognised using the actual interest rate, which is the rate that exactly discounts future payments and collections, estimated on the basis of the expected life of the financial instrument.

Segment Information

A segment is defined as an area of activity or geographic area in which the Group's operations take place, characterised by conditions and risks that are different from those of other segments. In particular, the sectors of a business represent the Group's primary sectors identified as follows: Production, Distribution, Catering and Centralised Activities. Geographical areas (secondary sectors) have been identified in Italy, the European Union and the Non-EU countries.
Key summary data by segment of activity are shown below:

(Euro/000)	**Year 2024**	Year 2023	Change total value	Change %
Production				
Net revenues	3,028,728	2,783,728	245,000	8.80
Intercompany revenues	206,390	206,390		
Total revenues	3,235,118	2,990,118	245,000	8.19
Gross operating margin	252,358	235,569	16,789	7.13
Amortization, depreciation and write-downs	(90,149)	(83,090)	(7,059)	8.50
Operating profit (loss)	162,209	152,479	9,730	6.38
Distribution				
Net revenues	1,989,206	1,976,750	12,456	0.63
Intercompany revenues	108,751	108,751		
Total revenues	2,097,957	2,085,501	12,456	0.60
Gross operating margin	119,530	122,912	(3,382)	(2.75)
Amortization, depreciation and write-downs	(38,727)	(38,020)	(707)	1.86
Operating profit (loss)	80,803	84,892	(4,089)	(4.82)
Catering				
Net revenues	827,429	779,334	48,095	6.17
Intercompany revenues	459	459		
Total revenues	827,888	779,793	48,095	6.17
Gross operating margin	141,606	123,005	18,601	15.12
Amortization, depreciation and write-downs	(104,212)	(91,014)	(13,198)	14.50
Operating profit (loss)	37,394	31,991	5,403	16.89
Centralized activities				
Net revenues	6,244	2,246	3,998	178.01
Intercompany revenues	13,986	13,986		
Total revenues	20,230	16,232	3,998	24.63
Gross operating margin	2,459	(2,196)	4,655	n/a
Amortization, depreciation and write-downs	(2,963)	(2,910)	(53)	n/a
Operating profit (loss)	(504)	(5,106)	4,602	n/a
Consolidation adjustment				
Total revenues	*(293,654)*	*(329,586)*		
Gross operating margin	-	-		
Amortization, depreciation and write-downs	-	-		
Operating profit (loss)	-	-		
Total				
Total revenues	5,887,539	5,542,058	345,481	6.23
Gross operating margin	515,953	479,290	36,663	7.65
Amortization, depreciation and write-downs	(236,051)	(215,034)	(21,017)	9.77
Operating profit (loss)	279,902	264,256	15,646	5.92

Year 2024 - (Euro/000)

	Production	%	Distribution	%	Catering	%	Other	%	Total	%
Italy	1,733,819	57.3	1,837,221	95.1	679,450	83.7	1,576	100.0	4,252,066	73.7
European Union	549,692	18.2	62,722	3.7	31,613	3.9		-	644,027	11.2
Extra-EU countries	743,680	24.6	32,766	1.7	100,368	12.4	-	-	876,814	15.2
Total	3,027,191	100.0	1,932,709	100.0	811,431	100.0	1,576	100.0	5,772,907	100.0

Year 2023 - (Euro/000)

	Production	%	Distribution	%	Catering	%	Other	%	Total	%
Italy	1,653,699	60.1	1,830,995	95.2	654,637	85.0	1,771	100.0	4,141,102	76.0
European Union	444,152	16.1	69,829	3.6	28,214	3.7	-	-	542,195	10.0
Extra-EU countries	653,897	23.8	21,961	1.1	86,893	11.3	-	-	762,751	14.0
Total	2,751,748	100.0	1,922,785	100.0	769,744	100.0	1,771	100.0	5,446,048	100.0

Consolidated balance sheet broken down by business sector

As at 31 December 2024 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Intercompany revenues	Total
Intangible assets	32,981	161,496	52,784	4	0	247,265
Tangible assets	930,013	175,446	646,727	98,501	0	1,850,687
Equity investments and other financial assets	38,641	19,899	8,925	1,071	0	68,536
Total fixed assets	**1,001,635**	**356,841**	**708,436**	**99,576**	**0**	**2,166,488**
Trade net working capital						
- Trade receivables	289,334	341,017	33,380	19,341	(45,250)	637,822
- Inventories	488,037	223,264	17,991	67	443	729,802
- Trade payables	(358,442)	(348,020)	(103,605)	(17,230)	46,133	(781,164)
Total trade net working capital	**418,929**	**216,261**	**(52,234)**	**2,178**	**1,326**	**586,460**
Other current assets	66,182	35,917	48,661	16,886	(21,299)	146,347
Other current liabilities	(97,144)	(24,521)	(66,086)	(20,395)	19,972	(188,174)
Net working capital	**387,967**	**227,657**	**(69,659)**	**(1,331)**	**(1)**	**544,633**
Staff Severance Indemnity Provision and other m/l-term provisions	**(51,429)**	**(14,621)**	**(5,710)**	**(6,456)**	**0**	**(78,216)**
Net invested capital	**1,338,173**	**569,877**	**633,067**	**91,789**	**(1)**	**2,632,905**

As at 31 December 2023 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Intercompany revenues	Total
Intangible assets	35,276	162,377	55,313	7	-	252,973
Tangible assets	883,826	173,257	646,816	78,969	-	1,782,868
Equity investments and other financial assets	47,866	19,478	2,790	1,129	-	71,263
Total fixed assets	**966,968**	**355,112**	**704,919**	**80,105**	**-**	**2,107,104**
Trade net working capital						
- Trade receivables	262,966	346,628	29,248	14,961	(42,465)	611,338
- Inventories	437,468	202,833	18,196	17	450	658,964
- Trade payables	(343,984)	(319,594)	(172,339)	(11,784)	47,213	(800,488)
Total trade net working capital	**356,450**	**229,867**	**(124,895)**	**3,194**	**5,198**	**469,814**
Other current assets	65,267	27,398	58,139	21,134	(25,940)	145,998
Other current liabilities	(87,970)	(32,934)	(68,413)	(22,626)	20,742	(191,201)
Net working capital	**333,747**	**224,331**	**(135,169)**	**1,702**	**-**	**424,611**
Staff Severance Indemnity Provision and other m/l-term provisions	**(52,866)**	**(12,563)**	**(6,161)**	**(4,287)**	**-**	**(75,877)**
Net invested capital	**1,247,849**	**566,880**	**563,589**	**77,520**	**-**	**2,455,838**

Net consolidated debt broken down by sector

As at 31 December 2024 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Total
Payables to banks, bonds and other financial institutions					
- due within 12 months	(290,032)	(105,626)	(129,905)	(34,150)	(559,713)
- due between 1 and 5 years	(495,953)	(233,633)	(158,448)	(12,312)	(900,346)
- due beyond 5 years	(108,875)	(39,990)	(22,402)	-	(171,267)
Total payables to banks, bonds and other financial institutions	**(894,860)**	**(379,249)**	**(310,755)**	**(46,462)**	**(1,631,326)**
Liquidity					
- cash and cash equivalents	127,507	208,316	34,864	1,345	372,032
- other financial assets	27,712	-	459	8	28,179
Total liquidity	**155,219**	**208,316**	**35,323**	**1,353**	**400,211**
Securitization and internal treasury current accounts	**2,560**	**496**	**(13,357)**	**10,301**	**-**
Total net debt before operating leases	**(737,081)**	**(170,437)**	**(288,789)**	**(34,808)**	**(1,231,115)**
Financial liabilities for operating leases					
- within 12 months	(5,863)	(11,790)	(70,760)	-	(88,413)
- between 1 and 5 years	(24,149)	(35,485)	(217,295)	-	(276,929)
- beyond 5 years	-	(18,393)	(58,287)	-	(76,680)
Operating lease effects on net debt	**(30,012)**	**(65,668)**	**(346,342)**	**-**	**(442,022)**
Total net debt	**(767,093)**	**(236,105)**	**(635,131)**	**(34,808)**	**(1,673,137)**

As at 31 December 2023 (Euro/000)	Production	Distribution	Catering	Holding and centralized	Total
Payables to banks, bonds and other financial institutions					
- due within 12 months	(328,032)	(117,660)	(106,513)	(36,651)	(588,856)
- due between 1 and 5 years	(453,108)	(197,398)	(138,128)	(20,503)	(809,137)
- due beyond 5 years	(14,702)	(59,979)	(31,725)	0	(106,406)
Total payables to banks, bonds and other financial institutions	**(795,842)**	**(375,037)**	**(276,366)**	**(57,154)**	**(1,504,399)**
Liquidity					
- cash and cash equivalents	77,729	223,405	28,534	21,134	350,802
- other financial assets	19,607	2	444	0	20,053
Total liquidity	**97,336**	**223,407**	**28,978**	**21,134**	**370,855**
Securitization and internal treasury current accounts	**(603)**	**9,818**	**(5,834)**	**(3,381)**	**0**
Total net debt before operating leases	**(699,109)**	**(141,812)**	**(253,222)**	**(39,401)**	**(1,133,544)**
Financial liabilities for operating leases					
- within 12 months	(8,719)	(11,826)	(23,222)	-	(43,767)
- between 1 and 5 years	(27,902)	(43,440)	(224,605)	-	(295,947)
- beyond 5 years	-	(26,376)	(55,227)	-	(81,603)
Operating lease effects on net debt	**(36,621)**	**(81,642)**	**(303,054)**	**-**	**(421,317)**
Total net debt	**(735,730)**	**(223,454)**	**(556,276)**	**(39,401)**	**(1,554,861)**

Major assumptions adopted by Management and discretionary valuations

The application of generally accepted accounting principles to the preparation of financial statements and interim financial reports requires that the management make accounting assumptions based on complex and/or subjective judgements, estimates based on past experience and assumptions which are considered reasonable and realistic based on the information which is known at the time the estimate is made. The use of these accounting assumptions influences the carrying value of assets and liabilities and the disclosures on contingent assets and liabilities as at the balance sheet date, as well as the amount of revenues and costs in the reporting period. The actual results may differ from the estimated ones due to the uncertainty that characterises the assumptions and conditions on which the estimates are based. Below are accounting assumptions made during the drafting of the financial statements and interim reports, which are critical because they are based on highly subjective assumptions and estimates with regard to issues which by their very nature are uncertain. Changes in the conditions on which the adopted judgements, assumptions and estimates are based may have a significant impact on subsequent results.
Below are the main estimates and assumptions adopted by the Management for the preparation of these annual financial statements; any changes thereto, which cannot be anticipated at this time, may affect the Group's income and equity.

- <u>Estimates adopted for the measurement of asset impairment</u>

For the purpose of verifying any impairment of goodwill recognised in the accounts, the Group has adopted the methodology described in the paragraph "Impairment of assets".
The recoverable value was calculated based on the calculation of the value in use.
The cash flows of cash generating units attributable to each unit of goodwill/consolidation difference were taken from the Budget for 2024 and from estimates by the Company Management for the subsequent years using constant rates of growth greater than the scheduled inflation rates. The weighted average cost of capital (WACC) was used as the discount rate, in the amount of:

- 7.04% for the valuation of the goodwill in the Catering Sector;
- 7.04% for the valuation of the goodwill in the Production Sector;
- 7.62% for the valuation of the goodwill in the Distribution Sector.

Any impairments of assets were measured (impairment tests on goodwill) annually as at 31 December 2024.

- Estimates used in the actuarial calculation for determining defined benefit - Post-employment benefit plans

The measurement of the post-employment benefits liability was carried out by an independent actuary based on the following assumptions:

- discounting rate, which is different for each Group company, is a function of the duration of the plan (3.38% for terms exceeding 10 years, 3.18% for terms of between 7 and 10 years, 2.93% for terms of between 5 and 7 years);
- the anticipated inflation rate is 2.00%;
- the anticipated annual rate of increase in post-employment benefits is 3.00%;
- annual rate of salary increase is different for each Group Company;
- the annual rate of frequency of post-employment benefits advances is anticipated as 3.00%;
- the turnover of employees was 6.50%.

- Estimates adopted in the actuarial calculation of Provisions for supplementary clientele severance indemnity

Provisions for supplementary clientele severance indemnity liabilities were valued by an independent actuary using the following assumptions:

- the voluntary turnover rate is 9.50% for MARR S.p.A., 11% for Italia Alimentari S.p.A., 10% for New Catering S.r.l.;
- the company turnover rate is 0.50% for MARR S.p.A., 4% for Italia Alimentari S.p.A. and 1% for New Catering S.r.l.;
- a discount rate of 3.18%.

Deferred taxes

Deferred tax assets are recognised against all tax losses carried forward, in the amount adequate future taxable profits against which these losses may be used are likely. Directors are required to use their discretion in their measurement of the amount of deferred tax assets which can be recognised. They must estimate the likely time and amount of future taxable profits and a planning strategy of future taxes.

- Others

The following financial statement elements are affected by estimates and assumptions made by Management:

- inventory obsolescence
- depreciation and amortization
- valuation of other assets.

Financial risk management

The main risks identified, monitored and actively managed by the Cremonini Group are the following:

- Market risk: arising from the Group's exposure to interest rate and exchange rate fluctuations and to price volatility of the products and services sold;

- Credit risk: arising from the possibility of insolvency of a debtor counterparty;

- Liquidity risk: arising from the lack of financial resources with which to cover short-term financial commitments.

The Cremonini Group uses derivative financial instruments to hedge the exposure to exchange and interest rate risks. Nevertheless, in the cases where the derivative financial instruments do not meet all the conditions provided for the accounting treatment of the hedging derivative financial instruments (hedge accounting), these are booked at the fair value with a contra entry to the income statement.

Market risk

Market risk consists in the possibility of changes in exchange rates, interest rates or the prices of products adversely affecting the value of assets, liabilities or estimated cash flows.

Exchange Rate Risk

The Cremonini Group, operating internationally, is structurally exposed to changes in exchange rates that affect the financial flows that originate from operations and loan transactions in currencies other than the European currency (Euro).
The Group reports transactions settled mainly in US Dollars, Russian Roubles, Angolan Kwanza; the Group is exposed to other currencies such as Algerian dinars, pounds Sterling, Mozambican Metical, Australian Dollar, Canadian Dollar, Cape Verde Escudo, Thailand Bath, Hong Kong Dollar, Macau Pataca, Malaysian Ringgit, Chinese Renminbi, Kazakh Tenge and Polish Zloty.

The exchange rate changes have affected:

- the financial result, as an effect of the significantly different costs and revenues in foreign currencies with respect to the time when the price conditions were defined, and as an effect of the translation of trade or financial receivables and payables denominated in foreign currencies;
- the financial result and shareholders' equity of the consolidated financial statements, as an effect of the translation of the assets and liabilities of the companies that prepare their financial statements in a foreign currency other than the Euro.

The risk deriving from the formation of the income for the financial year in a foreign currency or the translation of the assets and liabilities of the companies that prepare their financial statements in a foreign currency other than the euro is not as a norm hedged, except for a specific different valuation.

Sensitivity analysis

At 31 December 2024, the effects of an appreciation or depreciation of the euro of 5% against the foreign currencies in which the Group operates are shown in the following table:

Effects on the pre-tax result:

(Euro/000)	Euro 5% Appreciation	Euro 5% Depreciation
US - Dollars	(94)	104
GB - Pounds	(24)	26
Angola - Readjusted Kwanza	(580)	641
Russia - Roubles	(708)	783

Interest rate risk

The Cremonini Group, as is evident from the net debt, is exposed to the risk of fluctuation in interest rates that affect the market value of financial assets and liabilities, and the amounts of financial charges.
At Group level, the medium/long-term loans and finance leases, at 31 December 2024 are largely stipulated with variable interest rates exposing the Group to the risk of a change in future cash flows while the fixed rate loans expose the Group to the risk of a change of the fair value of the loans themselves.

Sensitivity analysis

As at 31 December 2024 a hypothetic increase of 1% of the EURIBOR, as with all the other variables, would have determined a higher pre-tax charge (and therefore a corresponding reduction of the shareholders' equity) of about Euro 13,818 thousand on an annual basis (a higher pre-tax charge of about Euro 10,345 thousand at 31 December 2023).

Price risk

The reduction of the prices of the products and services sold generally leads to a reduction in the operating results and vice versa. The Group, which operates worldwide, is exposed to the fluctuations of prices that are also affected by the normal seasonality that characterises the individual sectors. These risks are managed directly by the individual Group Company through the diversification of the sources of procurement and through the following-up of the stability of the margins implemented with an optimal prices policy.

Credit risk

The credit risk represents the Group's exposure to potential losses deriving from the counter party's failure to meet obligations assumed and is evaluated both in commercial terms, i.e., correlated to the customer typologies and to the contractual terms and concentration of the sales, and in financial terms connected to the typology of the counter parties used in financial transactions.
The Group's operating practices allow control of the credit risk, through a procedure that monitors the merit classes of the customers that request deferment of payments, thus limiting sales of products and/or services to customers without an adequate level of credit line and guarantees. The monitoring of the customer is based on collection of data and information on new customers and supervision of the evolution of individual credit positions. Furthermore, the receivables balance is monitored during the financial year to ensure that the delinquent positions are not significant.
The credit risk is also mitigated by the fact that there are no major expositions due to a concentration of positions, in view of the multiple numbers of customers and particularly distributed turnover. With regard to the financial counterparty risk deriving from the use of liquidity, the Group implements policies that limit the loan exposure with the individual financial institutions.

Management of trade credit is the responsibility of each Group company based on formalised valuation procedures for commercial partners' credit lines, including the recovery of receivables and management of the disputes. This procedure permits the definition of those rules and operational mechanisms that ensure the generation of a payments flow such as to guarantee Cremonini S.p.A. customer solvability and the profitability of the relationship.
At the reference date of the financial statements, the maximum exposure to the credit risk is equal to the value of each category of the receivables indicated below:

(Euro/000)	31.12.2024	31.12.2023
Current trade receivables	632,256	612,407
Other non-current assets	34,743	38,348
Other current assets	67,198	75,051
Total	**734,197**	**725,806**

The fair value of the above categories is not indicated as the carrying value represents a reasonable approximation. The value of the Trade receivables, Other non-current assets and Other current asset items are classifiable as "Level 3" financial assets, or rather those where the inputs are not based on observable market data.
Please refer to point 12 of the explanatory notes to the financial statements for information regarding the maximum exposure to credit risk.

Liquidity risk

The liquidity risk represents the risk that, due to the incapacity of raising new funds or liquidate assets in the market, the company cannot meet its payment obligations, determining an impact on the economic result in the case where the company is obliged to sustain additional costs to meet its commitments or, as an extreme consequence, a situation of insolvency that places the company's activities at risk.

The Group systematically respects the maturities of its commitments, a conduct which allows to operate in the market with the necessary flexibility and reliability for the purpose of maintaining a correct balance between the supply and use of financial resources.
The Group manages the liquidity risk through prudent control of the necessary cash and cash equivalents for the normal conduct of operations and availability of credit lines that guarantee a satisfying level of resources sufficient to cover any financial necessities. These controls mainly take place through the constant monitoring of the receipts and payments flows of all the Group companies, pursuing the maintenance of a balance in terms of duration and composition of the payables. This specifically allows the monitoring of the flows of resources generated and absorbed by normal operations. With regard to management of the resources absorbed by the investment activities, it is generally preferred to find sources through specific medium/long-term loans.

The table below analyses the financial liabilities and derivative financial liabilities on the basis of the contractual maturities as at the date of the financial statements. It is noted that the amounts indicated do not reflect the carrying values (with the exception of the balances within 12 months, for which the book balances reflect reasonable estimates of the financial flows, given the insignificance of the discounting effect) as they are not discounted. The financial flows from variable rate loans were estimated utilising the average rate of indebtedness at the reporting date of the financial statements.

(Euro/000)	Within 12 months	1-5 years	Over 5 years	Total
At 31 December 2024				
Financial payables	643,276	1,177,748	247,947	2,068,971
Financial instruments / Derivatives	1,493	(657)	-	836
Trade Liabilities	808,319	-	-	808,319
	1,453,088	**1,177,091**	**247,947**	**2,878,126**
At 31 December 2023				
Financial payables	651,563	1,106,271	188,009	1,945,843
Financial instruments / Derivatives	3,064	58	-	3,122
Trade Liabilities	841,977	-	-	841,977
	1,496,604	**1,106,329**	**188,009**	**2,790,942**

Classes of financial instruments

The following elements are recognised in conformity with the accounting standards relating to financial instruments:

Balance Sheet Assets 2024	Financial assets at amortised cost	Assets at FVPL	Assets at FVOCI	Total
Non-current financial assets held for sale	-	-	-	-
Non-current financial instruments / Derivatives	-	-	-	-
Non-current financial receivables	1,353	-	-	**1,353**
Other non-current receivable items	34,743	-	-	**34,743**
Current financial receivables	26,964	-	-	**26,964**
Current trade receivables	632,256	-	-	**632,256**
Current tax receivables	65,024	-	-	**65,024**
Current financial assets held for sale	-	-	-	-
Current financial instruments / Derivatives	-	-	1,498	**1,498**
Cash and cash equivalents	372,032	-	-	**372,032**
Other current receivable items	67,198	-	-	**67,198**
Total	**1,199,570**	**-**	**1,498**	**1,201,068**

Balance Sheet Assets 2023				
Non-current financial assets held for sale	-	-	-	-
Non-current financial instruments / Derivatives	-	-	126	**126**
Non-current financial receivables	1,141	-	-	**1,141**
Other non-current receivable items	38,348	-	-	**38,348**
Current financial receivables	40,624	-	-	**40,624**
Current trade receivables	612,407	-	-	**612,407**
Current tax receivables	64,837	-	-	**64,837**
Current financial assets held for sale	7,261	-	-	**7,261**
Current financial instruments / Derivatives	-	-	3,073	**3,073**
Cash and cash equivalents	350,802	-	-	**350,802**
Other current receivable items	75,051	-	-	**75,051**
Total	**1,190,471**	**-**	**3,199**	**1,193,670**

Balance Sheet Liabilities 2024	Liabilitiea at amortised cost	Liabilities at FVPL	Liabilities at OCI	Total
Non-current financial payables	1,425,695	-	-	**1,425,695**
Non-current financial instruments / Derivatives	657	-	-	**657**
Current financial payables	643,275	-	-	**643,275**
Current financial instruments / Derivatives	-	-	5	**5**
Total	**2,069,627**	**-**	**5**	**2,069,632**

Balance Sheet Liabilities 2023				
Non-current financial payables	1,294,280	-	-	**1,294,280**
Non-current financial instruments / Derivatives	68	-	-	**68**
Current financial payables	651,563	-	-	**651,563**
Current financial instruments / Derivatives	-	-	9	**9**
Total	**1,945,911**	**-**	**9**	**1,945,920**

In conformity with the requirements of the changes introduced to IFRS 13, we indicate that the derivative financial instruments, constituting hedging contracts on exchange and interest rates, are classifiable as "Level 2" financial assets, as the input having a significant effect on the fair value recorded are figures directly observable on the market[3].
Similarly, non-current borrowings, whose recognition at fair value is reported in paragraph 18 of these explanatory notes, can also be classified as "Level 2" financial assets, since the inputs that affect their fair value are market data that can be observed directly.

With regard to the "Other current and non-current assets" items, you are referred to the indications in paragraphs 9 and 16 of these explanatory notes.

Capital management policy

The Company's primary aim, regard capital management, is to obtain an appropriate level of entity in relation to debt, with the purpose of maintaining equity solidity and achieve a functional debt/equity ratio for the purpose of adequate management of the financial leverage.

For the purpose of reaching these objectives, the company, in addition to the pursuit of satisfactory economic results and the generation of cash flows, can intervene on the dividends policy and configuration of the Company's capital.

The main indicators that the Company uses for capital management are:

1) R.O.S. (Return On Sales);
2) R.O.I. (Return On Investment);
3) R.O.A.C.E. (Return On Average Capital Employed);
4) R.O.E. (Return On Equity);
5) Net Debt / Equity;
6) Net Debt / EBITDA.

Information included in the Directors' Report

With respect to the nature of the Group's business activities, the events of significance occurring after the end of the financial year, relationships with Group companies and related companies together with other information relating to the different business sectors in which the Group operates, please refer to the Directors' Report.

Details of the main items of the consolidated statement of financial position
ASSETS

Non-current assets

Specific statements have been prepared for the categories of non-current assets (intangible, tangible assets and

[3] The Company identifies "Level 1" financial assets and liabilities as being those whose inputs having a significant effect on measured fair value are prices quoted in an active market for similar assets and liabilities and "Level 3" assets and liabilities as being those whose inputs are not based on observable market data.

rights of use) which have been attached respectively in annexes 3, 4 and 5, which indicate for each item the historic cost, previous amortization and depreciation, changes over the period and final balances.

For a better comprehension of the following tables, it is noted that in the column "Changes in the scope of the consolidation" the effects are shown of the entry into the scope of consolidation of the subsidiaries Agro-Inwest S.p. z o.o., Cremofin Roma S.r.l., Le Cupole S.r.l., Montagna S.p.A., The House of Fine Foods (Macau) 1994 Ltd., and The House of Fine Foods Ltd.

1. Tangible assets

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	**Balance at 31.12.2024**
Land and buildings	1,324,949	24,054	109,010	(13,955)	42,330	(122,133)	1,364,255
Plant and machinery	259,434	6,802	47,627	(296)	24,771	(52,816)	285,522
Industrial and business equipment	15,818	246	4,399	(185)	173	(4,444)	16,007
Other assets	82,068	577	23,424	(1,062)	7,019	(22,052)	89,974
Fixed assets under construction and advances	100,599	5,158	55,541	(1,959)	(64,410)		94,929
Total	**1,782,868**	**36,837**	**240,001**	**(17,457)**	**9,883**	**(201,445)**	**1,850,687**

It should be noted that tangible assets also include those acquired under finance leases and those in use under commercial leases, accounted for in accordance with IFRS 16.

The table below shows the breakdown of balances and changes for the entire 2024 year.

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	**Balance at 31.12.2024**
Owned tangible fixed assets and finance leases	1,389,984	44,836	181,055	(5,729)	9,193	(131,317)	1,488,022
Rights of use - commercial lease	392,884	(7,999)	58,946	(11,728)	690	(70,128)	362,665
Total	**1,782,868**	**36,837**	**240,001**	**(17,457)**	**9,883**	**(201,445)**	**1,850,687**

Below are the changes in 2024, without considering the rights of use from commercial leases:

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	**Balance at 31.12.2024**
Land and buildings	940,319	29,789	51,673	(2,242)	41,790	(54,478)	1,006,851
Plant and machinery	256,286	9,066	47,596	(296)	24,442	(52,008)	285,086
Industrial and business equipment	14,512	246	4,394	(170)	481	(4,400)	15,063
Other assets	78,268	577	21,851	(1,062)	6,890	(20,431)	86,093
Fixed assets under construction and advances	100,599	5,158	55,541	(1,959)	(64,410)	0	94,929
Total	**1,389,984**	**44,836**	**181,055**	**(5,729)**	**9,193**	**(131,317)**	**1,488,022**

The following is an analysis of the main changes that were reported in owned property, plant and equipment and finance leases during the year.

Land and buildings

The item under examination, net of depreciation for the period, increased by Euro 66.5 million compared to 2023 as a result of:

- change in consolidation area for Euro 29.8 million;
- acquisitions for Euro 51.7 million;
- decreases for Euro 2.2 million;
- a negative exchange rate effect for Euro 1.7 million;
- reclassification from fixed assets under construction for Euro 44.4 million.

All the sectors have made property acquisitions, in particular: the Production Sector for Euro 25.3 million, the Catering Sector for Euro 14.8 million, the Distribution Sector for Euro 6.3 million, and the Centralized activities Sector for Euro 5.3 million.

In detail:

Production:

The increases in the Sector, which amounted to Euro 25.3 million, specifically concerned the subsidiary Società Agricola Corticella S.r.l. for Euro 11.0 million related to the acquisition of new plots of land, and the renovation of buildings and stables, as well as to INALCA S.p.A. for Euro 6.0 million for improvements on production plants, and the acquisition of a logistics platform in Pace del Mela (Messina), and to the subsidiary Italia Alimentari S.p.A. for Euro 3.4 million for improvements on the plants in Gazoldo (Mantua) and Busseto (Parma).

Catering:

The additions, which amounted to Euro 14.8 million, were made by Roadhouse S.p.A. for the acquisition involving the new outlets under finance lease, as well as by Chef Express S.p.A. for the purchase of a building located in Castelvetro di Modena (Modena), and the refurbishment of some sales outlets operated under concession, mainly at railway stations and airports.

Distribution:

The increases related to MARR S.p.A., specifically for the completion of the Lombardy MARR branch, and the construction of the new distribution center in Bottanuco (Bergamo).

Centralized activities:

The increase in the year, amounting to Euro 5.3 million, related for Euro 3.4 million to the subsidiary Cremofin Roma S.r.l. for the acquisition of new properties located in Rome, and for Euro 1.6 million to the newly-established company Cremonini Immobiliare S.r.l. for the works for the refurbishment of the company-owned buildings located in Rome.

The other movements refer to both reclassification of works that were previously recorded under the item "non-current assets in progress" and the changes deriving from exchange rate effects, which negatively impacted by Euro 1.7 million in the year (already mentioned above).

At 31 December 2024 there were sixty-eight financial leases. Shown below are the summarized figures of the transactions:

Property	Inception date	Term in years	No. of lease payments	Value of leased asset	Initial payment on signing	Monthly payment	Interest rate	Final option	Payments for the period*	Residual value
				Euro/mln	Euro/000	Euro/000		Euro/000	Euro/000	Euro/mln
Padova	29/02/2008	18	71 quart.	3.4	339	64	Euribor	339	203	0.6
Trezzano	10/09/2008	18	215 mont.	3.6	332	16	Euribor	252	267	0.6
Rozzano	24/09/2008	18	215 mont.	3.2	316	20	Euribor	316	234	0.7
Corsico	12/08/2009	18	215 mont.	3.5	355	15	Euribor	315	233	0.8
Vicenza	09/10/2009	18	215 mont.	2.6	260	10	Euribor	215	174	0.6
Modena Sud	16/09/2010	18	215 mont.	4.4	437	21	Euribor	437	305	1.4
Voghera	02/12/2010	18	215 mont.	1.5	147	7	Euribor	147	102	0.5
Mirabilandia	01/07/2011	18	215 mont.	2.4	237	12	Euribor	237	174	0.9
Parma	23/12/2011	18	215 mont.	3.6	360	21	Euribor	360	317	1.7
Macerata	01/05/2012	18	215 mont.	1.5	156	8	Euribor	147	117	0.6
Capriate	31/10/2012	18	215 mont.	2.3	465	10	Euribor	465	143	0.9
Mestre	19/12/2012	13	155 mont.	2.5	265	18	Euribor	234	225	0.6
Cinisello Balsamo	12/07/2013	13	155 mont.	3.5	680	25	Euribor	307	286	0.8
Capriate Opere	06/12/2013	16	186 mont.	2.4	844	16	Euribor	-	-	0.0
Bellinzago Lombardo	28/07/2014	12	143 mont.	1.7	212	14	Euribor	170	155	0.5
Gallarate	01/08/2014	12	143 mont.	2.4	224	16	Euribor	224	219	0.6
Carpi	01/08/2014	12	48 quart.	1.9	180	43	Euribor	180	192	0.5
Pavia	01/02/2015	12	143 mont.	1.7	168	12	Euribor	168	154	0.4
Dalmine	23/03/2015	12	143 mont.	2.4	241	16	Euribor	241	225	0.8
Treviso Silea	29/05/2015	12	143 mont.	3.2	320	23	Euribor	32	308	0.7
Lainate Casello	29/05/2015	12	143 mont.	2.3	275	15	Euribor	231	212	0.8
Senigallia	11/06/2015	12	143 mont.	1.5	148	9	Euribor	148	138	0.5
Lainate Sempione	31/07/2015	12	143 mont.	2.1	244	17	Euribor	244	219	0.9
Rovato	05/08/2015	12	143 mont.	2.3	267	18	Euribor	267	213	0.8
Pioltello	20/11/2015	12	143 mont.	2.6	297	19	Euribor	297	241	0.9
Cernusco Lombardone	21/12/2015	12	143 mont.	1.5	170	10	Euribor	154	145	0.6
Como Lipomo	15/02/2016	12	143 mont.	1.7	276	18	Euribor	276	207	0.9
Gravellona Toce	15/03/2016	12	143 mont.	1.3	174	8	Euribor	131	119	0.5
Olgiate Comasco	05/04/2016	12	143 mont.	2.0	257	16	Euribor	257	208	0.9
Collegno	02/08/2016	12	143 mont.	1.4	266	17	Euribor	266	217	1.0
Cornaredo	05/08/2016	12	143 mont.	1.5	197	9	Euribor	147	131	0.7
Fidenza	29/09/2016	12	143 mont.	1.8	240	10	Euribor	177	160	0.8
Curtatone	29/09/2016	12	143 mont.	1.2	148	7	Euribor	119	109	0.5
Tradate	19/10/2016	12	143 mont.	2.4	500	14	Euribor	243	202	1.0
Ancona	26/01/2017	12	143 mont.	2.3	253	14	Euribor	227	210	1.0
Calavera Cernusco	03/02/2017	12	143 mont.	2.1	220	14	Euribor	220	196	1.0
Lainate Sempione Opere	11/05/2017	12	138 mont.	0.1	-	1	Euribor	-	9	0.0
Modena Victoria	08/06/2017	12	143 mont.	1.9	200	11	Euribor	187	171	0.8
Montano Lucino	26/07/2017	12	143 mont.	2.1	225	12	Euribor	187	191	1.0
Lido di Camaiore	10/11/2017	12	143 mont.	2.3	234	14	Euribor	234	196	1.0
Vigevano	08/03/2018	12	143 mont.	2.0	230	14	Euribor	230	187	1.0
Baranzate	29/03/2018	12	143 mont.	3.2	287	19	Euribor	29	300	1.7
Saronno	10/04/2018	12	143 mont.	1.9	210	13	Euribor	210	177	1.0
Ferrara Sud	29/05/2018	12	143 mont.	2.5	250	15	Euribor	193	237	1.3
Aosta	17/10/2018	12	143 mont.	1.5	175	11	Euribor	147	138	0.8
Sesto Fiorentino	12/11/2018	12	143 mont.	4.3	500	31	Euribor	431	418	2.6
Segrate	01/12/2018	12	143 mont.	3.6	536	20	Euribor	257	313	1.7
Bussolengo	17/12/2018	12	143 mont.	2.3	230	14	Euribor	234	233	1.4
Erba	17/12/2018	12	143 mont.	2.3	235	14	Euribor	231	234	1.4
Belluno	19/12/2018	12	143 mont.	1.7	270	10	Euribor	170	151	0.9
Assago Calavera	27/02/2019	12	143 mont.	2.7	280	16	Euribor	271	259	1.6

Continued

* Values inclusive of indexation differences.

a) the first 107 instalments amount to Euro 15,800, and the subsequent 79 amount to Euro 3,200

Property	Inception date	Term in years	No. of lease payments	Value of leased asset	Initial payment on signing	Monthly payment	Interest rate	Final option	Payments for the period*	Residual value
				Euro/mln	Euro/000	Euro/000		Euro/000	Euro/000	Euro/mln
Continued										
Padova ovest	05/04/2019	12	143 mont.	2.8	278	17	Euribor	277	281	1.7
Monza	08/04/2019	12	47 quart.	2.5	272	51	Fixed	253	192	1.5
Noventa	01/07/2019	12	143 mont.	2.2	220	13	Euribor	217	212	1.3
Bologna Stalingrado	31/07/2019	12	143 mont.	3.4	400	20	Euribor	335	316	1.9
Cremona	24/10/2019	12	143 mont.	2.2	220	13	Euribor	220	212	1.3
Trieste	24/10/2019	12	143 mont.	2.8	305	18	Euribor	28	267	1.7
Bologna Casalecchio	28/11/2019	12	143 mont.	2.9	584	16	Euribor	292	250	1.9
Bologna Casalecchio Calavera	28/11/2019	12	143 mont.	2.5	509	14	Euribor	254	218	1.6
Arezzo	05/05/2020	12	143 mont.	2.5	248	15	Euribor	248	263	2.0
Agrate	24/07/2020	12	143 mont.	4.3	425	25	Euribor	425	442	3.3
Perugia	25/09/2020	12	143 mont.	1.6	190	10	Euribor	162	166	1.1
Parma Ovest	13/10/2020	12	143 mont.	2.0	250	12	Euribor	199	202	1.4
Seregno Calavera	17/11/2020	12	143 mont.	2.3	257	14	Euribor	234	226	1.6
Pisa	25/02/2021	12	143 mont.	2.4	270	14	Euribor	234	234	1.6
Peschiera	25/02/2021	12	143 mont.	2.2	260	14	Euribor	229	229	1.6
Viterbo	06/05/2022	12	143 mont.	2.1	213	13	Euribor	213	217	1.6
Vimodrone	06/06/2023	12	143 mont.	1.9	190	16	Euribor	190	197	1.6
Mantova	17/09/2024	12	143 mont.	3.0	240	19	Euribor	240	3	1.4

* Values inclusive of indexation differences.

Plant and machinery

The higher increases for 2024 were made in the sectors:

- Production (for a total of Euro 32.1 million) by:
    - INALCA S.p.A. (Euro 11.8 million) for non-routine maintenance work at the main factories; in particular, the construction of a new sizing and sorting plant for the production of Bone Chips, the expansion of cold storage, and the adaptation and upgrading of the thermal power plant, as well as improvements in air conditioning and compartmentalization at Ospedaletto Lodigiano plant; and the completion of the new cogeneration and absorber plant at Rieti plant;
    - Italia Alimentari S.p.A. (Euro 6.9 million) for the improvement of efficiency of production lines, and of productivity in the areas of production and slicing of cold cuts at all manufacturing sites.

- Catering (for a total of Euro 9.5 million) by:
    - Roadhouse S.p.A. (Euro 5.6 million) for the purchase of plant and equipment for the new opened stores;
    - Chef Express S.p.A. (Euro 3.3 million) for improvements on the plants of the airport and railway catering premises operated by the Company.

- Distribution (for a total of Euro 2.6 million), almost exclusively attributable to investments relating to the works executed at some branches of the Parent Company MARR S.p.A..

Other movements refer to both reclassification of works that were previously recorded under the item "fixed assets under construction", and changes deriving from foreign exchange gains (Euro 0.5 million).

Other assets

The main investments that justify the increase compared to 31 December 2023 involved various sectors. In detail the highest increases can be attributed to:

- Roadhouse S.p.A. for fitting-out new restaurants (Euro 6.1 million);
- Chef Express S.p.A. (Euro 4.3 million) for the acquisition of furniture and fittings;
- MARR S.p.A. for the purchase of furniture, electronic machinery and cars (Euro 2.4 million);

- INALCA S.p.A. (Euro 1.5 million) mainly for the purchases of vehicles, electronic machinery, and means of in-house transport.

Fixed assets under construction and advances

Below are the most significant increases broken down by Sector:

Production for Euro 32.4 million, incurred by:
- Italia Alimentari S.p.A. (Euro 7.6 million), mainly involving works for upgrading in the areas of production, not yet completed or usable for production purposes;
- Inalca Alimentar Carnes de Mocambique Lda. (Euro 6.3 million) for work still in progress related to the completion of the new warehouse in Maputo;
- Inalca Poland Sp. z o.o. (Euro 4.0 million) for completion of the new slaughtering plant in Sochocin, Poland, which had started operations at the beginning of 2023;
- Agro-Inwest Sp. z o.o. (Euro 3.4 million) for the renovation of some stables.

Catering for Euro 7.5 million, incurred by:
- Chef Express S.p.A. (Euro 4.7 million), for investments made both on new stores not yet open to the public, and on departments of stores under renovation, at which, as of the reporting date of these financial statements, the Company did not conduct any business, and for the refurbishment of various station buffets and motorway service stations;
- Roadhouse S.p.A. (Euro 2.8 million), for works at the new outlets not yet opened to the public.

Distribution showed increases for Euro 15.7 million, fully attributable to MARR S.p.A., and related to the progress of works for the construction of the new distribution centre in Castelnuovo di Porto (Rome), and the preparatory activities for the start of the upcoming works at the distribution centre in Ospedaletto Lodigiano (Lodi).

Tangible assets are encumbered by mortgages in the amount of approximately Euro 1.5 million against loans initially disbursed for Euro 608 million but with an outstanding principal balance of only Euro 456 million at 31 December 2024.

Rights of use from commercial leases

At 31 December 2024, rights of use from commercial leases were broken down as follows:

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	**Balance at 31.12.2024**
Land and buildings - Right of use	384,630	(5,735)	57,337	(11,713)	540	(67,655)	357,404
Plant and machinery - Right of use	3,148	(2,264)	31	0	329	(808)	436
Industr. and business equipm.- Right of use	1,306	0	5	(15)	(308)	(44)	944
Other assets - Right of use	3,800	0	1,573	0	129	(1,621)	3,881
Total	**392,884**	**(7,999)**	**58,946**	**(11,728)**	**690**	**(70,128)**	**362,665**

Analysis by sector of the rights of use from commercial leases is reported below:

(Euro/000)	31.12.2024	31.12.2023	Difference
Production	28,444	35,613	(7,169)
Distribution	61,065	77,239	(16,174)
Catering	273,156	280,032	(6,876)
Centralized activities	-	-	-
Total	**362,665**	**392,884**	**(30,219)**

2. Goodwill

Goodwill is not amortized with the exclusion of that with a defined useful life, the amortization of which is correlated to the term of the concession; recoverability of the related book value is verified at least annually and anyway when events occur that presuppose impairment.
The verification is carried out at the level of the smallest aggregate on the basis of which corporate management measures, directly or indirectly, the return on the investment that includes the goodwill (cash generating unit – "CGU"); for the main hypotheses utilized for the determination of recoverable value you are referred to that shown in the paragraph "Major assumptions adopted by Management and discretionary valuations".

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	Balance at 31.12.2024
Production	21,964	(254)			1	(147)	21,564
Distribution	158,995	26				(1,000)	158,021
Catering	44,679				89	(59)	44,709
Holding company and services	-						-
Total	**225,638**	**(228)**	**-**	**-**	**90**	**(1,206)**	**224,294**

A goodwill impairment of Frigor Carni CGU (Distribution Sector) amounting to Euro 1 million was made during the year following a reduction in recoverable value resulting from the company's performance, which turned out to be lower than expected results.

Furthermore, the directors assessed the recoverability of the values recorded in the financial statements as goodwill by preparing an impairment test for each CGU, identified equal to each sector in which the group operates, as described in the note on the "Segment Information".

Specifically, with regard to the Catering and Production CGU, the estimated value in use of the CGU for the purpose of impairment test was based on discounting its cash flows, determined on the basis of economic and financial forecasts made by management.

The expected future cash flows include a normalised value ("terminal value") used to estimate future results beyond the explicitly considered time frame related to the period 2024-2028. The terminal value was determined by using a long-term growth rate ("g rate") of 3%.
Expected future cash flows were discounted at a Weighted Average Cost of Capital ("WACC") rate equal to 7.04%.

The above evaluations did not reveal any evidence that would require a value adjustment to goodwill recorded in the financial statements as of 31 December 2024 for the Catering and Production business segment: in fact, the difference between the value in use determined as described above, and the net carrying amount of the two CGUs to which the goodwill is allocated, was found to be significant, and, therefore, no change in the assumptions used can be reasonably assumed, which could lead to an impairment loss.

With regard to the Distribution CGU, on the other hand, the market capitalization value was compared with the net invested capital of the CGU, as adjusted by the net financial position. The analysis showed a significant positive difference, and no further changes were reported with respect to what is stated above, which would show reasonably foreseeable impairment losses.

3. Other intangible assets

(Euro/000)	Balance at 31.12.2023	Change in consolidation area	Purchases	Decreases	Other	Amortization	**Balance at 31.12.2024**
Patents and intellectual property rights	4,383	4	2,267	(2)	159	(2,138)	4,673
Development costs	1,193	0	1,084	0	0	(566)	1,711
Concessions, licences, trademarks and similar rights	12,809	(65)	404	(4)	370	(1,931)	11,583
Fixed assets under development and advances	7,495	62	9,713	(864)	(12,284)	0	4,122
Other intangible assets	1,455	(284)	242	0	(92)	(439)	882
Total	**27,335**	**(283)**	**13,710**	**(870)**	**(11,847)**	**(5,074)**	**22,971**

"Patents and intellectual property rights" mainly include the purchases and implementation of software and company applications. The acquisitions for the year refer to MARR S.p.A., Inalca Food & Beverage S.r.l., Italia Alimentari S.p.A., Chef Express S.p.A. and Roadhouse S.p.A..

Additions to "Fixed assets under development and advances", amounting to Euro 9.7 million, mainly concern the Catering sector, and are attributable to work in progress executed on assets owned by third parties which, when completed, will be allocated to the relevant asset category.

4. Investments valued at equity

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Investments valued at equity			
- Unconsolidated subsidiaries	3,223	8,977	(5,754)
- Associated companies	10,789	10,444	345
Total Investments valued at equity	**14,012**	**19,421**	**(5,409)**

The main changes that took place during the financial year, detailed in annex 5, are commented below. Annex 6 also shows the list and figures required by Art. 2427.5 of the Italian Civil Code.

Equity investments in unconsolidated subsidiaries

The decrease in the balance compared to 31 December 2023, amounting to Euro 5,754 thousand, derived for Euro 8,335 thousand from the subsidiaries Agro-Inwest Sp. z o.o., Montagna S.p.A., The House of Fine Foods (Macau) 1994 Lda. and The House of Fine Foods Ltd. (Hong Kong) joining the scope of consolidation, which was partly offset by the acquisition of the quota in Sama S.r.l. (a 50.5%-owned subsidiary of Inalca S.p.A.), which led to an increase of Euro 2,350 thousand, and from the deconsolidation of Montana GmbH, which led to an increase of Euro 483 thousand in the item.

Equity investments in associated companies

This item, which amounted to Euro 10,789 thousand, while in line with Euro 10,444 thousand at 31 December 2023, recorded the following changes:
- the subscription of a capital increase in Biorg S.r.l for Euro 1,011 thousand, a company that operates in environmental services and those concerning alternative or renewable sources in co-partnership with Herambiente S.p.A.;
- the acquisition of an additional 3.01% quota in A.G.M. S.r.l. for Euro 141 thousand (a company which is now 41.77% owned);
- the sale of the investment in Parma Charolais S.a.s. for Euro 120 thousand; and
- write-downs of some investments, including Biorg S.r.l. for Euro 638 thousand, and Avirail S.a.s. for Euro 49 thousand.

5. Investments in other companies

(Euro/000)	31.12.2024	31.12.2023	Difference
Investments in other companies	**29,790**	**21,579**	**8,211**

The balance at 31 December 2024, equal to Euro 29,790 thousand, showed an increase of Euro 8,211 thousand compared to Euro 21,579 thousand at 31 December 2023. This increase was mainly due to the recognition of the investment in IVS Partecipazioni S.p.A., and the revaluation of Euro 2,475 thousand of the investment in B.F. Holding S.p.A. charged to the specific net equity reserve set aside to include any changes in the fair value of financial instruments.

6. Non-current financial receivables

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables from unconcsolidated subsidiaries	-	-	-
Receivables from associated companies			
- Frigomacello S.r.l.	729	729	-
- Società Agricola Marchesina S.r.l.	400	400	-
Loans to third parties	224	12	212
Total	**1,353**	**1,141**	**212**

As at 31 December 2024, they amounted to Euro 1,353 thousand compared to Euro 1,141 thousand in 2023.

7. Deferred tax assets

The amount of these taxes mainly refers to the tax effect (IRES and IRAP) calculated on the taxed provisions, write-downs of non-current financial assets fiscally deductible in subsequent financial years and write-downs of non-current intangible assets.

8. Other non-current assets

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables from customers	4,760	3,585	1,175
Provision for bad debts	0	0	0
Tax assets	20,416	20,723	(307)
Other receivables	5,739	11,732	(5,993)
Accrued income and prepaid expenses	3,828	2,307	1,521
Total	**34,743**	**38,347**	**(3,604)**

Non-current "Receivables from customers", which totalled Euro 4,760 thousand, are entirely attributable to the subsidiary MARR S.p.A., and concern agreements and deferments in payment defined with the customers.

"Tax assets", which amounted to Euro 20,416 thousand, included tax credits received as a form of payment from some customers of subsidiary MARR S.p.A., whose use is allowed beyond 12 months. A portion, amounting to Euro 9,468 thousand, of these tax receivables, which will be used during 2025, has been classified under "Current tax assets."

"Other receivables" were attributable to the Production business segment for Euro 1,460 thousand, and to the Catering business segment for Euro 3,357 thousand. The reduction from the previous year was attributable to the Production sector, and can be attributed to the offsetting of a VAT credit related to the purchase of plots of land, made within the Group VAT.

"Accrued income and prepaid expenses" are connected with long-term promotional contributions paid to the customers for Euro 3,828 thousand.

Current assets

9. Inventories

(Euro/000)	31.12.2024	31.12.2023	Difference
Raw materials, secondary materials and consumables	131,804	118,968	12,836
Work in progress and semi-finished goods	11,737	11,997	(260)
Finished goods and goods for resale	460,728	437,412	23,316
Advances	19,022	19,090	(68)
Provision for write-down of inventories	(1,824)	(2,033)	209
Total	**621,467**	**585,434**	**36,033**

The increase compared to the previous year was mainly attributable to the business segments of Distribution (for Euro 20.4 million), and Production (for Euro 15.8 million).

10. Biological assets

(Euro/000)	31.12.2024	31.12.2023	Difference
Biological assets	108,335	73,530	34,805
Total	**108,335**	**73,530**	**34,805**

This item relates to the valuation of accretion of cattle owned by the subsidiaries Agro-Inwest Sp. z o.o., Società Agricola Corticella S.r.l., Cremovit S.r.l., and La Torre Società Agricola Cons. a r.l., as carried out in accordance with IAS 41.

These assets, which amounted to Euro 108.3 million at 31 December 2024, showed an increase of Euro 34.8 million compared to Euro 73.5 million in 2023, mainly following the consolidation of subsidiary Agro-Inwest Sp. z o.o..

The number of cattle held by the Group's agricultural companies was on the rise, the breakdown and changes of which compared to 2023 are as follows:

Number of cattle	31.12.2024	31.12.2023	Difference
Veals	42,848	38,247	4,601
Bullocks	36,142	17,497	18,645
Heifers	23,802	16,712	7,090
Total	**102,792**	**72,456**	**30,336**

11. Current financial receivables

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables from parent companies	**8**	**7**	**1**
Cremofin S.r.l. (Parent)	8	7	1
Receivables from subsidiaries	**6,789**	**23,471**	**(16,682)**
Agro-Inwest Sp.z o.o.	-	5,207	(5,207)
Best Italian Meat S.r.l.	1,510	-	1,510
Casina Holding Ltd	710	-	710
Fratelliditalia S.A.	-	837	(837)
Inalca Food & Beverage Beijing Holding Ltd	62	-	62
Inalca Food & Beverage (Shanghai) CO Ltd	9	-	9
Inalca Food & Beverage (Thailand) Ltd	-	587	(587)
Inalca Russia LLc	2	2	-
Montagna S.p.A.	-	15,699	(15,699)
Royi Wine & Spirit (China) Ltd	51	-	51
Royi Wine (Shanghai) Ltd	14	-	14
Salumi Montagna S.r.l.	870	-	870
Società Agricola Transumanza S.r.l.	3,561	1,139	2,422
Receivables from associated companies	**12,140**	**9,444**	**2,696**
A.G.M. S.r.l.	220	220	-
Farm Service S.r.l.	111	111	-
Società Agricola Ca Bianca S.r.l.	165	165	-
Società Agricola Castello di Marchesina S.r.l.	11,644	8,948	2,696
Other financial receivables	**8,026**	**7,702**	**324**
Other financial receivables	8,026	7,702	324
Total	**26,963**	**40,624**	**(13,661)**

The reduction in the balance was mainly due to the consolidation of subsidiaries Agro-Inwest Sp.zo.o., and Montagna S.p.A..

12. Current trade receivables

Trade receivables are broken down as follows:

(Euro/000)	31.12.2024	31.12.2023	Difference
Trade receivables	**620,576**	**605,707**	**14,869**
Due within 12 months	685,902	672,867	13,035
Provision for bad debts	(65,326)	(67,160)	1,834
Receivables from parent companies	-	-	-
Cremofin S.r.l.	-	-	-
Receivables from unconsolidated subsidiaries	**8,660**	**3,442**	**5,218**
Agro-Inwest Sp.z o.o.	-	23	(23)
Best Italian Meat S.r.l.	188	-	188
Corte Buona LLC	429	297	132
Fratelliditalia S.A.	-	2,020	(2,020)
Inalca Food & Beverage (Thailand) Ltd	413	413	-
Inalca Food & Beverage (Shanghai) Co Ltd	2,780	-	2,780
Inalca Russia LLc	4	4	-
Italia Alimentari USA Corporation	695	685	10
Royi Wine (Shanghai) Ltd	1,171	-	1,171
Shanghai Inalca Food & Beverage CO Ltd	1,600	-	1,600
Zhongshan Inalca Food & Beverage CO Ltd	1,380	-	1,380
Provision for bad debts	-	-	-
Receivables from associated companies	**3,020**	**3,258**	**(238)**
A.G.M. S.r.l.	10	-	10
Biorg S.r.l.	3	-	3
Farm Service S.r.l.	35	64	(29)
Frimo s.a.m.	7	7	-
Jolanda De Colò S.p.A.	53	-	53
Società Agricola Castello di Marchesina S.r.l.	2,168	2,600	(432)
Unitea S.r.l.	526	121	405
Zaino IF&B Co. Ltd	218	466	(248)
Bad debts provision	-	-	-
Total	**632,256**	**612,407**	**19,849**

The Group's credit risk is primarily attributable to the amount of trade receivables. The amounts disclosed in the financial statements are net of provisions for bad debts, estimated by the Group management based on past experience, and their measurement in the current economic environment.

At 31 December 2024, the composition of the overdue (current and non-current) receivables from customers was the following:

(Euro/000)	31.12.2024 Amount	31.12.2024 Bad Debt Prov.	31.12.2023 Amount	31.12.2023 Bad Debt Prov.
Trade receivables not overdue	449,857	(2,057)	442,362	(1,683)
Overdue up to 30 days	78,530	(586)	80,902	(386)
Overdue from 31 to 60 days	27,760	(88)	30,602	(231)
Overdue from 61 to 90 days	30,731	(194)	17,268	(263)
Overdue from 91 to 120 days	64,579	(40,153)	82,849	(46,316)
Overdue over 120 days	39,205	(22,248)	22,469	(18,281)
Total	**690,662**	**(65,326)**	**676,452**	**(67,160)**

The fair value of the categories shown above is not given as the carrying value represents a reasonable approximation.

The change in the provision for bad debts was the following:

(Euro/000)	31.12.2024	31.12.2023	Difference
Initial balance	(67,160)	(70,250)	3,090
Change in consolidation area	2,823	0	2,823
Utilized during the year	23,306	20,192	3,114
Other movements	(4,941)	136	(5,077)
Exchange differences effect	(594)	756	(1,350)
Accruals during the year	(18,760)	(17,994)	(766)
Final balance	**(65,326)**	**(67,160)**	**1,834**

13. Current tax assets

(Euro/000)	31.12.2024	31.12.2023	Difference
Receivables for advance on direct taxes	12,793	3,050	9,743
Receivables for withholdings	558	653	(95)
VAT credits	27,223	41,862	(14,639)
Receivables for other taxes requested for reimbursement	1,874	860	1,014
Other sundry receivables	22,722	18,415	4,307
Bad debts provision	(146)	(3)	(143)
Total	**65,024**	**64,837**	**187**

"Other sundry receivables" mainly include tax receivables for:

- tax credits of Euro 9,468 million received as a form of payment from some customers of subsidiary MARR S.p.A.;
- renovation and energy saving works pursuant to Article 1, paragraph 349, of Law no. 296 of 27 December 2006;
- investments made which can be subsidized for the purposes of the "Research and Development" tax credit under Article 1, paragraph 35, of Law no. 190 of 23 December 2014 (Stability Law 2015);
- investments in new capital goods referred to in Laws no. 160/2019 and 178/2020 ("Stability Law 2020-2021"); and
- interventions of energy upgrading under Legislative Decree no. 28 of 2011 (Thermal account).

The increase compared to the previous year was largely related to tax credits for investments in new capital goods.

14. Cash and cash equivalents

(Euro/000)	31.12.2024	31.12.2023	Difference
Cash	17,536	25,543	(8,007)
Checks	124	0	124
Bank and postal accounts	354,372	325,259	29,113
Total	**372,032**	**350,802**	**21,230**

The balance consists of cash and cash equivalents, and money and notes outstanding at the year-end. You are referred to the cash flow statement for the evolution of the cash and cash equivalents, while please refer to item 24 "Current financial payables" of the explanatory notes to the consolidated financial statements for the composition of the Net Debt.
Below is a breakdown of the balance by sector:

(Euro/000)	31.12.2024	31.12.2023	Difference
Production Sector	127,507	77,729	49,778
Distribution Sector	208,316	223,406	(15,090)
Catering Sector	34,864	28,534	6,330
Centralized Activities Sector	1,345	21,133	(19,788)
Total	**372,032**	**350,802**	**21,230**

15. Other current assets

(Euro/000)	31.12.2024	31.12.2023	Difference
Accrued income and prepaid expenses	12,563	9,503	3,060
Other receivables			
Advances to suppliers	27,155	41,488	(14,333)
Receivables from insurance companies	9,803	3,964	5,839
Receivables for grants to be collected	-	-	-
Receivables from social security institutions	2,697	2,726	(29)
Receivables from agents	1,635	2,096	(461)
Receivables from employees	423	413	10
Down payments	223	243	(20)
Guarantee deposits	1,109	2,121	(1,012)
Other sundry receivables	15,722	18,214	(2,492)
Provision for bad debts	(4,132)	(5,718)	1,586
Total	**67,198**	**75,050**	**(7,852)**

“Accrued income and prepaid expenses” are mainly composed of costs incurred for the awarding of catering services in motorway areas under concession; they can be treated as a form of prepaid rent, and, accordingly, are deferred over the term of the various concession agreements.

“Advances to suppliers” relate to Euro 13.3 million for the Distribution sector, and Euro 12.1 million for Production. Both amounts are associated with the typical procurement methods of the business carried out; these include in particular payments made to overseas suppliers for the purchase of goods under the F.O.B. clause, or advances on upcoming fishing campaigns.
The decrease from the previous year was attributable to the Distribution sector due to the anticipated closures of frozen fish product fishing campaigns, which involved settling with suppliers the relevant accounting positions by the end of 2024.

“Receivables from insurance companies”, totalling Euro 9,803 thousand, refer almost entirely to the receivable that the subsidiary MARR S.p.A. claims from the insurance company in relation to the compensation for damage suffered following the fire that occurred at the MARR branch in Sanremo a Taggia (Imperia) on 12 November 2022, and damaged goods at Stef Italia S.p.A.'s third-party warehouse located in Fidenza (Parma).

“Other sundry receivables”, equal to Euro 15.7 million, showed a decrease of Euro 2.5 million compared to Euro 18.2 million in 2023.

The main significant items under “Other sundry receivables” are reported below:

- receivables of about Euro 3.7 million for contributions and charges paid for building works on a plot of land at Ospedaletto (INALCA S.p.A.);
- AGEA (Agriculture Disbursements Agency) agricultural grants yet to be received for Euro 2.3 million (Cremovit S.r.l. , Società Agricola Corticella S.r.l., and La Torre Soc. Agricola consortile a r.l.);
- receivables from banks for the collection of electronic payments (Chef Express S.p.A., and Roadhouse S.p.A.);
- prepayments for opening new premises of the “Roadhouse Restaurant” brand chain and receivables from delivery companies.

The “Provision for bad debts” from others refers to receivables of Euro 3,406 thousand from sales engineers of subsidiary MARR S.p.A., as well as receivables from suppliers and agents.

LIABILITIES

Shareholders' Equity

As regards the changes within the Shareholders' Equity, please refer to the financial statements.

16. Share capital and reserves

The share capital amounts to Euro 67,073,931.60 and is divided into 128,988,330 ordinary shares of the Parent Company Cremonini S.p.A., fully subscribed and paid-up, with normal rights and a par value of Euro 0.52 each. As at 31 December 2024 the Parent Company did not hold any treasury stock.

17. Reserves

Legal reserve

The legal reserve of Euro 14,749 thousand remained unchanged during the half-year, having reached the limit set out by Article 2430 of the Italian Civil Code.

Reserve for transition to IAS

The reserve for transition to IAS was set up following the first-time adoption of the International Accounting Standards.

Share premium reserve

The share premium reserve was made up of the premium paid by the shareholders under the IPO during 1998. The amount of the reserve of Euro 78,280 thousand did not record any change compared to 31 December 2023.

Cash flow hedge reserve

In accordance with IAS 39, the change in the fair value of derivative contracts designated as effective hedging instruments is accounted for in the balance sheet against an entry in the statement of comprehensive income. These contracts were entered into to hedge exposure to the risk of interest rate fluctuations on floating-rate mortgages and to hedge its foreign currency exposure and the item is stated net of the effect.

Valuation reserve

This reserve recognises the fair value changes of financial instruments represented by "investments in other companies". During the period the reserve recorded changes to include the market valuation of the investments in B.F. Holding S.p.A. and the sale of the investment in Banco BPM S.p.A..

Basic earnings per share

Basic earnings per share at 31 December 2024 amounted to Euro 0.5384 (Euro 0.4508 at 31 December 2023), and were calculated on the basis of net profit of Euro 69,444 thousand divided by the weighted average number of ordinary shares in 2024, equal to 128,988,330. There is no difference between basic and diluted earnings per share.

Diluted earnings per share

There is no difference between basic and diluted earnings per share.

The reconciliation between the shareholders' equity of the Parent Company and the corresponding consolidated figures is the following:

(Euro/000)	Financial year as at 31.12.2024		
	Capital stock and reserve	Profit/(loss)	Shareholders' equity
Parent Company's shareholders' equity and profit/(loss) for the year	**320,985**	**18,705**	**339,690**
Elimination of carrying value of consolidated subsidiaries:			
- Pro rata subsidiary profits (losses)		87,601	87,601
- Difference between the carrying value and pro rata shareholder's equity, net of the effects of intra-Group transactions	215,750		215,750
- Investments write-up/write-down	(990)	990	-
- Dividends	37,668	(37,668)	-
- Consolidation differences	96,240		96,240
Elimination of the effects of commercial transactions between Group companies	(6,365)	35	(6,330)
Adjustment of the financial statements of the consolidated companies in accordance with the Group principles and shareholders' equity valuation of investments	890	(219)	671
Total adjustments	*343,193*	*50,739*	*393,932*
Group's share of net equity and profit/(loss)	**664,178**	**69,444**	**733,622**
Minorities' share of net equity and profit/(loss)	190,892	35,253	226,145
Consolidated financial statements shareholders' equity and profit/(loss) for the year	**855,070**	**104,697**	**959,767**

Non-current liabilities

18. Non-current financial payables

(Euro/000)	31.12.2024	31.12.2023	Difference
Due between 1 and 5 years			
Payables to banks	785,600	714,646	70,954
Payables to other financial institutions	115,219	95,677	19,542
Financial payables for operating leases	276,929	295,947	(19,018)
Total payables due between 1 and 5 years	**1,177,748**	**1,106,270**	**71,478**
Due beyond 5 years			
Payables to banks	108,875	14,702	94,173
Payables to other financial institutions	62,392	91,705	(29,313)
Financial payables for operating leases	76,680	81,603	(4,923)
Total payables due beyond 5 years	**247,947**	**188,010**	**59,937**
Total	**1,425,695**	**1,294,280**	**131,415**

Below is a breakdown of payables to banks:

(Euro/000)	Current portion	Between 1 and 5 years	Beyond 5 years	Balance at 31.12.2024
Overdraft	40,482			40,482
Advances - Imports	6,502			6,502
Advances - Exports	9,400			9,400
Advances on invoices Italy	29,905			29,905
Advances subj. to collection	14,527			14,527
Hot Money	88,000			88,000
Mortgages	279,528	788,725	108,875	1,177,128
Others	(1,793)			(1,793)
Amortized cost	3,487	(3,125)		362
Total	**470,038**	**785,600**	**108,875**	**1,364,513**

Please refer to the Directors' Report for a careful examination of the net debt and its components, both current and non-current.

Payables to other financial institutions, as detailed in the table below, are mainly made up of payables deriving from accounting, according to the finance method, for lease agreements and the Senior Unsecured Notes issued by subsidiary MARR S.p.A., due on 29 July 2031, and reserved for a US institutional investor (PGIM Private Capital, a Company in The Prudential Insurance Company of America Group).

Below is a breakdown of payables to Other financial institutions:

Other financial institutions (Euro/000)	Interest rate	Expiry date	Current	Non current	**Balance at 31.12.2024**
Leasing					
Agrate	Euribor + spread	23/07/2032	276	3,049	**3,325**
Ancona	"	25/01/2029	154	809	**963**
Aosta	"	16/10/2030	96	715	**811**
Arezzo	"	04/05/2032	159	1,811	**1,970**
Assago Calavera	"	26/02/2031	181	1,372	**1,553**
Baranzate	"	28/03/2030	218	1,469	**1,687**
Bellinzago Lombardo	"	27/07/2026	120	419	**539**
Belluno	"	18/12/2030	105	791	**896**
Bologna Casalecchio	"	27/11/2031	151	1,721	**1,872**
Bologna Casalecchio Calavera	"	27/11/2031	132	1,501	**1,633**
Bologna Stalingrado	"	30/07/2031	219	1,708	**1,927**
Bussolengo	"	16/12/2030	151	1,262	**1,413**
Capriate	"	30/10/2030	91	789	**880**
Capriate Opere	"	05/12/2029	0	1	**1**
Carpi	"	31/07/2026	157	301	**458**
Calavera Cernusco	"	02/02/2029	138	908	**1,046**
Cernusco Lombardone	"	20/12/2027	107	497	**604**
Cinisello Balsamo	"	11/07/2026	232	546	**778**
Collegno	"	01/08/2028	166	853	**1,019**
Como Lipomo	"	14/02/2028	155	737	**892**
Cornaredo	"	04/08/2028	96	577	**673**
Corsico	"	11/08/2027	188	622	**810**
Cremona	"	23/10/2031	147	1,152	**1,299**
Curtatone	"	28/09/2028	80	421	**501**
Dalmine	"	22/03/2027	173	642	**815**
Erba	"	16/12/2030	153	1,255	**1,408**
Ferrara sud	"	28/05/2030	171	1,083	**1,254**
Fidenza	"	28/09/2028	116	646	**762**
Gallarate	"	31/07/2026	207	349	**556**
Gravellona Toce	"	14/03/2028	89	432	**521**
Lainate Casello	"	28/05/2027	159	683	**842**
Lainate Sempione	"	30/07/2027	166	726	**892**
Lainate Sempione Opere	"	10/05/2029	7	22	**29**
Lido di Camaiore	"	09/11/2029	160	862	**1,022**
Macerata	"	30/04/2030	79	525	**604**
Mantova	"	16/09/2036	1,360	0	**1,360**
Mestre	"	18/12/2025	186	376	**562**
Mirabilandia	"	30/06/2029	127	736	**863**
Modena Sud	"	15/09/2028	239	1,129	**1,368**
Modena Victoria	"	07/06/2029	126	705	**831**
Montano Lucino	"	25/07/2029	139	827	**966**
Monza	Fixed	07/04/2031	169	1,322	**1,491**
Noventa	Euribor + spread	30/06/2031	145	1,109	**1,254**
Olgiate Comasco	"	04/04/2028	161	780	**941**
Padova	"	28/02/2026	231	345	**576**
Padova ovest	"	04/04/2031	183	1,517	**1,700**
Parma	"	22/12/2029	227	1,439	**1,666**
Parma ovest	"	13/10/2032	126	1,240	**1,366**
Pavia	"	31/01/2027	127	298	**425**
Perugia	"	24/09/2032	104	1,023	**1,127**

follows

Other financial institutions (Euro/000)	Interest rate	Expiry date	Current	Non current	**Balance at 31.12.2024**
Continued					
Peschiera	"	25/02/2021	145	1,455	**1,600**
Pioltello	"	19/11/2027	181	761	**942**
Pisa	"	24/02/2033	149	1,488	**1,637**
Rovato	"	04/08/2027	159	684	**843**
Rozzano	"	23/09/2026	211	461	**672**
Saronno	"	09/04/2030	122	902	**1,024**
Segrate	"	30/11/2030	226	1,477	**1,703**
Senigallia	"	10/06/2027	107	397	**504**
Seregno Calavera	"	16/11/2032	149	1,493	**1,642**
Sesto Fiorentino	"	11/11/2030	292	2,343	**2,635**
Tradate	"	18/10/2028	146	842	**988**
Treviso Silea	"	28/05/2027	262	435	**697**
Trezzano	"	09/09/2026	234	409	**643**
Trieste	"	23/10/2031	183	1,495	**1,678**
Vicenza	"	08/10/2027	140	468	**608**
Vigevano	"	07/03/2030	135	851	**986**
Vimodrone	"	05/06/2035	98	1,476	**1,574**
Viterbo	"	05/05/2034	134	1,441	**1,575**
Voghera	"	01/12/2028	79	400	**479**
Other minor leasings	"		971	1,697	**2,668**
PRICOA Bond Private Placement	Fixed	29/07/2031	675	99,920	**100,595**
Due to Factoring companies	Euribor + spread		60,382	0	**60,382**
Other Relationships	"		10,013	12,614	**22,627**
Total			**83,842**	**177,611**	**261,453**

19. Derivatives

(Euro/000)	31.12.2024	31.12.2023	Difference
	IRS	EXCHANGE RATES	Total
Non-current assets	-	-	-
Current assets	1,498	-	1,498
Non-current liabilities	(657)	-	(657)
Current liabilities	-	(5)	(5)
Total	**841**	**(5)**	**836**

(Euro/000)	31.12.2024	31.12.2023	Difference
	IRS	EXCHANGE RATES	Total
Non-current assets	126	-	126
Current assets	3,071	2	3,073
Non-current liabilities	(68)	-	(68)
Current liabilities	(8)	(1)	(9)
Total	**3,121**	**1**	**3,122**

The Group uses financial instruments offered by the market (including so-called "derivatives") solely with a view to optimizing debt cost and hedging interest and exchange rate fluctuations.

Several interest rate swap contracts were existing at 31 December 2024, through which the variable EURIBOR rate was replaced with a fixed rate. The measurement of these contracts resulted in the recognition of a total asset of Euro 841 thousand (an asset of Euro 3,121 thousand at 31 December 2023).

The measurement of the hedging contracts for exchange rate risks instead resulted in the recognition of a current liability of Euro 5 thousand (against an asset of Euro 1 thousand at 31 December 2023).

20. Employee benefits

(Euro/000)	31.12.2024	31.12.2023	Difference
Staff Severance Provision	20,181	20,451	(270)
Other benefits	20	16	4
Total	**20,201**	**20,467**	**(266)**

Staff Severance Provision

(Euro/000)	31.12.2024	31.12.2023	Difference
Opening balance	20,451	21,166	(715)
Effect of the change in consolidation area	510	58	452
Use for the financial year	(2,260)	(2,769)	509
Financial year provision	1,695	1,846	(151)
Actuarial (gain) losses	(215)	150	(365)
Other changes		-	-
Closing balance	**20,181**	**20,451**	(270)

In addition to the portion accrued in the period, net of decreases, the change in the year related to the increase in the Group workforce following the change in the scope of consolidation.

It is noted that the allocation for the period includes actuarial gains totalling Euro 215 thousand booked, net of the theoretical tax effect, in the appropriate shareholders' equity reserve as provided for in IAS 19 (please see the information reported for changes in Shareholders' Equity).

With regard to the significant actuarial assumptions (such as indicated in the paragraph on "Major assumptions adopted by Management and discretionary valuations"), the table below shows the effects on the final liability deriving from any possible changes therein.

(Euro/000)	Turnover rate +1%	Turnover rate -1%	Inflation rate + 0.25%	Inflation rate - 0.25%	Discount rate + 0.25%	Discount rate - 0.25%
Effect on the final liability	20,209	20,149	20,354	20,040	19,933	20,436

It is also noted that the contribution (service cost) expected for next year is about Euro 834 thousand; the future payments expected for the next five years can be estimated as a total of Euro 11.9 million.

21. Provisions for risks and charges

(Euro/000)	31.12.2024	31.12.2023	Difference
Provisions for taxes	589	485	104
Labour disputes	1,299	993	306
Minor lawsuits and disputes	1,746	1,905	(159)
Supplementary clientele severance indemnity	8,384	7,908	476
Provision for losses on equity investments	345	345	-
Provision for future risks and losses	6,332	8,060	(1,728)
Total	**18,695**	**19,696**	**(1,001)**

"Labour disputes" include the sums allocated against contingent liabilities deriving from litigation with employees.

In accordance with IAS 37, the supplementary clientele severance indemnity was allocated, based on a reasonable estimate, by taking into account any available evidence, of the probable future liability associated with the future termination of relationships with agents in service at 31 December 2024. It was allocated based on a reasonable estimate of the probable future liability.

The provision for future risks and losses was allocated mainly against probable liabilities connected to some legal disputes in progress, and its decrease was linked to the settlement of some of the pending disputes.

With regard to tax disputes pending between MARR S.p.A. and the Customs Agency (which arose in 2007 in relation to the payment of preferential customs duties on certain imports of seafood products, and for which, despite the rejection of the appeals submitted by the Company, the first-instance courts established that the company was actually entirely extraneous to the claimed irregularities, as they were attributable exclusively to its suppliers) by judgment no. 110 of 2020 issued by Tuscany Regional Tax Board on 19 April 2021, the courts on the merits ruled in favour of the Company, confirming in full what the Supreme Court of Cassation had already ruled under order no. 15358/19 of 16 April 2019.

Contingent liabilities

In relation to litigation in court arising from three INPS (Italian Social Security Institute) inspection reports (served on 5 March, 1 April and 23 April 2021) due to the solidarity obligation under Article 29 of Legislative Decree 276/2003, raising objections concerning omitted payments of contributions and/or undue setoffs against contractors which have ceased to operate for MARR S.p.A, it is believed that no significant loss may arise for MARR S.p.A.. This evaluation is supported by the significantly positive outcome of the first-instance proceedings concerning the first report, and by the progress of the pending cases for the remaining two reports, as attested by their legal counsels acting as attorneys for litigation purposes.

22. Deferred tax liabilities

As at 31 December 2024, this item amounted to Euro 39,320 thousand mainly and derived from the effect consequent to application of the international accounting standards (among which is the revaluation of the real estate), different tax treatment of leasing and the effects deriving from the consolidating entries, instalments of capital gains and other miscellaneous items.

23. Other non-current liabilities

(Euro/000)	**31.12.2024**	31.12.2023	Difference
Accrued expenses and deferred income	340	373	(33)
Payables for acquisition of equity investments	0	0	0
Non - current tax liabilities	75	117	(42)
Payables to Social Security Institutions	0	0	0
Other payables	5,454	4,701	753
Total	**5,869**	**5,191**	**678**

"Accrued expenses and deferred income" include, almost entirely, the amount due beyond 12 months of deferred interest income from customers of MARR S.p.A..

"Other payables" fully relate to guarantee deposits paid by the transporters of subsidiary MARR S.p.A..

Current liabilities

24. Current financial payables

(Euro/000)	31.12.2024	31.12.2023	Difference
Payables to controlling companies	-	-	-
Cremofin S.r.l.	-	-	-
Payables to unconsolidated subsidiaries	**665**	**-**	**665**
Montana Alimentari GMBH	263	-	263
Sama S.r.l.	402	-	402
Payables to associated companies	-	-	-
Other payables			
Payables to banks	470,038	532,090	(62,052)
Payables to other financial institutions	83,842	75,287	8,555
Financial payables for operating leases	88,413	43,767	44,646
Other payables	317	419	(102)
Closing balance	**643,275**	**651,563**	**(8,288)**

The breakdown of "Payables to banks" and "Payables to other financial institutions" is stated in paragraph 18 above.

Net Debt

The net debt and details of its main components are shown below.

(Euro/000)	31.12.2024	31.12.2023
A. Cash	372,032	350,802
B. Cash equivalents	0	0
C. Other current financial assets	28,179	20,053
D. Liquidity (A) + (B) + (C)	**400,211**	**370,855**
E. Current financial debt (including debt instruments, but excluding current portion of non-current financial debt)	192,856	513,569
F. Current portion of non-current financial debt	455,270	119,054
G. Current financial indebtedness (E + F)	**648,126**	**632,623**
H. Net current financial indebtedness (G - D)	**247,915**	**261,768**
I. Non-current financial debt (excluding current portion and debt instruments)	1,325,302	1,193,219
J. Debt instruments	99,920	99,874
K. Non-current trade and other payables	0	0
L. Non-current financial indebtedness (I + J + K)	**1,425,222**	**1,293,093**
M. Total financial indebtedness (H + L).	**1,673,137**	**1,554,861**

Some medium- to long-term loan agreements require compliance with certain financial covenants, which if not met, would give the bank the right to terminate the loan.
The covenants on the loan agreements outstanding at 31 December 2024 are shown in the tables below and have all been complied with.

Covenants on loan agreements with Italian Companies

Credit institution	Recipient of the loan	Expiry date	Residual payable in Euro/000	Net Debt/ Equity	Net Debt/ EBITDA	EBITDA/ Net financial expenses	30 June	31 December
Production								
BPER Banca S.p.A. (a)	INALCA S.p.A	28/10/2025	4,880	< 2.0	< 3.5	-		✓
UniCredit S.p.A. (a)	INALCA S.p.A.	19/05/2026	30,000	< 2.0	< 3.5	-		✓
ICCREA and other institutions (Pool)	INALCA S.p.A	30/06/2026	7,619	< 2.0	< 4	-		✓
Rabobank (a)	INALCA S.p.A	24/03/2027	30,000	< 2.0	< 3.5	-		✓
ING BANK N.V. (a)	INALCA S.p.A	26/05/2027	27,273	< 2.0	< 3.5	-		✓
Banco BPM S.p.A. (a)	INALCA S.p.A	04/06/2027	25,000	< 2.0	< 3.5	-		✓
Crédit Agricole Italia S.p.A. and Crédit Agricole Corporate & Investment Bank	INALCA S.p.A	14/12/2027	36,923	-	< 3.5	> 4.0		✓
Banca Intesa Sanpaolo S.p.A. and other institutions (Pool) (a)	INALCA S.p.A	28/11/2028	131,240	< 2.0	< 3.5	-		✓
Banca Intesa Sanpaolo S.p.A. and Banco BPM S.p.A.	INALCA S.p.A	30/07/2030	100,000	<2.0	<3.5	-		✓
Sparkasse	INALCA S.P.A.	30/09/2031	10,000	<2.0	<3.5	-		✓
Banca Monte dei Paschi di Siena S.p.A.	INALCA S.p.A	30/11/2031	38,940	< 2.0	< 3.5	-		✓
Radobank (a)	INALCA S.P.A.	15/07/2032	100,000	< 2.0	< 3.5	-		✓
BPER Banca S.p.A. (a)	INALCA S.P.A.	31/12/2032	50,000	< 2.0	< 3.5	-		✓
Distribution								
Banca Popolare dell'Emilia Romagna (b)	MARR S.p.A.	25/10/2025	2,526	< = 2.0	< = 4.0			✓
Crédit Agricole Cariparma (b)	MARR S.p.A.	09/04/2026	2,613	< = 2.0	< = 4.0			✓
Unicredit (b)	MARR S.p.A.	29/06/2026	17,978	< = 2.0	< = 3.5	> = 4.0	✓	✓
Banca Intesa Sanpaolo S.p.A. (b)	MARR S.p.A.	15/06/2027	20,762	< = 2.0	< = 3.5	> = 4.0		✓
Cassa di Risparmio di Bolzano (b)	MARR S.p.A.	30/06/2027	6,467	< = 2.0	< = 4.0			✓
Crédit Agricole Cariparma (b)	MARR S.p.A.	28/06/2028	9,093	< = 2.0	< = 3.5			✓
BNL S.p.A. - Rabobank (b)	MARR S.p.A.	01/07/2028	46,527	< = 1.5	< = 3.5	> = 4.0		✓
BNL S.p.A. (b)	MARR S.p.A.	22/11/2028	29,976	< = 1.5	< = 3.5	> = 4.0		✓
Banca Popolare dell'Emilia Romagna (b)	MARR S.p.A.	09/02/2029	19,953	< 2.0	< = 3.5			✓
Banca Popolare di Milano (b)	MARR S.p.A.	08/01/2029	19,973	< = 1.5	< = 3.5	> = 4.0		✓
PRICOA Private placement (b)	MARR S.p.A.	29/07/2031	99,942	< = 1.5	< = 3.5	> = 4.0	✓	✓
Catering								
Banca Nazionale del Lavoro	Chef Express S.p.A.	29/09/2026	13,125	< = 2.0	< = 4.0			✓
Syndicated loan Banco BPM S.p.A.- BPER Banca S.p.A. - Intesa Sanpaolo S.p.A. (c)	Chef Express S.p.A.	30/06/2027	62,500	< = 2.0	< = 3.25			✓
Banca Monte dei Paschi di Siena	Chef Express S.p.A.	30/06/2027	4,167	< = 2.0	< = 3.25			✓
Banca Intesa Sanpaolo S.p.A. (d)	Chef Express S.p.A.	30/06/2027	15,000	< = 2.0	< = 3.25			
Banca Nazionale del Lavoro	Chef Express S.p.A.	31/12/2027	50,000	< = 2.0	< = 3.25			✓
Banco BPM S.p.A.	Chef Express S.p.A.	30/06/2029	15,000	< = 2.0	< = 3.25			✓
Centralized activities								
Banca Intesa Sanpaolo S.p.A. (c)	Cremonini S.p.A.	30/06/2027	20,556	< = 2.0	< = 3.25			✓

(a) covenants calculated on the consolidated financial statements of INALCA S.p.A., net of the effects of adoption of IFRS 16
(b) covenants calculated on the consolidated financial statements of MARR S.p.A., net of the effects of adoption of IFRS 16
(c) covenants calculated on the consolidated financial statements of Cremonini S.p.A., net of the effects of adoption of IFRS 16

Covenants on loan agreements with Russian Companies

Credit institution	Recipient of the loan	Expiry date	Residual payable in Euro/000	Net Debt /EBITDA (d)	Net Income/ Revenues (d)	Net Debt/ EBITDA (e)	EBITDA/ Interest (e)	EBIT/ Revenues (e)	30 June	31 December
Production										
Sberbank	Orenbeef L.l.c.	26/07/2027	1,885 (*)	< 4.9	-	< 4.9	> 2.4	> 0.025		✓
Sberbank	Agrosakmara L.l.c.	26/07/2027	1,821 (*)	< 4.9	-	< 4.9	> 2.4	> 0.025		✓
Sberbank	Marr Russia L.l.c.	26/07/2027	15,253 (*)	< 4.0	-	< 4.9	> 2.4	> 0.025		✓
Sberbank	Kaskad L.l.c.	18/06/2028	8,143 (*)	< 4.0	-	< 4.9	> 2.4	> 0.025		✓

(d) covenants calculated on the financial statements of Marr Russia L.l.c. on a quarterly basis
(e) covenants calculated on the consolidated financial statements of Kaskad on an annual basis
(*) the Euro value is shown at the Euro/RUR exchange rate on 31/12/2024

Covenants on loan agreements with Polish Companies

Credit institution	Recipient of the loan	Expiry date	Residual payable in Euro/000 (*)	Net Debt/ Equity	Net Debt/ EBITDA	Free Cash Flow/ Total Net Debt Service	Tangible Net worth/ Total Assets	DSCR	30 June	31 December
Production										
ING BANK N.V.	Inalca Poland S.p.zo.o.	06/12/2029	26,000	< 2.0 (f)	< 3.5 (f)	-	> 40% (g)	> 1.25 (g)(**)		✓

(f) covenants calculated on the consolidated financial statements of INALCA S.p.A.
(g) covenant calculated on the local financial statements of Inalca Poland S.p. z o.o.
(*) the Euro value is shown at the Euro /PLN exchange rate on 31/12/2024
(**) DSCR>1.25 from 2024, similarly for DSCR forecasts for subsequent years

25. Current tax liabilities

(Euro/000)	31.12.2024	31.12.2023	Difference
VAT	4,317	5,332	(1,015)
IRAP	1,451	3,490	(2,039)
IRES	262	13,926	(13,664)
Withholding taxes	14,933	13,605	1,328
Substitute taxes and other taxes payable	14,403	13,355	1,048
Total	**35,366**	**49,708**	**(14,342)**

IRAP and IRES payables relate to 2024 financial year taxes not yet paid at the year-end.

26. Current trade liabilities

(Euro/000)	31.12.2024	31.12.2023	Difference
Suppliers	804,646	837,555	(32,909)
Payables to unconsolidated subsidiaries	325	35	290
Best Italian Meat S.r.l.	263	-	263
Royi Wine (Shanghai) Ltd	1	-	1
Sama s.R.L.	58	-	58
Shanghai Inalca Food & Beverage CO Ltd	3	-	3
Società Agricola Transumanza S.r.l.	-	35	(35)
Payables to associated companies	3,348	4,387	(1,039)
A.G.M. S.r.l.	28	4	24
Jolanda De Colò S.p.A.	50	32	18
Società Agricola Castello di Marchesina S.r.l.	2,832	3,809	(977)
Unitea S.r.l.	438	536	(98)
Zaino IF&B Co. Ltd	-	6	(6)
Payables to controlling companies	-	-	-
Total	808,319	841,977	(33,658)

Current trade payables refer primarily to balances deriving from commercial operations and the amount payable to Trade Agents.

27. Other current liabilities

(Euro/000)	31.12.2024	31.12.2023	Difference
Accrued expenses and deferred income	21,790	22,053	(263)
Inps/Inail/Scau	21,717	19,125	2,592
Inpdai/Previndai/Fasi/Besusso	168	187	(19)
Enasarco/FIRR	1,333	1,168	165
Payables to other social security institutions	5,893	5,725	168
Other payables			
Advances and other payables to customers	(806)	4,654	(5,460)
Payables for employee remuneration	77,586	74,265	3,321
Payables for acquisition of equity investments	5,162	4,950	212
Guarantee deposits and down payments received	4,241	105	4,136
Payables to directors and statutory auditors	762	857	(95)
Payables to agents	173	191	(18)
Other minor payables	12,958	12,207	751
Total	150,977	145,487	5,490

"Accrued expenses and deferred income" include the liability connected to the retention programme involving customers of "Roadhouse Club". This programme, valid throughout Italy, provides for the accumulation of points and the accrual of credits utilizable in the Roadhouse restaurants participating in the initiative. The liability amounted to about Euro 4,134 thousand at 31 December 2024.

Payables to employees include the current remuneration yet to be paid as at 31 December 2024, and the allocations relating to deferred remuneration. The increase compared to 31 December 2023 is linked to a higher number of employees as a result of the acquisitions and the changes in the scope of consolidation.

"Payables for acquisition of equity investments", amounting to Euro 5,162 thousand, refers to the residual debt expected for the acquisition of an additional 24% of subsidiary Parma France S.a.s. for Euro 3.4 million, and to the residual debt for the acquisition of 50.5% of Sama S.r.l. for Euro 1.7 million.

With regard, on the other hand, to the changes in the debt recognized in last year's financial statements, it should be noted that Euro 2.7 million were paid in relation to the increase in the interest in Fiorani & C. S.r.l., and Euro 1.2 million for Frigor Carni S.a.s..
With regard to the latter, it should also be noted that the earn-out initially estimated at Euro 2.2 million was reduced by Euro 1 million following the failure to achieve the contractual targets set for the 2024 financial year. The excess debt no longer due was therefore recognized in the income statement; likewise, goodwill originally recognized was also adjusted by the same amount.

Guarantees, sureties and commitments

(Euro/000)	31.12.2024	31.12.2023	Difference
Direct guarantees – sureties			
- other companies	239,467	256,630	(17,163)
	239,467	**256,630**	**(17,163)**
Direct guarantees – comfort letters			
- associated companies	20,068	21,843	(1,775)
	20,068	**21,843**	**(1,775)**
Other risks and commitments	16,735	14,496	2,239
Total guarantees, sureties and commitments	**276,270**	**292,969**	**(16,699)**

Direct guarantees - sureties

These guarantees include both the guarantees given directly by the companies, both in the interests of Group companies to banks for loans or credit lines, and those guarantees for which the Parent Company is jointly liable, given by banks or insurance companies, for a variety of commercial transactions, for Group VAT set-offs, for participation in tenders, etc..

Other companies – It should be noted that, with reference to guarantees to "Other companies", this is the classification normally given to guarantees given directly to third parties by Group companies, but exclusively in their own interests. Such guarantees are rarely given in the interests of third-party companies and even in such a case, in the context of transactions effected for the benefit of Group companies. In particular, this item includes the following (in thousands of Euro):

Company to which the guarantee is provided (Euro/000)	Beneficiary	Amount	Reason
Revenue Agency/VAT Office Modena	Cremonini S.p.A. and other subsidiaries	126,053	VAT for offsetting.
Highways and Oil Companies	Cremonini S.p.A. subsidiares	30,852	As security for the good performance of contracts (services, maintenance).
Ferrovie dello Stato and operating companies (Grandi Stazioni, Cento Stazioni, Fer Servizi, Trenitalia, etc)	Cremonini S.p.A. and other subsidiaries	13,916	As security for concessions for on-board catering services, station buffets and operation of storage facilities.
Public Agencies (Ministries, Municipalities, Hospital Trusts, etc.)	Cremonini S.p.A. subsidiares	38,199	Released for the proper performance of long-term contracts.
Airports	Cremonini S.p.A. subsidiares	22,614	As security for the good performance of contracts.
Other minor items	Cremonini S.p.A. and other subsidiaries	7,833	Administration of rented properties, energy supplies, credit cards, good performance of contracts, etc.
Total		**239,467**	

Direct guarantees – comfort letters

The letters of comfort solely regard the guarantees provided to the lending institutions for the granting of loans or credit lines.

Indirect guarantees – credit mandates

The credit mandates relate to bank overdrafts and endorsement credits of subsidiaries guaranteed by credit lines granted by banks to the Group companies.

Other risks and commitments

Details of "Other risks and commitments", for commitments of Group companies, are shown below (in thousands of Euros):

Description	(Euro/000)	Company to which the risk or commitment refers	Amount
Letters of credit for goods purchases		Marr S.p.A. - Fiorani S.r.l. - Italia Alimentari S.p.A.	16,735
Total			**16,735**

The item "Letters of credit for goods purchases" relates to letters of credit, issued by some banks, to guarantee obligations to our foreign suppliers.

Details of the main items of the consolidated income statement

Segment information

With regard to the content of business segment performance, please refer to the specific comments included in the Directors' Report.

28. Revenues

Revenues are broken down as follows:

(Euro/000)	31.12.2024	31.12.2023	Difference
Revenues from sales - Finished goods	2,439,029	2,280,912	158,117
Revenues from sales - Goods for resale	2,607,865	2,503,627	104,238
Revenues from sales - Oil	18,606	18,793	(187)
Revenues from sales - Others	101,747	81,177	20,570
Revenues from services	548,948	505,926	43,022
Advisory services to third parties	5,448	3,298	2,150
Rent income	2,027	1,265	762
Other revenues from ordinary activities	49,237	51,050	(1,813)
Total	**5,772,907**	**5,446,048**	**326,859**

For an analysis of the performance of revenues from sales, please refer to what has already been stated in the Directors' Report.

Below is a breakdown of revenues by geographical area:

(Euro/000)	31.12.2024	31.12.2023	Difference
Italy	4,252,066	4,141,102	110,964
European Union	644,027	542,195	101,832
Non-EU countries	876,814	762,751	114,063
Total	**5,772,907**	**5,446,048**	**326,859**

As regards the revenues trend, you are referred to the details in the Directors' Report.

29. Other revenues and income

They are broken down as follows:

(Euro/000)	31.12.2024	31.12.2023	Difference
Grants from suppliers and others	2,045	1,632	413
Operating grants	6,923	8,638	(1,715)
Other sundry revenues and income	58,194	40,478	17,716
Total	**67,162**	**50,748**	**16,414**

"Grants from suppliers and others" mainly include the amounts obtained for various reasons from the suppliers for commercial promotion of their products at customers/retail outlets of the Distribution sector. It should be borne in mind that a part of the suppliers' contributions is recognised as a reduction in goods purchasing costs in line with previous years.

Other sundry revenues and income

(Euro/000)	31.12.2024	31.12.2023	Difference
Rent income	1,905	1,932	(27)
Insurance reimbursements	18,233	6,342	11,891
Capital gains on disposal of capital goods	4,582	1,330	3,252
Other cost reimbursements	4,238	3,688	550
Services, consultancy and other minor revenues	29,236	27,186	2,050
Total	**58,194**	**40,478**	**17,716**

“Insurance reimbursements", showing an increase of Euro 11.9 million compared to the previous year, refer mainly to the Distribution Sector for insurance compensation in favour of subsidiary MARR S.p.A. related to the fire that affected the MARR Sanremo branch on 13 November, damaged goods at the third-party warehouse of Stef Italia S.p.A., located in Fidenza (Parma), and the insurance compensation in favour of New Catering S.r.l. for the damage suffered at the Forlì headquarters following the flood that affected the Emilia Romagna Region in May 2023.

Below is the breakdown of “Other sundry revenues and income” by sector:

(Euro/000)	31.12.2024	31.12.2023	Difference
Production Sector	24,339	22,284	2,055
Distribution Sector	15,608	8,446	7,162
Catering Sector	15,104	9,342	5,762
Centralized activities Sector	3,143	406	2,737
Total	**58,194**	**40,478**	**17,716**

30. Costs for purchases

(Euro/000)	31.12.2024	31.12.2023	Difference
Costs for purchases - Raw materials	(1,748,807)	(1,631,565)	(117,242)
Costs for purchases - Goods for resale	(1,920,064)	(1,812,440)	(107,624)
Costs for purchases - Secondary materials, consumables, semi-finished goods, packages	(180,378)	(169,702)	(10,676)
Costs for purchases - Finished goods	(41,714)	(59,543)	17,829
Costs for purchases - Oil	(18,248)	(18,381)	133
Costs for purchases - Stationery and printers	(2,742)	(2,811)	69
Changes in inventories of raw materials, secondary materials, consum. and goods for resale	43,447	25,378	18,069
Other costs for purchases	(72,980)	(62,781)	(10,199)
Total	**(3,941,486)**	**(3,731,845)**	**(209,641)**

You are referred to the Directors' Report and the marginality analysis, subdivided by individual business sectors, for a careful examination of the purchases cost trend.

“Costs for purchases – Goods for resale” is stated net of both the bonuses granted by suppliers upon the achievement of certain turnover and purchase volume targets, as well as grants received from suppliers for promotional and marketing activities carried out by the Group.

“Costs for purchases - Oil” are related to the sale of fuel in the motorway service stations and refer to the corresponding “Revenues from oil sales”, an item attributable entirely to the Catering sector.

31. Other operating costs

Below is the breakdown of each item.

(Euro/000)	31.12.2024	31.12.2023	Difference
Costs for services	(714,239)	(663,490)	(50,749)
Costs for leases and rentals	(47,476)	(47,056)	(420)
Other operating charges	(33,762)	(32,050)	(1,712)
Other operating charges - non-recurring	-	(11,500)	11,500
Total	**(795,477)**	**(754,096)**	**(41,381)**

Costs for services

(Euro/000)	31.12.2024	31.12.2023	Difference
Energy consumption and utilities	(89,557)	(88,166)	(1,391)
Maintenance and repairs	(46,041)	(40,759)	(5,282)
Transport on sales	(161,156)	(155,495)	(5,661)
Commissions, commercial and distribution services	(145,787)	(139,044)	(6,743)
Third-party services and outsourcing	(33,732)	(30,367)	(3,365)
Purchasing services	(36,061)	(29,826)	(6,235)
Other technical and general services	(201,905)	(179,833)	(22,072)
Total	**(714,239)**	**(663,490)**	**(50,749)**

Costs for services showed a significant increase of Euro 50.7 million in 2024 compared to 2023, which was mainly attributable to the Production Sector for technical manufacturing services.

Costs for leases and rentals

(Euro/000)	31.12.2024	31.12.2023	Difference
Lease of business premises, royalties and others	(27,941)	(29,687)	1,746
Costs for leases	(83)	75	(158)
Leases and rentals related to real and personal property	(19,452)	(17,444)	(2,008)
Total	**(47,476)**	**(47,056)**	**(420)**

Costs for leases and rentals totalled Euro 47.5 million, and were attributable to the Catering sector for Euro 39.1 million, the Production sector for Euro 7.4 million, and the Distribution sector for Euro 1 million.

Other operating charges

(Euro/000)	31.12.2024	31.12.2023	Difference
Losses on receivables	(145)	279	(424)
Indirect taxes and duties	(14,051)	(12,747)	(1,304)
Indirect taxes and duties - non-recurring	0	(11,500)	11,500
Capital losses on disposal of assets	(303)	(642)	339
Contributions and membership fees	(4,730)	(4,294)	(436)
Other minor costs	(14,533)	(14,646)	113
Total	**(33,762)**	**(43,550)**	**9,788**

"Other minor costs" include the amounts for various costs, non-deductible expenses, fines, and corporate costs, in addition to contingent liabilities.

As shown in the income statement, non-recurring charges of Euro 11.5 million were incurred in 2023 in connection with a tax concession settlement of tax disputes, which had involved subsidiaries INALCA S.p.A. and Ges.Car. S.r.l..

32. Personnel costs

(Euro/000)	31.12.2024	31.12.2023	Difference
Salaries and wages	(437,170)	(405,002)	(32,168)
Social security contributions	(119,701)	(109,587)	(10,114)
Staff Severance Provision	(23,568)	(21,668)	(1,900)
Pension and similar provisions	(51)	(80)	29
Other personnel costs	(30,549)	(29,350)	(1,199)
Total	**(611,039)**	**(565,687)**	**(45,352)**

This item includes all the personnel costs, including holiday accruals and additional monthly pay, as well as the related welfare charges, allocation for employee leaving indemnities and other contractually envisaged costs. The increase compared to the previous year was linked to both the renewal of the National Collective Labour Agreement in the Trade sector, and an increase in workforce.

The increase in personnel costs was attributable for Euro 24.5 million to the Production Sector, for Euro 17.0 million to the Catering Sector, and for Euro 4.0 million to the Distribution sector.

As at 31 December 2024 the Group employees amounted to 17,418 compared to 17,183 at 31 December 2023, showing a total increase of 235 units. The employees increased by 351 people in the Production Sector, and by 38 people in the Distribution Sector while decreased by 152 people in the Catering Sector.

The breakdown by category and average number of employees in 2024 is shown in the table below:

	Factory staff	Office staff	Managers	Total
Employees as at 31.12.2023	13,826	3,215	142	17,183
Employees as at 31.12.2024	**13,319**	**3,953**	**146**	**17,418**
Increases (decreases)	(507)	738	4	235
Average no. of employees during year 2024	**13,474**	**3,957**	**147**	**17,578**

33. Amortization, depreciation and write-downs

(Euro/000)	31.12.2024	31.12.2023	Difference
Depreciation of tangible assets	(131,318)	(116,958)	(14,360)
Amortization of intangible assets	(5,075)	(5,018)	(57)
Amortization and impairment of goodwill	(59)	(728)	669
Depreciation of assets under operating leases	(70,127)	(63,340)	(6,787)
Other write-downs of fixed assets	-	-	-
Write-downs and provisions	(29,472)	(31,973)	2,501
Total	**(236,051)**	**(218,017)**	**(18,034)**

For more details on the items reported above, please refer to the related changes in tangible and intangible assets shown in Annexes 3 and 4.
"Write-downs and provisions" mainly include write-downs of receivables of Euro 21.9 million, write-downs of fixed assets of Euro 3.2 million, and a provision for disputes and litigation of Euro 2.4 million.

34. Income from equity investments

(Euro/000)	2024	2023	Difference
Income from equity investments	649	5,292	(4,643)
Total	**649**	**5,292**	(4,643)

Income from equity investments, which amounted to Euro 5.3 million in 2023, included a capital gain of Euro 6.3 million from the sale of the quota in Time Vending S.r.l..

35. Financial (Income)/Charges

(Euro/000)	31.12.2024	31.12.2023	Difference
Net exchange rate differences	(9,723)	(14,715)	4,992
Income (Charges) from management of derivatives	2,703	2,815	(112)
Net financial Income (Charges)	(91,807)	(73,115)	(18,692)
Net financial Income (Charges) on operating leases	(33,709)	(30,788)	(2,921)
Total	**(132,536)**	**(115,803)**	**(16,733)**

Exchange rate differences

(Euro/000)	31.12.2024	31.12.2023	Difference
Realized exchange rate gains	4,000	3,994	6
Realized exchange rate losses	(18,947)	(18,048)	(899)
Unrealized exchange rate gains	6,093	4,682	1,411
Unrealized exchange rate losses	(871)	(5,403)	4,532
Realized income from management of exchange rate derivatives	12	82	(70)
Estimated income from management of exchang rate derivatives	1	3	(2)
Realized charges from management of exchange rate derivatives	(6)	(24)	18
Estimated charges from management of exchange rate derivatives	(5)	(1)	(4)
Total	**(9,723)**	**(14,715)**	**4,992**

The estimated exchange rate differences refer to the adjustment to the outstanding balances in the statement of assets and liabilities in foreign currencies at the exchange rates at the end of the financial year.
The sector that is most affected by the changes in currency trends is the Production sector, which recorded total charges of Euro 10,319 thousand in 2024. The Distribution and Catering Sectors reported actual income of Euro 549 thousand, and Euro 49 thousand, respectively.

Income (Charges) from management of derivatives

(Euro/000)	31.12.2024	31.12.2023	Difference
Realized Income from management of derivatives	3,912	2,816	1,096
Realized Charges from management of derivatives	(1,220)	(12)	(1,208)
Estimated Income from management of derivatives	11	11	-
Estimated Charges from management of derivatives	-	-	-
Total	**2,703**	**2,815**	**(1,208)**

Net financial Income (Charges)

(Euro/000)	31.12.2024	31.12.2023	Difference
Financial Income (Charges) due to controlling companies (a)	-	-	-
Financial Income (Charges) due to associated companies (b)	-	-	-
Financial income from third parties			
- Bank interest receivable	4,215	2,846	1,369
- Other financial income	2,193	2,492	(299)
Total financial income from third parties (c)	**6,408**	**5,338**	**1,070**
Financial charges			
- Interest payable on loans	(50,104)	(38,762)	(11,342)
- Interest payable on factoring	(11,082)	(10,893)	(189)
- Interest payable on current accounts and others	(26,516)	(20,776)	(5,740)
- Other bank charges	(2,928)	(2,113)	(815)
- Other sundry charges	(7,585)	(5,909)	(1,676)
Total financial charges (d)	**(98,215)**	**(78,453)**	**(19,762)**
Total interest expense from operating leases (e)	**(33,709)**	**(30,788)**	**(2,921)**
Total net financial Income (Charges) (a+b+c+d+e)	**(125,516)**	**(103,903)**	**(21,613)**

The increase in net financial charges compared to 31 December 2024 was mainly due to the rises reported in EURIBOR.

36. Income taxes

(Euro/000)	31.12.2024	31.12.2023	Difference
IRES/ direct taxes on corporate income	(19,860)	(34,304)	14,444
IRAP	(10,639)	(12,274)	1,635
Foreign company taxes	(11,443)	(9,049)	(2,394)
Net deferred tax assets/liabilities	(1,376)	2,735	(4,111)
Total	**(43,318)**	**(52,892)**	**9,574**

"IRAP" included a non-recurring provision of Euro 819 thousand at 31 December 2023, arising from the tax concession settlement of pending disputes of subsidiary INALCA S.p.A., as mentioned above.

37. Other gains/losses

The value of other gains/losses shown in the consolidated statement of comprehensive income consists of the effects generated and reversed during the period with regard to the following cases:

- hedging interest rate swap contracts through which the variable EURIBOR rate was replaced with a fixed rate;
- changes related to the fair value measurement of investments in other companies;
- changes in actuarial assumptions for adjustment to the provision for severance pay;
- conversion of financial statements of foreign companies expressed in currencies other than the Euro.

These gains/losses were accounted for in equity, and shown in the consolidated statement of comprehensive income, in accordance with IFRS.

Information required by Law no. 124/2017

In accordance with the above rules, the list below shows the subsidises, grants, places of profit and financial benefits of any kind obtained from Public Authorities and similar entities, with the particulars of the paying entity, the beneficiary, the amounts received and the type of benefit:

Beneficiary	Granter	Reason	Amount (Euro/000)
Production			
Cremovit S.r.l.	AGEA	EU livestock premiums	156
Ges.Car. S.r.l.	INPS	Exemption for new hires/transformation to permanent employment	6
Ges.Car. S.r.l.	Fondimpresa	Continuous training	12
Ges.Car. S.r.l.	Unione CCIAA Lombardia	Continuous training	12
Guardamiglio S.r.l.	INPS	Tax concession for Southern Italy	75
INALCA S.p.A.	GSE	Grants on sale of electricity	1369
INALCA S.p.A.	INPS	Tax concession for Southern Italy	21
INALCA S.p.A.	Fondimpresa	Continuous training	178
Italia Alimentari S.p.A.	INPS	Referral to the National State Aid Register	15
Italia Alimentari S.p.A.	CSEA	Referral to the National State Aid Register	739
Italia Alimentari S.p.A.	AGREA	Referral to the National State Aid Register	128
Macello di Parma S.r.l.	Emilia Romagna Regional Government	Referral to the National State Aid Register	2
Parma Serv S.r.l.	AGEA	EU livestock premiums	415
Realbeef S.r.l.	MEF / Revenue Agency	Tax credit on SEZ	30
Realbeef S.r.l.	INPS	Tax concession for Southern Italy	38
Società Agricola Corticella S.r.l.	GSE	Grants on sale of electricity produced from Biogas	683
Società Agricola Corticella S.r.l.	AGEA	EU livestock premiums	1886
Tecno-Star Due S.r.l.	Emilia Romagna Regional Government	Grants for mandatory hiring	12

Other information

Pursuant to the law the total fees due to the Directors, members of the Boards of Statutory Auditors and independent auditors, where applicable, are noted below:

- Directors/Statutory Auditors: Euro 8,365 thousand;
- Independent auditors of parent company: Euro 67 thousand;
- Independent auditors of subsidiaries: Euro 1,351 thousand.

Subsequent events

As already noted in the Directors' Report on operations, the following events occurred after the end of the financial year:

Parent Company

No events are reported which occurred after the end of the year.

Production

In the Production sector we must note:

- in January, the subsidiary Tecno-Star Due S.r.l. acquired full control over MGF Impianti S.r.l., a company specialising in servicing and constructing industrial electrical systems, and immediately resolved to merge it by incorporation, a transaction which is expected to take place within the first half of 2025;

- in February, a fire caused the destruction of the Reggio Emilia production site held under a lease by INALCA S.p.A., but with its own production plant and machinery, at which cutting and packaging activities were carried out for a major customer in the large-scale retail trade sector. Any resulting direct and indirect damages are in any case indemnifiable under the insurance policies in force, and the Company immediately proceeded with the reallocation of the manufacturing operations carried out at that site to the other group plants so as to ensure continuity of service to its customers while also providing for the immediate relocation of most of the employees to the Company's other plants;

- breeding is now starting up in Sicily at the subsidiary Società Agricola Transumanza S.r.l., which has recently completed the refurbishment of the stables acquired during the previous year;

- work was successfully completed on the PAUR (Single Regional Authorisation Measure) procedure of the Campania regional government, which will allow the industrial process to be started in April 2025 for the disposal of category 1 by-products (to be therefore sent for thermal treatment) by the subsidiary Realbeef S.r.l. at the Flumeri (Avellino) plant;

- the subsidiary Macello di Parma S.r.l. obtained a favourable ruling from the Council of State on a dispute concerning the renewal of the concession to use the slaughtering facility in Parma. Following the judgment, the company will continue its work to operate the facility pending the decisions of the Municipal government.

Distribution

In the Distribution sector we must note:

- on 31 January 2025 the business unit lease agreement between Cremonagel S.a.s. di Alberto Vailati and the subsidiary Cremonagel S.r.l. was extended until 31 December 2027;

- on 8 January 2025 the company MARR Service S.r.l. was established, which is wholly owned by MARR S.p.A., and whose corporate purpose consists of the performance, exclusively in favour of MARR S.p.A. and its subsidiaries, of warehouse operation, porterage service, packaging of goods or products, etc.. On 1 March 2025, the company started its operations at the MARR branches in Romagna;

- on 22 January 2025, a contract was signed with subsidiary Antonio Verrini S.r.l. for the lease of the business unit located in Taggia (Imperia), which from 1 February 2025 hosts the new MARR Sanremo branch;

- on 12 February 2025 a lease agreement was signed with Prologis Italy LV S.r.l. for a property located in Castelnuovo di Porto (Rome), which will host the new MARR Centro-Sud distribution unit whose activation is expected in the second quarter of 2025;

- on 14 March 2025 the Board of Directors of MARR S.p.A. approved the consolidated financial statements, accompanied by the Sustainability Reporting, and the draft separate financial statements for 2024, which will be submitted to the Shareholders' Meeting convened on 28 April 2025;

- on the same date, the Board of Directors of MARR S.p.A. also set out the proposal for the distribution of a gross dividend of Euro 0.60 per share with "ex-dividend date" (no. 20) on 19 May 2025, record date on 20 May, and payment on 21 May 2025.

Catering

In the Catering sector we must note:

- for Chef Express S.p.A., at the beginning of January 2025, the contract renewal was signed for the mezzanine at Milan Centrale, over 1,000 sq. m. of catering space, including a portion destined for a new store under the "Wagamama" brand, which had been already opened last December; a new contract was then signed for the operation of a store under the "Zagarà" brand at the arrival Terminal A of Catania Fontanarossa Airport, and extensions were signed for concessions for sales outlets at the arrival T3 terminal of Fiumicino Airport under the "Semplicemente Roma" brand, for some service areas and the catering outlet inside the Polyclinic Hospital in Modena. In March 2025 there also was the inauguration of the new food hall at the Padua station where three new stores are to be opened: a bar-cafeteria under the "Italico" brand, a fast-food outlet under the "McDonald's'" brand, and a pizzeria under the "Alice Pizza" brand;

- at subsidiary Roadhouse S.p.A., there was the opening of the first "Roadhouse Restaurant" in Sardinia (Sassari), next to which a "Billy Tacos"-branded sales outlet was also inaugurated, as well as the opening of the third "Roadhouse Meatery" store, and of a further "Billy Tacos"-branded sales outlet in Castel Guelfo (Bologna) at Castel Guelfo The Style Outlets.

* * * * * *

Castelvetro di Modena, 28 March 2025

THE CHAIRMAN

OF THE BOARD OF DIRECTORS

(Luigi Cremonini)

Annexes

These annexes contain information additional to that reported in the notes to the consolidated financial statements, and form an integral part thereof:

Annex 1	-	Breakdown of receivables and payables from/to subsidiaries, associated, controlling and related companies as at 31 December 2024;
Annex 2	-	Breakdown of revenues and costs from/to subsidiaries, associated, controlling and related companies for 2024;
Annex 3	-	Statement of changes in tangible assets for the financial statements ended 31 December 2024;
Annex 4	-	Statement of changes in other intangible assets for the financial statements ended 31 December 2024;
Annex 5	-	List of equity investments classified under equity-accounted financial assets as at 31 December 2024 and others;
Annex 6	-	List of equity investments in subsidiaries and associated companies as at 31 December 2024 (Article 2427, paragraph 5, of the Italian Civil Code) with an indication of those falling within the scope of consolidation.
Annex 7	-	List of consolidated companies broken down by sector.

Annex 1

Breakdown of receivables and payables from/to subsidiaries, associated, controlling and related companies as at 31 December 2024

(Euro/000)	Trade		Financial		Other		**Total**	
	Receivables	Payables	Receivables	Payables	Receivables	Payables	**Receivables**	**Payables**
Subsidiaries:								
Best Italian Meat	188	263	1,510	-	-	-	**1,698**	**263**
Corte Buona	429	-	-	-	-	-	**429**	-
Fratelliditalia	-	-	-	-	2,026	-	**2,026**	-
IFB Cas.Ina. Hld	-	-	710	-	-	-	**710**	-
IFB Cascino Shanghai	1,600	3	-	-	-	-	**1,600**	**3**
Inalca F&B Beijing HLD	-	-	62	-	-	-	**62**	-
Inalca F&B Shanghai	2,780	-	9	-	-	-	**2,789**	-
Inalca F&B Thailand	413	-	-	-	-	-	**413**	-
Inalca Russia	4	-	2	-	-	-	**6**	-
Inalca Alimentari USA	695	-	-	-	-	-	**695**	-
MontanGMBH	-	-	-	263	-	-	-	**263**
Royi Wine & Spirit China	-	-	51	-	-	-	**51**	-
Royi Wine Shanghai	1,171	1	14	-	-	-	**1,185**	**1**
Salumi Montagna	-	-	870	-	-	-	**870**	-
Sama	-	58	-	402	-	-	-	**460**
Transumanza	-	-	3,561	-	-	-	**3,561**	-
Zhongshan IFB	1,380	-	-	-	-	-	**1,380**	-
Total subsidiaries	**8,660**	**325**	**6,789**	**665**	**2,026**	**-**	**17,475**	**990**
Associated companies:					-	-		
A.G.M. S.r.l.	10	28	220	-	-	-	**230**	**28**
Biorg S.r.l.	3	-	-	-	-	-	**3**	-
Farm Service S.r.l.	35	-	111	-	-	-	**146**	-
Frigomacello S.r.l.	-	-	729	-	-	-	**729**	-
Frimo	7	-	-	-	-	-	**7**	-
Jolanda De Colò	53	50	-	-	-	-	**53**	**50**
Soc. Agricola Ca Bianca S.r.l.	-	-	165	-	-	-	**165**	-
Società Agricola Marchesina S.r.l.	2,168	2,832	12,044	-	-	-	**14,212**	**2,832**
Unitea	526	438	-	-	-	-	**526**	**438**
Zaino IF&B	218	-	-	-	-	-	**218**	-
Total associated companies	**3,020**	**3,348**	**13,269**	**-**	**-**	**-**	**16,289**	**3,348**
Controlling company					-	-		
Cremofin S.r.l.	-	-	8	-	-	-	**8**	-
Total controlling company	**-**	**-**	**8**	**-**	**-**	**-**	**8**	**-**
Related companies:								
Hera Ambiente Servizi industriali S.r.l.	-	41	-	-	-	-	-	**41**
Importadora Italiana del Sureste s.a. de c.v.	-	-	1	-	-	-	**1**	-
Scalo - Servizi calabresi di logistica - S.n.c. dei F.lli Viscomi	14	85	-	2,274	-	-	**14**	**2,359**
St.Corus LTD	-	76	-	-	-	-	-	**76**
Verrini Holding S.r.l.	-	-	-	1,835	-	-	-	**1,835**
Total related companies	**14**	**202**	**1**	**4,109**	**-**	**-**	**15**	**4,311**

Annex 2

Breakdown of revenues and costs from/to subsidiaries, associated, controlling and related companies for 2024

(Euro/000)	Trade		Financial		Other		**Total**	
	Revenues	Costs	Revenues	Costs	Revenues	Costs	**Revenues**	**Costs**
Subsidiaries:								
Best Italian Meat	808	7	-	-	51	2,004	**859**	**2,011**
Corte Buona	132	-	-	-	-	-	**132**	-
Inalca F&B Shanghai	-	-	-	-	-	126	-	**126**
MontanGMBH	-	-	-	-	-	1	-	**1**
Salumi Montagna	-	-	-	-	49	-	**49**	-
Sama	-	1,095	-	-	-	2	-	**1,097**
Transumanza	-	-	-	-	112	-	**112**	-
Total subsidiaries	**940**	**1,102**	-	-	**212**	**2,133**	**1,152**	**3,235**
Associated companies:								
A.G.M. S.r.l.	-	-	-	-	-	163	-	**163**
Farm Service S.r.l.	490	-	-	-	-	-	**490**	-
Jolanda De Colò	1,447	23	-	-	150	-	**1,597**	**23**
Società Agricola Marchesina S.r.l.	20,313	15,884	-	-	763	-	**21,076**	**15,884**
Unitea	3,168	-	-	-	-	2,203	**3,168**	**2,203**
Zaino IF&B	-	-	-	-	-	-	-	-
Total associated companies	**25,418**	**15,907**	-	-	**913**	**2,366**	**26,331**	**18,273**
Related companies:								
Hera Ambiente Servizi industriali S.r.l.	-	1	-	-	-	612	-	**613**
LLC Soyuz Service	20	-	-	-	-	-	**20**	-
Scalo - Servizi calabresi di logistica - S.n.c. dei F.lli Viscomi Domenico e Pietro	-	-	-	70	28	1	**28**	**71**
St.Corus LTD	-	1,524	-	-	-	-	-	**1,524**
Verrini Holding S.r.l.	-	-	-	57	-	1	-	**58**
Total related companies	**20**	**1,525**	-	**127**	**28**	**614**	**48**	**2,266**

Annex 3

Statement of changes in tangible assets for the financial statements ended 31 December 2024

(Euro/000)	Opening position			Changes over the period							Closing position		
	Initial cost	Depreciation provision	Balance at 31.12.2023	Net effects of the change in consolidation area	Acquisitions	Net decreases	(Impairment) Reversal of an impairment	Reclassif./ Other changes	Exchange Differences	Depreciation	Initial cost	Depreciation provision	Balance at 31.12.2024
Land and buildings	2,009,290	(684,341)	1,324,949	24,054	109,010	(13,955)	(1,233)	45,415	(1,852)	(122,133)	2,159,619	(795,364)	1,364,255
Plant and machinery	840,195	(580,761)	259,434	6,802	47,627	(296)	(6)	24,240	537	(52,816)	917,540	(632,018)	285,522
Industrial and business equipment	69,905	(54,087)	15,818	246	4,399	(185)	0	160	13	(4,444)	73,284	(57,277)	16,007
Other assets	235,606	(153,538)	82,068	577	23,424	(1,062)	0	7,036	(17)	(22,052)	249,500	(159,526)	89,974
Fixed assets under construction and advances	100,599	0	100,599	5,158	55,541	(1,959)	(296)	(63,920)	(194)		94,929	0	94,929
Total	**3,255,595**	**(1,472,727)**	**1,782,868**	**36,837**	**240,001**	**(17,457)**	**(1,535)**	**12,931**	**(1,513)**	**(201,445)**	**3,494,872**	**(1,644,185)**	**1,850,687**

Annex 4

Statement of changes in other intangible assets for the financial statements ended 31 December 2024

(Euro/000)	Opening position			Changes over the period						Closing position		
	Initial cost	Amortization provision	Balance at 31.12.2023	Net effects change in consolidation ar	Acquisitions	Net decreases	Reclass. Other changes	Exchange Differences	Amortiz.	Initial cost	Amortization provision	Balance at 31.12.2024
Patents and intellectual property rights	31,379	(26,996)	4,383	4	2,267	(2)	148	11	(2,138)	33,560	(28,887)	4,673
Development costs	2,348	(1,155)	1,193	0	1,084				(566)	3,433	(1,722)	1,711
Concessions, licences, trademarks and similar rights	27,828	(15,019)	12,809	(65)	404	(4)	189	181	(1,931)	28,420	(16,837)	11,583
Fixed assets under development and advances	7,495	-	7,495	62	9,713	(864)	(12,370)	86	0	4,122	0	4,122
Other intangible assets	8,118	(6,663)	1,455	(284)	242	0	(92)	0	(439)	6,694	(5,812)	882
Total	**77,168**	**(49,833)**	**27,335**	**(283)**	**13,710**	**(870)**	**(12,125)**	**278**	**(5,074)**	**76,229**	**(53,258)**	**22,971**

Annex 5
List of equity investments classified under equity-accounted financial assets as at 31 December 2024 and others

(Euro/000) Company name	%	Initial value	Purchases or subscriptions	Disposals	(Write-downs) Revaluations	Other Changes	%	Final value	Notes
Subsidiaries:									
Agro-Inwest Sp. z o.o.	55.00	6,499				(6,499)			(a)
Best Italian Meat S.r.l.						136	51.00	136	
Bright View Trading Macau Ltd	100.00						100.00		
Casina Holding Ltd			1				70.00	1	
Fratelliditalia S.A. de C.V.	80.00						80.00		
Inalca Food & Beverage China Holding Ltd							100.00		
Inalca Food & Beverage (Thailand) Ltd	100.00						100.00		
Inalca Foods Nig Limited (in liquid.)	57.00						57.00		
Inalca Russia L.l.c.	100.00	1					100.00	1	
Industria da Carninha Lda			1				51.00	1	
Italia Alimentari USA Corporation	100.00	592			(592)		100.00	-	
Montana Alimentari Gmbh (in liquid.)						483	100.00	483	(c)
Montagna S.p.A.	51.22	1,300				(1,300)	0.00		(a)
Parma Capel S.a.s.				(1,092)		1,092	66.67		(c)
Salumi Montagna S.r.l.						52	52.00	52	
Sama S.r.l.			2,350				50.50	2,350	
Società Agricola Transumanza S.r.l.	100.00	14	150				100.00	164	
The House of Fine Foods (Macau) 1994 Lda.	100.00	118				(118)	0.00		(a)
The House of Fine Foods Ltd. (Hong Kong)	100.00	418				(418)	0.00		(a)
Treerre Food S.r.l.				(39)		39	90.00		(c)
Vigasio Energy S.r.l.	70.00	35					70.00	35	
Total subsidiaries companies		**8,977**	**2,502**	**(1,131)**	**(592)**	**(6,533)**		**3,223**	
Associated companies									
A.G.M. S.r.l.	38.76	192	141				41.77	333	
Avirail S.a.s.	49.00	63			(49)		49.00	14	
Biorg S.r.l.	30.00	1,775	1,011		(638)		30.00	2,148	
Ca' Bianca Soc. Agr. a r.l.	30.00	675					30.00	675	
Consorzio I.R.I.S. S.a.r.l.	37.50	4					37.50	4	
Farm Service S.r.l.	16.82	257					16.82	257	
Frigomacello S.r.l.	50.00	111					50.00	111	
Frimo S.A.M.	45.50	651					45.50	651	
Inalca Emirates Trading Llc in liq.	49.00				34	(34)	0.00		
Inalca Food and Beverages West Africa Ltd	45.00						45.00		
Jolanda De Colò S.p.A.	34.00	1,828					34.00	1,828	
Parma Charolais S.a.s.	25.00	120		(120)			0.00		
SC Pulsar	30.00	240					30.00	240	
SCEA PBL	30.00	90					30.00	90	
Società Agricola Marchesina S.r.l.	50.00	2,780					50.00	2,780	
Unitea S.r.l.	50.00						50.00	0	
Zaino IF&B Co. Ltd	50.00	1,658					50.00	1,658	
Total associated companies		**10,444**	**1,152**	**(120)**	**(653)**	**(34)**		**10,789**	
Other companies:									
B.F. Holding S.p.A.		19,955			2,475			22,430	(b)
Centro Agroalimentare Riminese S.p.A.		165						165	
Futura S.p.A.		963						963	
IVS Partecipazioni S.p.A.				6,800	(1,036)			5,764	
Unipeg Soc. Coop.		82			(21)			61	
Wearena Entertainment S.p.A.		200						200	
Other minor companies		214	2	(9)	(1)	1		207	
Total other companies		**21,579**	**2**	**6,791**	**1,417**	**1**		**29,790**	
Financial assets held for sale									
Banco Popolare Società Cooperativa		461		(584)	123			-	
IVS Group S.A.		6,800		(6,800)				-	
Total Financial assets held for sale		**7,261**	**0**	**(7,384)**	**123**	**0**	**0**	**0**	

(a) Company consolidated as from 2024;
(b) the change in the value of the investment has been recognised in the equity reserve set aside for the purpose;
(c) deconsolidated company;
(d) Company over which control was acquired during 2024, reclassified to subsidiaries.

Annex 6

List of equity investments in subsidiaries and associated companies as at 31 December 2024 (Article 2427, paragraph 5, of the Italian Civil Code) with an indication of those falling within the scope of consolidation

(thousands Euro) Company name	HQ		Share capital (expressed in Euro, unless otherwise indicated)	Result for the financial year ended 31.12.20	Shareholders' equity at al 31.12.2024	Control share at 31.12.2024	Shareholding at 31.12.2024	Consolidation method	Participants at 31.12.2024	Control share at 31.12.2023	Shareholding at 31.12.2023	Notes
Companies consolidated on a line-by-line basis:												
Agro-Inwest Sp. z o.o.	Środa Wielkopolska (Polonia)	PLN	15.610	5.444	18.306	55,16%	55,16%	Line by line	INALCA S.p.A.	0,00%	0,00%	(a)
Agrosakmara Llc.	Orenburg (Russia)	RUR	10.000	(1.187)	(1.155)	100,00%	60,00%	Line by line	Orenbeef Llc 99%; Kaskad Llc 1%	100,00%	60,00%	(a)
Agrosakmara Bashkiria Llc.	Ufa (Republic of Bashkortostan)	RUR	10.000	(714)	(739)	100,00%	60,00%	Line by line	Orenbeef Llc 99%; Kaskad Llc 1%	100,00%	60,00%	(a)
Antonio Verrini S.r.l.	Santarcangelo di Romagna (RN)		250.000	196	5.986	100,00%	51,93%	Line by line	MARR S.p.A.	100,00%	51,17%	
Bagel Nash (Retail) Limited	Londra (Regno Unito)	GBP	100	963	985	100,00%	100,00%	Line by line	Gabf Holdings Limited	100,00%	100,00%	(a)
Bright View Trading HK Ltd	Chai Wan (Hong Kong)	HKD	34.588.921	(343)	7.945	100,00%	100,00%	Line by line	Inalca Food & Beverage S.r.l.	100,00%	100,00%	(a)
Castelfrigo LV S.r.l.	Castelnuovo Rangone (MO)		2.500.000	(3.539)	9.245	100,00%	100,00%	Line by line	Italia Alimentari S.p.A.	100,00%	100,00%	
Chef Express S.p.A.	Castelvetro di Modena (MO)		20.000.000	(2.687)	22.963	100,00%	100,00%	Line by line	Cremonini S.p.A.	100,00%	100,00%	
Chef Express UK Ltd.	Londra (Regno Unito)	GBP	80.000	1.761	1.916	100,00%	100,00%	Line by line	Chef Express S.p.A.	100,00%	100,00%	(a)
Comit - Comercial italiana de alimentaciòn S.L.	Tenerife (Spagna)		117.500	315	3.127	75,00%	75,00%	Line by line	Inalca Food & Beverage S.r.l.	75,00%	75,00%	
Cremonini Restauration S.a.s.	Parigi (Francia)		1.500.000	209	1.934	100,00%	100,00%	Line by line	Chef Express S.p.A.	100,00%	100,00%	
Cremofin Roma S.r.l.	Castelvetro di Modena (MO)		10.000	(95)	4.283	100,00%	100,00%	Line by line	Cremonini Immobiliare S.r.l.	0,00%	0,00%	
Cremonini immobiliare S.r.l.	Castelvetro di Modena (MO)		10.000	(803)	74.031	100,00%	100,00%	Line by line	Cremonini S.p.A.	0,00%	# N/D	
Cremonagel S.r.l.	Santarcangelo di Romagna (RN)		10.000	68	78	100,00%	51,93%	Line by line	New Catering S.r.l.	100,00%	51,17%	
Cremonini S.p.A.	**Castelvetro di Modena (MO)**		**67.073.932**	**18.705**	**339.690**			**Holding**				
Cremovit S.r.l.	Castelvetro di Modena (MO)		3.000.000	12.575	19.585	51,00%	51,00%	Line by line	Società Agricola Corticella S.r.l.	51,00%	51,00%	
Dolfen S.r.l.	Parma		20.410	2.135	3.984	51,00%	51,00%	Line by line	INALCA S.p.A.	51,00%	51,00%	
Fiorani & C. S.r.l.	Piacenza		500.000	(1.464)	9.310	70,00%	70,00%	Line by line	INALCA S.p.A.	70,00%	70,00%	
Fresco Gourmet Pty Ltd	North Sidney (Australia)	AUD	5.125.000	(242)	(929)	100,00%	100,00%	Line by line	Inalca Food & Beverage S.r.l.	100,00%	100,00%	(a)
Frigor Carni S.r.l.	Santarcangelo di Romagna (RN)		100.000	6	4.083	100,00%	51,93%	Line by line	MARR S.p.A.	100,00%	51,17%	
Gabf Holdings Limited	Londra (Regno Unito)	GBP	7.880.953	226	(4.595)	100,00%	100,00%	Line by line	Chef Express UK Ltd.	100,00%	100,00%	(a)
Ges.Car. S.r.l.	Castelvetro di Modena (MO)		500.000	(1.519)	(878)	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Guardamiglio S.r.l.	Piacenza		1.500.000	2.504	6.163	90,00%	90,00%	Line by line	INALCA S.p.A.	90,00%	90,00%	
Hosteria Butarelli S.L.	Gran Canaria (Spagna)		353.000	(58)	78	100,00%	75,00%	Line by line	Comit - Comercial italiana de alimentaciòn S.L.	100,00%	75,00%	
Host Inns Pty Limited	North Sidney (Australia)	AUD	69.995	0	475	100,00%	100,00%	Line by line	Fresco Gourmet Pty Ltd	100,00%	100,00%	(a)
Il Castello di Castelvetro S.r.l.	Castelvetro di Modena (MO)		100.000	(300)	33	100,00%	100,00%	Line by line	Chef Express S.p.A.	100,00%	100,00%	
INALCA S.p.A.	Castelvetro di Modena (MO)		187.017.167	36.476	520.409	100,00%	100,00%	Line by line	Cremonini S.p.A.	100,00%	100,00%	
Ina.Ten. S .r.l.	Castelvetro di Modena (MO)		100.000	33	353	51,00%	51,00%	Line by line	INALCA S.p.A.	51,00%	51,00%	
Inalca Algerie S.a r.l.	Algeri (Algeria)	DZD	1.258.180.000	1.091	7.083	99,01%	99,01%	Line by line	INALCA S.p.A.	98,48%	98,48%	(a)
Inalca Angola Lda.	Luanda (Angola)	AOR	29.295.519.920	8.751	58.998	98,00%	98,00%	Line by line	INALCA S.p.A.	98,00%	98,00%	(a)
Inalca Brazzaville S.a r.l.	Brazzaville (Rep.Congo)		1.981.837	(1.543)	925	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Inalca CI S.a.r.l.	Abidjan (Costa d'Avorio)		152.449	880	3.547	99,99%	99,99%	Line by line	INALCA S.p.A.	99,99%	99,99%	
Inalca F&B Sdn Bhd	Klang Selangor (Malesia)	MYR	2.000.000	379	261	100,00%	100,00%	Line by line	Inalca Food & Beverage S.r.l.	100,00%	100,00%	(a)
Inalca Food & Beverage Cabo Verde Lda	Isla de Sal (Capo Verde)	CVE	550.026.500	(170)	1.379	100,00%	100,00%	Line by line	Inalca Food & Beverage S.r.l.	100,00%	100,00%	(a)
Inalca Food & Beverage S.r.l.	Modena		8.500.000	(3.116)	4.957	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Inalca Food Service Kaz Llp	Almaty (Repubblica del Kazakhstan)	KZT	40.000.000	(146)	197	100,00%	45,00%	Line by line	Marr Russia L.l.c.	100,00%	45,00%	(a)
Inalca Poland S.p.zo.o.	Varsavia (Polonia)	PLN	200.000.000	(3.989)	79.850	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	(a)
Inalca Kinshasa S.a.r.l.	Kinshasa (Rep.Dem.Congo)	USD	3.000.000	(1.338)	1.246	97,00%	97,00%	Line by line	INALCA S.p.A.	97,00%	97,00%	(a)
Industria Alimentar Carnes de Mocambique Ltd	Maputo (Mozambico)	MZN	390.000.000	1.656	12.776	100,00%	100,00%	Line by line	INALCA S.p.A.	99,00%	99,00%	(a)
Inter Inalca Angola Lda.	Luanda (Angola)	AOR	4.596.799	988	1.173	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	(a)
Interjet S.r.l.	Castelvetro di Modena (MO)		2.500.000	1.749	5.451	100,00%	100,00%	Line by line	Cremonini S.p.A.	100,00%	100,00%	
Italia Alimentari S.p.A.	Busseto (PR)		40.248.000	4.334	93.093	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Italia Alimentari Canada Ltd.	Brampton (Canada)	CAD	1.750.000	(63)	(776)	60,00%	60,00%	Line by line	Italia Alimentari S.p.A.	60,00%	60,00%	(a)

Follows

a) Amounts expressed in Euro resulting from the translation of the original amounts in foreign currencies. /(b) Subsidiary consolidated starting from 2024

Continued: Annex 6

(thousands Euro) Company name	HQ		Share capital (expressed in Euro, unless otherwise indicated)	Result for the financial year ended 31.12.20	Shareholders' equity at al 31.12.2024	Control share at 31.12.2024	Shareholding at 31.12.2024	Consolidation method	Participants at 31.12.2024	Control share at 31.12.2023	Shareholding at 31.12.2023	Notes
Continues												
Kaskad L.l.c.	Mosca (Russia)	RUR	3.028.315.388	3.446	41.158	60,00%	60,00%	Line by line	INALCA S.p.A.	60,00%	60,00%	(a)
La Torre Soc. Agr. Cons. a r.l.	Isola della Scala (VR)		2.120.000	1.030	8.090	63,39%	63,39%	Line by line	Società Agricola Corticella S.r.l.	56,87%	56,87%	
Le Cupole S.r.l.	Castelvetro di Modena (MO)		160.000	384	1.690	100,00%	100,00%	Line by line	Cremonini Immobiliare S.r.l.	0,00%	0,00%	
Lounge Services S.a.s.	Parigi (Francia)		0	96	143	100,00%	100,00%	Line by line	Chef Express UK Ltd.	100,00%	100,00%	
Macello di Parma S.r.l.	Parma		111.476	7	308	97,29%	49,62%	Line by line	Dolfen S.r.l.	97,29%	49,62%	
Marr Russia L.l.c.	Mosca (Russia)	RUR	100.000.000	11.786	72.700	75,00%	45,00%	Line by line	Kaskad L.l.c.	75,00%	45,00%	(a)
MARR S.p.A.	Rimini		32.191.830	43.023	336.116	52,10%	52,10%	Line by line	Cremonini S.p.A.	51,17%	51,17%	
Mille Sapori Plus S.p.z.o.o.	Varsavia (Polonia)	PLN	500.000	1.840	7.905	80,00%	80,00%	Line by line	Inalca Food & Beverage S.r.l.	80,00%	80,00%	(a)
Momentum Services Ltd.	Birmingham (Regno Unito)		269.258	1.496	2.200	100,00%	100,00%	Line by line	Chef Express UK Ltd.	100,00%	100,00%	
Montagna S.p.A.	Rossano Calabro (CS)		2.050.000	(443)	3.717	51,22%	51,22%	Line by line	INALCA S.p.A.	0,00%	0,00%	
MSP Transport S.p.z.o.o.	Varsavia (Polonia)	PLN	100.000	(187)	47	100,00%	80,00%	Line by line	Mille Sapori Plus S.p.z.o.o.	100,00%	80,00%	(a)
New Catering S.r.l.	Santarcangelo di Romagna (RN)		33.900	1.959	11.552	100,00%	51,93%	Line by line	MARR S.p.A.	100,00%	51,17%	
Orenbeef L.l.c.	Orenburg (Russia)	RUR	942.857.143	(281)	31.698	100,00%	60,00%	Line by line	Kaskad L.l.c.	100,00%	60,00%	(a)
Palermo Airport F&B società consortile a.r.l.	Castelvetro di Modena (MO)		100.000	0	100	51,00%	51,00%	Line by line	Chef Express S.p.A.	51,00%	51,00%	
Parma France S.a.s.	St Didier au Mont d'or (Francia)		1.000.000	3.815	24.756	100,00%	100,00%	Line by line	INALCA S.p.A.	76,00%	76,00%	
Parma Serv S.r.l.	Parma		10.000	160	205	51,00%	51,00%	Line by line	INALCA S.p.A.	51,00%	51,00%	
Poke MXP S.r.l.	Castelvetro di Modena (MO)		200.000	75	398	51,00%	51,00%	Line by line	Chef Express S.p.A.	51,00%	51,00%	
Railrest S.A.	Bruxelles (Belgio)		500.000	1.727	2.299	51,00%	51,00%	Line by line	Chef Express S.p.A.	51,00%	51,00%	
Realbeef S.r.l.	Flumeri (AV)		9.500.000	(3.148)	1.503	51,00%	51,00%	Line by line	INALCA S.p.A.	51,00%	51,00%	
Roadhouse S.p.A.	Castelvetro di Modena (MO)		20.000.000	(13.122)	17.555	100,00%	100,00%	Line by line	Chef Express S.p.A.	100,00%	100,00%	
Roadhouse Grill Roma S.r.l.	Castelvetro di Modena (MO)		1.200.000	(419)	(1.935)	55,00%	55,00%	Line by line	Roadhouse S.p.A.	55,00%	55,00%	
Società Agricola Corticella S.r.l.	Spilamberto (MO)		15.000.000	3.784	93.876	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Staff Service S.r.l.	Castelvetro di Modena (MO)		93.000	1.328	4.582	100,00%	100,00%	Line by line	Cremonini S.p.A.	100,00%	100,00%	
Tecali S.L.	Tenerife (Spagna)		363.000	(80)	4.444	68,32%	51,24%	Line by line	Comit - Comercial italiana de alimentaciòn S.L.	68,32%	51,24%	
Tecno-Star Due S.r.l.	Spilamberto (MO)		10.400	100	1.031	100,00%	100,00%	Line by line	INALCA S.p.A.	100,00%	100,00%	
Tecnovit S.r.l.	Roverbella (MN)		200.000	115	232	60,00%	60,00%	Line by line	INALCA S.p.A.	60,00%	60,00%	
The House of Fine Foods Ltd.	Hong Kong	HKD	100.000	(947)	648	100,00%	100,00%	Line by line	Bright View Trading HK Ltd	0,00%	0,00%	(a)
The House of Fine Foods (Macau) 1994 Ltd.	Macao (Cina)	MOP	25.000	(366)	(911)	100,00%	100,00%	Line by line	Bright View Trading HK Ltd	0,00%	0,00%	(a)
Top Best International Holding Ltd	Kwai Fong - Hong Kong	HKD	6.507.000	(545)	(1.188)	100,00%	100,00%	Line by line	Bright View Trading HK Ltd	100,00%	55,00%	(a)

a) Amounts expressed in Euro resulting from the translation of the original amounts in foreign currencies. /(b) Subsidiary consolidated starting from 2021

Continued: Annex 6

(Euro/000) Company name	HQ	Share capital (expressed in Euro, unless otherwise indicated)	Result for the financial year ended 31.12.2024	Shareholders' equity at 31.12.2024	Control share at 31.12.2024	Shareholding at 31.12.2024	Book value (A)	Portion of the Shareholders' Equity (B)	Difference (B) - (A)	Participants at 31.12.2024	Control share at 31.12.2023	Shareholding at 31.12.2023	Notes
Investments valued at equity:													
Associated companies:													
Avirail S.a.s.	Parigi (Francia)	100.000	(4)	633	49,00%	49,00%	14	310	296	Cremonini Restauration S.a	49,00%	49,00%	(c)
Investments valued at cost:													
Subsidiaries													
Best Italian Meat S.r.l.	Fasano (BR)	10.000	56	291	51,00%	51,00%	136	148	12	Montagna S.p.A.	0,00%	0,00%	(a) (b)
Bright View Trading Macau Ltd	Macao (China)	MOP 25.000	nd	nd	100,00%	100,00%	-	-	-	Bright View Trading HK Ltd.	100,00%	100,00%	(a)
Casina Holding Ltd	Hong Kong (China)	HKD 10.000	nd	nd	70,00%	70,00%	1	-	-	Inalca Food & Beverage S.r.l	0,00%	0,00%	(a)
Fratelliditalia S.A. de C.V.	Playa del Carmen (Messico)	MXN 100.000	92	(2.535)	80,00%	80,00%	-	-		Inalca Food & Beverage S.r.l	80,00%	80,00%	(a) (e)
Inalca Food & Beverage China Holding Ltd	Hong Kong (China)	HKD 28.806.429	0	(3.903)	100,00%	100,00%	-	(3.903)	(3.903)	Inalca Food & Beverage S.r.l	0,00%	0,00%	(a) (b)
Inalca Food & Beverage (Thailand) Ltd	Samutprakarn (Thailandia)	THB 117.650.000	(506)	(14.078)	100,00%	100,00%	-	(14.078)	(14.078)	Inalca Food & Beverage S.r.l	100,00%	100,00%	(a) (c)
Inalca Foods Nig Limited (in liquid.)	Nigeria	Naira 10.000.000	nd	nd	57,00%	57,00%	-	-	-	INALCA S.p.A.	57,00%	57,00%	(a)
Inalca Russia L.l.c.	Odintsovo (Russia)	RUR 150.000	(0)	(0)	100,00%	60,00%	1	-	-	Kaskad L.l.c.	100,00%	60,00%	(a) (c)
Industria da Carninha Lda	Luanda (Angola)	AOA 1.000.000	nd	nd	51,00%	49,98%	1	-	-	Inalca Angola Lda.	0,00%	0,00%	(a)
Italia Alimentari USA Corporation	Ewing (US)	USD 800.000	(172)	273	100,00%	100,00%	-	273	273	Italia Alimentari S.p.A.	100,00%	100,00%	(a) (b)
Montana Alimentari Gmbh (in liquid.)	Moeglingen (Germania)	25.000	(14)	699	100,00%	100,00%	483	699	216	INALCA S.p.A.	0,00%	0,00%	(b)
Salumi Montagna S.r.l.	Mandatoriccio (CS)	100.000	12	723	52,00%	52,00%	52	376	324	Montagna S.p.A.	0,00%	0,00%	(b)
Sama S.r.l.	Paternò (CT)	4.650.000	(78)	2.306	50,50%	50,50%	2.350	1.165	(1.185)	INALCA S.p.A.	0,00%	0,00%	(b)
Società Agricola Transumanza S.r.l.	Mistretta (ME)	10.000	(102)	(72)	100,00%	100,00%	164	(72)	(236)	INALCA S.p.A.	100,00%	100,00%	(b)
Vigasio Energy S.r.l.	Castelvetro di Modena (MO)	100.000	(0)	50	70,00%	70,00%	35	35	-	INALCA S.p.A.	70,00%	70,00%	(b)
Associated companies:													
A.G.M. S.r.l.	Castelnovo di Sotto (RE)	97.800	(54)	74	41,77%	41,77%	333	31	(302)	INALCA S.p.A.	38,76%	38,76%	(c)
Biorg S.r.l.	Bologna (BO)	10.000.000	(2.938)	5.629	30,00%	30,00%	2.148	1.689	(459)	INALCA S.p.A.	30,00%	30,00%	(b)
Ca' Bianca Soc. Agr. a r.l.	Cittadella (PD)	10.000	331	1.370	30,00%	19,02%	675	411	(264)	La Torre Soc. Agr. Cons. a r.l.	30,00%	16,50%	(c)
Consorzio I.R.I.S. S.a.r.l.	Bolzano	10.000	8	16	37,50%	37,50%	4	6	2	Interjet S.r.l.	37,50%	37,50%	(g)
Farm Service S.r.l.	Reggio Emilia	1.100.000	124	6.651	16,82%	16,82%	257	1.119	862	INALCA S.p.A.	16,82%	16,82%	(b)
Frigomacello S.r.l.	Fermo (AP)	90.000	(19)	71	50,00%	50,00%	111	36	(75)	INALCA S.p.A.	50,00%	50,00%	(c)
Frimo S.A.M.	Principato di Monaco	150.000	92	1.432	45,50%	45,50%	651	652	1	INALCA S.p.A.	45,50%	45,50%	(c)
Inalca Food and Beverages West Africa Ltd	Lagos - Nigeria	Naira 20.000.000	-	-	45,00%	45,00%	-	-	-	INALCA S.p.A.	45,00%	45,00%	(a) (b)
Jolanda De Colò S.p.A.	Palmanova (UD)	846.000	441	2.005	34,00%	34,00%	1.828	682	(1.146)	MARR S.p.A.	34,00%	17,30%	(b)
SCEA PBL	Chabrignac (Francia)	300.000	5	192	30,00%	30,00%	90	58	(32)	Parma France S.a.s.	30,00%	15,30%	(b)
SC Pulsar	Chabrignac (Francia)	306.000	(8)	585	30,00%	30,00%	240	176	(64)	Parma France S.a.s.	30,00%	15,30%	(b)
Società Agricola Marchesina S.r.l.	Castelvetro di Modena (MO)	6.000.000	(1.443)	3.184	50,00%	50,00%	2.780	1.592	(1.188)	Società Agricola Corticella S	50,00%	50,00%	(b)
Unitea S.r.l.	Mantova (MN)	100.000	(423)	1.836	50,00%	50,00%	-	918	918	INALCA S.p.A.	50,00%	50,00%	(b)
Zaino IF&B Co. Ltd	Samut Prakan (Thailandia)	THB 160.000.000	(437)	4.023	50,00%	50,00%	1.658	2.011	353	Inalca Food & Beverage S.r.l	50,00%	50,00%	(a) (c)

NOTES

(a) Amounts expressed in Euro resulting from the translation of the original amounts in foreign currencies/(b) The figures refer to 31 December 2021, the last financial statements available/(c) The figures refer to 31 December 2020, the last financial statements available/(d) The figures refer to 31 December 2019, the last financial statements available/(f) Non-operating company

Annex 7

List of consolidated companies broken down by sector

The Group, which operates in the food sector, carries out its activity in three macro areas of business:

- Production;
- Distribution;
- Catering.

The companies operating in each sector are reported below.

Production Sector

The following companies operates in various segments of this sector:

Company	Business
a) Production – Italy	
INALCA S.P.A. Via Spilamberto n. 30/C - Castelvetro di Modena (Modena)	Slaughtering, processing and trading of beef-based products.
CREMOVIT S.R.L. Via Spilamberto 30/C - Castelvetro di Modena (Modena)	Calf breeding.
DOLFEN S.R.L. Via Solferino, 2 - Parma	Controlling interest in Macello di Parma S.r.l..
FIORANI & C. S.R.L. Via Coppalati no.52 - Piacenza	Processing and trading of beef-based products.
GES.CAR. S.R.L. Via Spilamberto no. 30/C - Castelvetro di Modena (Modena)	Services connected to beef processing and treatment at the INALCA plant in Ospedaletto Lodigiano.
GUARDAMIGLIO S.R.L. Via Coppalati no. 52 - Piacenza	Operation of retail stores (butcher shops and delicatessens).
INA TEN S.R.L. Via Spilamberto 30/C - Castelvetro di Modena (Modena)	Lease of the Group-owned property for processing of by-products.
LA TORRE SOCIETA' AGRICOLA A R.L. Via Crosoncino 4 - Isola della Scala (Verona)	It carries out farming and animal husbandry activities, and operates one of the major livestock centres in Northern Italy.
MACELLO DI PARMA S.R.L. Via del Taglio, 6 - Parma	The company operates the municipal slaughterhouse in Parma under a concession agreement.
MONTAGNA S.P.A. Contrada Toscano Iole, SNC, 87067- Rossano Calabro (Cosenza)	It owns the Rossano Calabro plant operated by parent company INALCA S.p.A., conducts beef and pork slaughtering business on behalf of third parties, and distribution platform in the Calabria region.
PARMA SERV S.R.L. Viale Solferino 11- Parma	Selling cattle in Italy and providing services to Parma France and its subsidiaries.
REALBEEF S.R.L. Contrada Tierzi - Flumeri (Avellino)	Slaughtering, processing and trading of beef-based products.
SOC. AGR. CORTICELLA S.R.L. Via Corticella no. 15 - Spilamberto (Modena)	Breeding of cattle, both directly and under agistment contracts.
TECNO-STAR DUE S.R.L. Via dei Marmorari , 88 - Spilamberto (Modena)	Design of buildings and plants, management of maintenance and refurbishment activities.
TECNOVIT S.R.L. Strada Boccalina 1- Roverbella (Mantua)	Production and sale of feed supplements and feeds for cattle and pigs.

b) Production – abroad

AGRO INWEST SP.ZO.O. Baszkow n.123, 63-760 –Zduny – Poland	Breeding and sale of cattle in Poland.
AGROSAKMARA LLC. Dorozhnaya str.50, Chernyi Otrog - Orenburg – Russia	Breeding of cattle in Russia.
AGROSAKMARA BASHKIRIYA LLC. Via Admiral Makarov,26 (b. 2, office 16) - Ufa - Republic of Bashkortostan	Feedlot development in the Russian region.
INALCA ALGERIE S.A.R.L. 08, Rue Cherif Hamani - Algiers - Algeria	Currently it is not operating and is in the process of being transformed into manufacturing operations.
INALCA ANGOLA Ltda. Rua Deolinda Rodrigues n. 563 - Luanda - Angola	Trading and processing of food products.
INALCA BRAZZAVILLE S.a r.l.u. Immeuble Lincoln, 15 Boulevard Charles de Gaulle - Pointe Noire – Republic of Congo	Trading of food products.
INALCA CI S.a.r.l. 04 BP Abidjan 04-Plateau Bvrd Carde- Ivory Coast	Company active in trading food products in general in the Ivory Coast.
INALCA FOOD SERVICE KAZ LLP Bekmakhanova street, 96/2 - Almaty - Republic of Kazakhstan	Start-up company that carries out distribution to Ho.Re.Ca. in Almaty.
INALCA KINSHASA S.p.r.l. Kinshasa 11eme - Rue Limete Industriel n. 112, Limete (Kinshasa) – Democratic Republic of Congo	Trading and processing of food products.
INALCA POLAND SP.ZO.O Al. Jana Pawła II n. 80, Warsaw - Poland	It operates the cattle production, slaughtering and processing plant at the company-owned area in Sochocin in Poland.
INDUSTRIA ALIMENTAR CARNES DE MOCAMBIQUE Lda. – Avenida de Mocambique Km 9.5 Barrio Zimpeto Distretto 5- Maputo – Mozambique	Trading of food products.
INTER INALCA ANGOLA Ltda. Rua Major Kayangulo n. 504 - Luanda - Angola	Trading and processing of food products.
KASKAD OOO L.l.c. Via Vostochnaya 5, Odintsovo (Moscow) – Russia	Real estate services.
MARR RUSSIA LLC. Via Vostochnaya 5, Odintsovo (Moscow) – Russia	Trading of food products.
ORENBEEF LLC Via Pionerskaya 2 - Orenburg - Russia	Slaughtering, processing and trading of beef-based products in Orenburg.
PARMA FRANCE S.A.S. 13 rue Claude Chappe, Le Parc de Crécy 69370 St - Didier au Mont d'or – France	Sub-holding company in the Parma France Group, which sells livestock in France.

c) Cured meats and snacks

ITALIA ALIMENTARI S.P.A. Via Europa n. 14 - Busseto (Parma)	Production and trading of food products (cured meats and delicatessen).
CASTELFRIGO LV S.R.L. Via Aldo Moro 4a - Castelnuovo Rangone (Modena)	Processing and distribution of fresh and frozen pork, specialising in the preparation of bacon and jowls.
ITALIA ALIMENTARI CANADA LTD 116, Nugget Court - L6T5A9 Brampton - Ontario - Canada	Production (slicing) and distribution in Canada concerning cured meats produced.

d) Food & Beverage

INALCA FOOD & BEVERAGE S.r.l. Via della Pace 6/C – Castelnuovo Rangone (Modena)	Trading and distribution of food products and beverages.
BRIGHT VIEW TRADING HONG KONG LTD. Unit B, 13/F Wah Shing Centre, 5 Fung Yip Street - Chai Wan, Hong Kong	Distribution of food products to foodservice in Hong Kong.
COMIT – COMERCIAL ITALIANA DE ALIMENTACION S.L. Calle Peres Galdòs s/n, San Isidro - Granadilla de Albona - Tenerife	Distribution of food products to foodservice in the Canary Islands.
FRESCO GOURMET PTY LTD 90, Arthur Street - North Sidney - Australia	Distribution of food products to foodservice in Australia.
HOST INNS PTY LTD 90, Arthur Street - North Sidney - Australia	The Australian company is specializing in the distribution of wine, mainly Italian wine, to foodservice in the Sydney area.
HOSTERIA BUTARELLI S.L. Calle Herraje s/n, nave 29, Poligono Industrial de Arinaga Agiunes - Grand Canary	Production of fresh pasta in the Canary Islands.
INALCA FOOD & BEVERAGE LDA (Cabo Verde) Rua Amilca Cabra, 1°Andar do Predio Argos - Santa Maria - Ilha do Sal - Cape Verde	Distribution of Italian food products in Cape Verde.
INALCA F&B SDN BHD 151 B, Jalan Batu Tiga Lama Taman Rashna - Klang Selangor Darul Ehasan – Malaysia	Distribution of Halal food products to foodservice in Malaysia.
MILLE SAPORI PLUS S.P.Z.O.O. ul. Kazimierza Gierdziejewskiego 7- Warsaw – Poland	Leading company in the distribution of Italian food products in the Polish foodservice market.
MSP TRANSPORT SP.ZO.O. ul. Kazimierza Gierdziejewskiego 7- Warsaw - Poland	Transport company owned by Mille Sapori Plus SP. ZO.O.
TECALI S.L. Camino Real de la Oratava 215,El Ortigal - La Laguna – Tenerife	Production of mozzarella and fresh cheeses in the Canary Islands.
TOP BEST INTERNATIONAL HOLDING LTD Unit 701 2920, Block 1, Golden Industrial Bldg 16-26, Kwai Tak Street - Hong Kong Kwai Fong	Subsidiary company of IFB China Holding, which conducts mozzarella production in Hong Kong.
THE HOUSE OF FINE FOODS (MACAU) 1994 LDA. Avenida de Vencesla Morais SN Centro Industrial Macau 10-andar F, Macau	The company, which is owned by Bright View Ltd., carries out high-end food distribution in Macau.
TOP BEST INTERNATIONAL HOLDING LTD. Unit 701 2920, Block 1, Golden Industrial Bldg 16-26, Kwai Tak Street - Kwai Fong - Hong Kong	Subsidiary company of IFB China Holding, which conducts mozzarella production in Hong Kong.

Distribution Sector

The following companies operate in this sector:

Company	Business
Foodservice (distribution to catering)	
MARR S.p.A. Via Spagna no. 20 – Rimini	Trading and distribution of fresh, dried and frozen food products for foodservice operators.
ANTONIO VERRINI S.R.L. Via Pasquale Tosi no. 1300 - Santarcangelo di Romagna (Rimini)	Trading and distribution of fresh, frozen and deep-frozen seafood products mainly in Liguria and Versilia areas.
CREMONAGEL S.R.L. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (Rimini)	Sale and distribution of food products to bars and fast-food restaurants.
FRIGOR CARNI S.R.L. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (Rimini)	Marketing and distribution of fresh, dry and deep-frozen food products mainly in the Calabria Region.
NEW CATERING S.r.l. Via dell'Acero no.1/A, Santarcangelo di Romagna (Rimini)	Trading and distribution of food products to bars and fast-food outlets.

Catering Sector

The business conducted in this sector is divided into three areas, through the following companies and/or corporate divisions:

Company	Business
a) On-board catering	
CHEF EXPRESS S.p.A. – Railway Division Registered and administrative office, Via Modena no. 53 Castelvetro di Modena (Modena)	Concession for operating on-board catering.
CHEF EXPRESS UK LTD. 1-3 Union Street, Kingston Upon Thames, Surrey, London – United Kingdom	Holding company mainly operating in the on-board sector and under concession agreements.
CREMONINI RESTAURATION S.a.s. 83, Rue du Charolais, Paris – France	Non-operating company.
LOUNGE SERVICES S.a.s 91, Rue du Faubourg Saint-Honoré – Paris – France	Concession for operating welcome services in the Eurostar passenger lounges in Paris.
MOMENTUM SERVICES LTD. Parklands Court, no.24 – Birmingham Great Park Rubery – Birmingham - United Kingdom	Concession for operating on-board catering on the trains connecting London to Paris and Brussels through the Eurotunnel.
RAILREST S.A. Rue de France 95 (Frankrijkstraat) 1070, Brussels - Belgium	Concession for operating on-board catering on Thalys high-speed trains connecting Belgium to France, Holland and Germany.

b) Concession Catering

CHEF EXPRESS S.p.A. – Concession Division Registered and administrative office, Via Modena 53 Castelvetro di Modena (Modena)	Operator in the commercial concession catering area. Specifically, catering is managed in the premises of major Italian railway stations, airports and hospitals and service stations of the motorway network.
BAGEL NASH (RETAIL) LTD. 90a Tooley Street, London, SE1 2TH – United Kingdom	It runs eleven bagel-theme outlets in northern England.
GABF HOLDING LTD. 90a Tooley Street London – United Kingdom	Sales of bagels in London and Ireland.
PALERMO AIRPORT F&B SOCIETA' CONSORTILE A R.L. Via Modena n. 53, Castelvetro di Modena (Modena)	It operates catering facilities at Palermo airport.

c) Commercial Catering

ROADHOUSE S.P.A. Via Modena no. 53, Castelvetro di Modena (Modena)	Operation of a chain of restaurants which operates with "Roadhouse Restaurant", "Calavera", "Billy Tacos" and "Smokery", and "*Ric CicKen House*" brands
IL CASTELLO DI CASTELVETRO S.R.L. Via Modena n. 53, Castelvetro di Modena (Modena)	Operation of a restaurant in the historic village of Castelvetro di Modena.
POKE MXP S.R.L. Via Modena n. 53, Castelvetro di Modena (Modena)	Operation of catering facilities inside the Milan Malpensa airport (in particular poke bars).
ROADHOUSE GRILL ROMA S.R.L. Via Modena n. 53, Castelvetro di Modena (Modena)	Operating a chain of steakhouse restaurants in Rome and Lazio Region.

Centralized activities (holding company, property and services)

The activities carried out in this area are mainly connected to the provision of specialised services supporting the operating sectors and management of real estate assets, and include the following companies:

Company	Business
CREMONINI S.p.A. Via Modena 53, Castelvetro di Modena (Modena)	Provides support services to Group companies in the areas of finance, insurance, legal and management/administration. It also manages the Group's real estate assets.
CREMOFIN ROMA S.R.L. Via Modena n. 53 - Castelvetro di Modena (MO)	Group's real estate asset management.
CREMONINI IMMOBILIARE S.R.L. Via Modena n. 53 - Castelvetro di Modena (MO)	Group's real estate asset management.
INTERJET S.R.L. Via Belvedere no. 23 - Castelvetro di Modena (Modena)	Air transport services (P.P.T).
LE CUPOLE S.R.L. Via Modena n. 53 - Castelvetro di Modena (MO)	Group's real estate asset management.
STAFF SERVICE S.R.L. Via Modena no. 53 - Castelvetro di Modena (Modena)	Processing and administrative management of payrolls.

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Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010

To the shareholders of
Cremonini SpA

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Cremonini SpA (hereinafter also the "Company") and its subsidiaries (together, the Group), which comprise the statement of financial position as of 31 December 2024, the income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with IFRS Accounting Standards issued by the International Accounting Standards Board and adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of this report. We are independent of Cremonini SpA pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Directors and the Board of Statutory Auditors for the Consolidated Financial Statements

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards issued by the International Accounting

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Standards Board and adopted by the European Union and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The directors are responsible for assessing the Group's ability to continue as a going concern and, in preparing the consolidated financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern. In preparing the consolidated financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate Cremonini SpA or to cease operations, or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the

consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;

- We evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- We obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on the consolidated financial statements.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

Report on Compliance with other Laws and Regulations

Opinions and statement in accordance with article 14, paragraph 2, letters e), e-bis) and e-ter) of Legislative Decree No. 39/10

The directors of Cremonini SpA are responsible for preparing a report on operations of Cremonini group as of 31 December 2024, including its consistency with the relevant financial statements and its compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to:

- express an opinion on the consistency of the report on operations with the consolidated financial statements;
- express an opinion on the compliance with the law of the report on operations;
- issue a statement on material misstatements, if any, in the report on operations.

In our opinion, the report on operations is consistent with the consolidated financial statements of Cremonini group as of 31 December 2024.

Moreover, in our opinion, the report on operation is prepared in compliance with the law.

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With reference to the statement referred to in article 14, paragraph 2, letter e-ter), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

Parma, 24 April 2025

PricewaterhouseCoopers SpA

Signed by

Nicola Madureri
(Partner)

This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.