

Half-Year Financial Report

October 31, 2024



Contents

Interim management report as of October 31, 2024	3
Management and auditing boards of Sesa SpA	4
Highlights	5
Sesa Group Business Model	6
Significant events during the period	9
Foreword	11
Alternative Performance Indicators and Pro Forma Results	12
Management trend	15
General economic trend.....	15
Trend in the sector in which the Group operates	16
Economic highlights of the Sesa Group.....	17
Highlights of the Group's income statement and balance sheet.....	23
Main risks and uncertainties to which the Group and Sesa S.p.A are exposed.....	38
Governance Model	41
Long-term sustainable value creation	43
People	44
Hiring	44
Training and professional development of resources	45
Health and Safety	45
Welfare	46
Transactions with Related Parties and Group companies	47
Significant events occurring after the end of the half-year	47
Outlook	47
Condensed interim consolidated financial statements as of October 31, 2024	48
Consolidate Income Statement	49
Consolidated Statement of Financial Position	50
Consolidated Statement of Changes In Equity	53
Declaration pursuant to article 154-bis, paragraph 2, of Legislative Decree no. 58 of 24 February 1998, "Consolidated Law on Financial Intermediation", as amended.....	85

Interim
management
report as of
October 31, 2024



Management and auditing boards of Sesa SpA

Board of Directors

	Genere	Anno di nascita	Role	Deadline
Paolo Castellacci	♂	30/03/1947	Chairman	approval of FS as of 30 April 2027
Giovanni Moriani	♂	19/11/1957	Executive Vice Chairman	approval of FS as of 30 April 2027
Moreno Gaini	♂	14/09/1962	Executive Vice Chairman	approval of FS as of 30 April 2027
Alessandro Fabbroni	♂	03/03/1972	Chief Executive Officer	approval of FS as of 30 April 2027
Claudio Berretti	♂	23/08/1972	Non-Executive Director	approval of FS as of 30 April 2027
Giuseppe Cerati	♂	15/05/1962	Independent Director	approval of FS as of 30 April 2027
Angela Oggionni	♀	08/06/1982	Independent Director	approval of FS as of 30 April 2027
Chiara Pieragnoli	♀	11/11/1972	Independent Director	approval of FS as of 30 April 2027
Giovanna Zanotti	♀	18/03/1972	Independent Director	approval of FS as of 30 April 2027
Angelica Pelizzari	♀	18/10/1971	Independent Director	approval of FS as of 30 April 2027

Corporate Governance Bodies

	Deadline
Control and Risks and Related Parties Committee	
Giuseppe Cerati (Chairman), Giovanna Zanotti, Chiara Pieragnoli	approval of FS as of 30 April 2027
Director in charge of Internal Control: Alessandro Fabbroni	approval of FS as of 30 April 2027
Remuneration Committee	
Angela Oggionni (Chairman), Giovanna Zanotti, Claudio Berretti	approval of FS as of 30 April 2027
Sustainability Committee	
Angela Pellizzari (Chairman), Giovanna Zanotti, Alessandro Fabbroni	approval of FS as of 30 April 2027

Management Control Committee

	Role	Deadline
Giuseppe Cerati	Chairman	approval of FS as of 30 April 2027
Chiara Pieragnoli	Committee Member	approval of FS as of 30 April 2027
Giovanna Zanotti	Committee Member	approval of FS as of 30 April 2027

Supervisory Board pursuant to Law 231/2011

	Role	Deadline
Giuseppe Cerati	Chairman	approval of FS as of 30 April 2027
Chiara Pieragnoli	Committee Member	approval of FS as of 30 April 2027
Giovanna Zanotti	Committee Member	approval of FS as of 30 April 2027

Audit company

		Deadline
Company entrusted with the statutory audit	KPMG SpA	approval of FS as of 30 April 2024

Highlights

Consolidated economic reclassified and pro-forma data as of October 31 of each year

(Euro thousands)	2024 Pro-forma*	2023	2022	2021	2020
Revenues	1,491,342	1,482,856	1,298,771	1,024,779	883,159
Total revenue and other income ⁽¹⁾	1,517,464	1,501,619	1,311,736	1,036,700	889,280
EBITDA	107,893	113,262	93,387	73,272	53,566
Adjusted operating profit (EBIT) ⁽¹⁾	83,601	90,655	70,370	56,183	39,075
Operating profit (EBIT)	64,397	75,040	62,655	50,532	35,725
Profit (loss) before taxes	45,429	60,906	58,761	47,326	34,286
Net profit (loss) for the period	32,619	41,588	41,133	33,968	24,392
Net profit (loss) for the period attributable to the Group	28,553	38,952	38,748	31,811	21,817
Adjusted net profit (EAT) attributable to the Group ⁽¹⁾	42,222	50,067	45,882	35,833	24,202

Consolidated financial reclassified and pro-forma data as of October 31 of each year

Total Net Invested Capital	587,818	500,162	341,648	253,055	249,246
Total Shareholders' Equity	474,790	442,805	352,144	286,627	272,326
- attributable to the Shareholders of the Parent Company	425,757	397,198	323,580	267,159	253,089
- attributable to non-controlling interests	49,033	45,607	28,564	19,468	19,237
Total Net Financial Position Reported (Net Liquidity)	122,076	57,357	(10,496)	(33,572)	(23,080)
Net Financial Position (Net Liquidity) ⁽²⁾	(88,105)	(153,433)	(189,490)	(170,868)	(101,653)

Consolidated economic ratio reclassified and pro-forma as of October 31 of each year

EBITDA / Total revenue and other income	7.2%	7.5%	7.1%	7.1%	6.0%
EBIT / Total revenue and other income (ROS)	4.2%	5.0%	4.8%	4.9%	4.0%
EAT Adjusted attributable to the Group/ Total revenue and other income	2.8%	3.3%	3.5%	3.5%	2.7%

Market Data

Listing Market	Euronext – Star	Euronext Star	Euronext Star	Euronext Star	Euronext Star
Quotation (Eu as at 10/31 each year)	79.9	95.3	109.7	169.6	80.5
Dividend per share (Eu) ⁽⁴⁾	1.00	1.00	0.90	0.85	0 ⁽³⁾
Overall Dividend (Eu mn) ⁽⁵⁾	15.495	15.5	13.9	13.2	0 ⁽²⁾
Pay Out Ratio ⁽⁶⁾	19.8%	19.7%	17.7%	25.2%	0 ⁽³⁾
Shares Issued (in millions)	15.49	15.49	15.49	15.49	15.49
Capitalisation (Eu mn) as at 10/31	1,238.0	1,475.9	1,699.8	2,627.9	1,247.3
Market to Book Value ⁽⁷⁾	2.6	3.3	4.8	9.1	4.6
Dividend Yield (on 10/31 quotation) ⁽⁸⁾	1.3%	1.0%	0.8%	0.5%	0 ⁽³⁾
Earnings per share (basic) (Eu) ⁽⁹⁾	1.73	2.52	2.51	2.06	2.46
Earnings per share (diluted) (Eu) ⁽¹⁰⁾	1.72	2.51	2.50	2.05	2.45

(1) Total Revenues and other Income includes fair value adjustment of financial liabilities for Puts, Earn Outs towards minority shareholders and fair value adjustment in the case of step up acquisitions Adjusted operating profit before amortisation of customer lists and know-how recognised as a result of the PPA process and gross of the Stock Grant costs. Adjusted net profit attributable to the Group before amortisation of customer lists and know-how recognised as a result of the PPA process and gross of the Stock Grant costs net of the related tax effect and of non-recurring taxes. (2) Net Financial Position not including non-interest-bearing payables and commitments for deferred payments of corporate acquisitions (Earn Out, Put Option, deferred prices) and liabilities recognised in application of IFRS 16. (3) The Shareholders' Meeting of Sesa SpA of August 28, 2020 resolved not to distribute dividends in view of the pandemic emergency. (4) Dividends paid in the following year from the profit for the year as of April 30 each year. (5) Dividends gross of the portion relating to treasury shares. (6) Dividends before the share relating to treasury shares / Consolidated Net Profit attributable to shareholders as of April 30 each year. (7) Capitalisation based on share price as of October 31 each year / Consolidated Shareholders' Equity. (8) Dividend per share / Market value per share as of April 30 each year. (9) Net profit attributable to the Group at April 30 / average number of ordinary shares net of treasury shares – Reported data. (10) Net profit attributable to the Group at April 30 / average number of ordinary shares net of treasury shares in portfolio and including the impact of Stock Grant plans (up to the limit of treasury shares in portfolio) - Reported data.

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl and subsidiaries, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

Sesa Group Business Model

Sesa, with headquarters in Empoli (FI), active throughout Italy and present in a number of foreign countries including Germany, Switzerland, Austria, France, Spain and Romania, is at the head of a Group that represents the reference operator in Italy in the sector of technological innovation, consulting and vertical applications for the business segment, with consolidated revenues of Euro 3,210.4 million and approximately 5,700 resources as of April 30, 2024 (Source: consolidated figures as of April 30, 2024)..

The Sesa Group has the mission of offering technological solutions, consulting and business applications to companies and organisations, supporting them in their digital transformation and innovation path with an organisational model in Vertical business lines and Business sectors.

The Business Sectors (SSI, Business Services, VAS and Digital Green) have a strong focus on the target market with dedicated marketing and sales structures.

Within each of the Sectors, vertical business lines are developed with specialised technical and commercial structures for market segments and areas of expertise.

CORPORATE SECTOR

The **Corporate Sector** deals with the strategic governance and operational, financial and human resources management of the Group through Sesa SpA. Specifically, Sesa SpA performs the Group's operational holding and management activities, taking care of administrative and financial management, organisation, planning and control, human resources management, general affairs, corporate information systems, legal and the Group's extraordinary finance operations, with a total of about 180 rights resources.

Following the recent entry into the organisation of the subsidiary Adiacent, the Corporate Sector extended its activities in the development of Customer Experience technology and application solutions to the whole of the Sesa Group. Adiacent SpA (benefit company) supplies digital transformation and customer experience services through a staff of about 200 highly specialised personnel operating both in Italy and the Far East, promoting the offer of European manufacturers on international e-commerce platforms.

SOFTWARE AND SYSTEM INTEGRATION (SSI) SECTOR

The **Software and System Integration Sector** is active in offering Technological Innovation solutions, Digital

Services and Business Applications for the Enterprise segment. Var Group SpA, which consolidates the sector, is a reference operator in the digitalisation offer for the SME and Enterprise segments with a customer base of over 10,000 companies, 2000 of which in foreign countries, and an integrated offering in the following areas: Cloud Technology Services, Cyber Security, Proprietary ERP and Vertical Solutions, Enterprise Platform, Digital Workspace, Data/AI, Digital Experience.

Cloud Technology Services - Business Unit offering integrated Hybrid and Cloud Services and Infrastructure Modernization solutions in support of the digital evolution of enterprises and organisations.

Cyber Security - The Business Unit is distinguished by its expertise and specialisation in the Cyber Security sector, thanks to the services of Yarix Srl, Group company and leader in the Italian market, and the recent extension of activities on the European market with the acquisition of Wise Security Global, reference company for the cyber security solutions segment on the Spanish market.

Proprietary ERP and Vertical Solutions - Strategic

Business Unit with a complete range of national proprietary ERPs and Vertical Applications specialised for the main Made in Italy districts (Sirio, Panthera, Essenza, Sigla++, as well as applications for the food retail and mass distribution sector with the solutions of the Tekne Group companies. The ERP and Industry Solutions Business Unit is the sector's main operational area in terms of employment, with about 1,300 resources.

Enterprise Platforms - Strategic Business Unit offering a complete range of consultancy and business integration in the field of ERP and International Verticals (SAP, Microsoft, Siemens Industry Software) made available to companies in the main Italian and European economic districts with about 400 dedicated resources.

Data Science/AI - Advanced and Predictive Analysis, Data Intelligence and applied and generative Artificial Intelligence (AI) activities are becoming increasingly important in order to optimise business processes, support the digital transformation of enterprises and organisations, and improve the way companies work and the way people live. The Business Unit was established in FY 2021 with the acquisition of the companies Analytics Network and SPS. In 2023, it incorporated the organisation of Mediamente Consulting and in 2024 that of Visualitics, resulting in the development of a team of about 200 human resources with specific skills in the Data/AI field, about 50% of whom are under the age of thirty. The activities of the Business Unit are also crucial in supporting the evolution of the skills and applications of the Sector's other skills centres in the fields of Cloud, Cyber Security and Vertical Applications.

Digital Experience - The Business Unit offers digital experience, marketing and digital strategy, and omnichannel e-commerce services through a specialised team of about 80 resources, forming a skills centre integrated with the offer of the entire SSI Sector.

Digital Workspace - Strategic Business Unit dedicated to digital workspace solutions and to solutions for Collaboration and the digitisation of workstations, optimising audio and video functions in the most common

contexts of use at enterprise level, with about 180 human resources. The Business Unit, set up in FY 2023 following the acquisition of Durante SpA, incorporated the solutions of Sangalli Tecnologie Srl in FY 2024.

SETTORE BUSINESS SERVICES (BS)

The **Business Services Sector**, consolidated by the Base Digitale Group, is organised into four main vertical Strategic Business Units and is active in offering Digital Platform, Vertical Banking Applications, Security and Consulting solutions within the scope of Securitization and the Credit Management Platform for the Financial Services segment. AI skills and tools embedded in the digital platforms offered to customers have been developed in the sector.

Base Digitale Security (BDS) - Strategic Business Unit dedicated to physical and IT security solutions for the banking and retail market, through digital platforms, monitoring and access control systems and vertical applications for the front office, with about 100 resources operating throughout the country.

Base Digitale Platform (BDP) - Business Unit that develops digital skills and platforms to support the operational processes of companies and organisations in the Financial Services and Large Enterprise sectors. In particular, the Strategic Business Unit offers platforms for customer service, automation and digitisation of document and operational processes, with around 350 resources.

Base Digitale Applications - Strategic Business Unit dedicated to the development of vertical software solutions on cloud platforms for the banking sector (treasury, derivatives, finance, wealth management), with a staff of over 150 human resources and an R&D centre based in Parma. It integrates the offer of BDX and BDY, a company set up following a long-term partnership agreement with Centrico, (Banca Sella Group), active in the provision of Core Banking ERP solutions. Starting from FY 2025, the business unit will include the offering of Advance Technology Solutions SpA, ("ATS") a

company acquired in May 2024 with over 100 resources dedicated to the development of capital market platforms, with specific expertise in Data/AI.

Digital Base 130 Servicing - Strategic Business Unit established following entry into the Group of 130 Servicing SpA, with headquarters in Milan and a staff of 130 human resources, specialising in advisory and non-delivery master servicing services for asset management companies, institutional investors and securities brokerage firms.

VALUE ADDED SOLUTIONS (VAS) SECTOR

The **Value Added Solutions Sector** is active in the aggregation of technological solutions for the business segment, offering integrated consulting, marketing, education and technical assistance services. Computer Gross SpA, which consolidates the Sector, is the Italian leader in Value Added Distribution (48% of market share, source Sirmi year 2024) with a customer set of about 25,000 business partners active throughout Italy and in the DACH Region. The Sector benefits from strategic partnerships with leading international Vendors and from the specialisation of its business units, equipped with teams with technical and digital skills, with a prevailing focus on Advanced Solutions (Cloud, Security, Data Center, Networking and Data/AI Solutions) accounting for about 75% of VAS revenues in FY 2024.

Cloud, Security Software, Data Center Solutions - The Cloud, Security and Data Center offering is one of the main strategic focuses of the VAS Sector's Advanced Solutions offering and includes Public and Hybrid Cloud, Data Center and Cyber Security Technology solutions (SIEM, end point security, software encryption management) also as a service and through cloud platforms.

Data/AI Solutions - The offering of the Data/AI Business Unit includes Data Science, Advanced Analytics and Artificial Intelligence both applied and generative, with a specialised team of resources dedicated to the development of AI projects in partnership with major International Vendors, active in these fields, including

Microsoft and IBM. In particular, during FY2024: (i) Computer Gross established the first competence centre in IBM watsonx in order to accelerate opportunities for business partners through enablement, demand generation, training and technical support activities; (ii) Computer Gross was the reference partner of Microsoft, developing a specific focus on Copilot AI solutions.

Devices and Digital Workspace - Strategic Business Unit dedicated to digital workspace solutions and more generally to Unified Communication, Collaboration and digitisation of workstations, optimising audio and video functions in the most common contexts of use at professional and enterprise level.

Networking and Collaboration - Connectivity is one of the main technological pillars of any organisation, necessary to meet the growing need for interaction between people and objects. By partnering with leading international vendors, particularly Cisco, the networking and collaboration offering facilitates communication and collaboration within businesses and organisations, as well as ecosystems and communities.

DIGITAL GREEN SECTOR (DG)

The **Digital Green** sector is dedicated to solutions for the production of energy from renewable sources and energy efficiency, which reduce the environmental impact of organisations. Established following the acquisition of the company P.M. Service Srl in 2021 it has been further developed thanks to the recent acquisition of Greensun Srl, generating a reference operator on the domestic market with prospects for expansion into Europe, also thanks to the subsidiary Greensun Adria, operating on the Croatian and Slovenian markets, and the investee company Greensun East Europe. This Business Unit also integrates the company Service Technology Srl, which offers services for the management and reconditioning of IT products, regeneration and refurbishment of technology parks, with about 35,000 personal computers reconditioned in the year.

Significant events during the period

The Sesa Group consolidates its growth path and investments to support future growth after doubling revenues and profitability in the last four years. Pro-forma consolidated Revenues and Other Income as of October 31, 2024 amounted to Euro 1,517.5 million (+1.1% Y/Y), confirming the Group's ability to attract and retain skills with 6,181 resources as of October 31, 2024 (+15.2% Y/Y). The results for the six months to October 31, 2024, achieved in a challenging market environment and at a time of considerable transformation for the Group, compare, however, with a first half of last year characterised by significant growth in Revenues (+14.5%) and Ebitda (+21.3%), which then normalised in the second half of the previous financial year.

M&A transactions to support future growth continued during the period: eight bolt-on M&A transactions took place in the half-year, with 13 in the previous year and 78 transactions since 2015. Eight new industrial business combinations were completed in the first six months of the financial year, with a perimeter of about 455 resources and annual revenues of approximately Euro 178 million.

The industrial M&A transactions conducted mainly concerned the SSI, Business Services and Digital Green sectors.

In the SSI sector, the company strengthened its skills in application consulting on the SAP platform and in Cloud services, supporting the digital transformation of the Made in Italy districts by acquiring control of: i) Real-Time, a company operating in management and data analysis software solutions, particularly on the SAP Business One platform. Real-Time, founded about 35 years ago, has consolidated experience in the implementation of business management systems and the realisation of Business Intelligence projects. Based in Bergamo, it has a staff of 15 specialised resources; ii) PV Consulting, a company specialising in consulting and management solutions, particularly on the SAP HCM (Human Capital Management) platform. Based in Rome and with a staff of 15 specialised resources; iii) Boot

Systems SL and LBS Serveis SL, companies specialised in offering professional consultancy and solutions in Cloud Computing and Data Centres, with a focus on Oracle and Dell technologies. Based in Barcelona and Andorra, they operate with approximately 20 qualified resources; and iv) Smart Engineering GmbH, based in Germany (Buchholz), specialised in Computer-Aided Engineering (CAE) software solutions as well as in the offer of innovative engineering services in the field of FEM/CFD calculations and simulation software.

Worthy of note in the Business Services sector is the acquisition of 75% of the capital of ATS Advanced Technology Solutions SpA. ATS, headquartered in Milan and with a staff of approximately 115 human resources, is a company specialised in the development of digital platforms and AI application solutions for the Financial Services industry that enable the digitisation and modernisation of information systems while guaranteeing and enhancing their security. Also in the Business Services sector, the acquisition of 70% of the capital of Metoda Finance Srl was finalised. Metoda, based in Salerno and with about 70 resources, specialises in the development and supply of fully proprietary software solutions in the fields of Regulatory Reporting, AML and Management for the Financial Services market.

The Digital Green sector strengthens its expertise in the energy efficiency technology sector with the acquisition of 66% of the capital of Greensun Srl, a specialist operator with expected annual consolidated revenues as at December 31, 2025 of about Euro 130 million and a human capital of about 50 resources. The planned integration and merger with PM Service will create a reference operator on the national market with expected annual revenues of approximately Euro 310 million and growth prospects on European markets, laying the foundations for independent and further development in the medium-long term.

The Sesa Group's resources continue to be key to the Group's growth strategy and recruitment continued in the

first few months of the year (947 resources, most of whom under the age of 30, have been recruited in the last 12 months), especially in the areas of emerging technologies from Data/AI to Cyber Security, from Cloud to Digital Platforms as well as digital services. The Group's human capital rose to 6,181 resources (+15.2% Y/Y) compared to 5,367 as of October 31, 2023.

The Sesa SpA Shareholders' Meeting held on August 28, 2024 approved the Group's Integrated Annual Report at

April 30, 2024 and the related proposal to distribute a dividend of Euro 1.0.

The Shareholders' Meeting also resolved the renewal of the authorisation to purchase and dispose of treasury shares for a maximum countervalue of Euro 10 million, as well as the appointment of the Board of Directors for the next three years maintaining the previous structure. Chairman Paolo Castellacci and directors Alessandro Fabbroni, Giovanni Moriani, Moreno Gaini, Claudio Berretti, Angela Oggionni, Chiara Pieragnoli, Angelica Pellizzari and Giovanna Zanotti were all confirmed.

Foreword

The numerical information included in this Half-Year Financial Report and the comments contained herein are intended to provide an overview of the interim financial position and results of operations of the Sesa Group (hereinafter also the “Group”), of the relative changes during the reporting period, and of the significant events affecting the result for the period.

The Sesa Group's Half-Year Financial Report as of October 31, 2024 (hereinafter also the “Half-Year Report”) has been drawn up in compliance with Legislative Decree 58/1998 and subsequent amendments, as well as the Issuers' Regulations issued by Consob (the Italian Stock Exchange Regulator), and comprises the Interim Report on Operations, the Condensed Consolidated Half-Year Financial Statements and the Certification in compliance with art. 154-bis, paragraphs 2 and 3 of Legislative Decree 58/1998. This Half-Year Report has been drawn up in compliance with International Financial Reporting Standards (“IFRS”) endorsed by the European Union and in force as of October 31, 2024 and particularly in observance of IAS 34 – Interim Financial Reporting. The Half-Year Report also includes the pro forma consolidated figures for informative purposes only, the criteria of which are reported in the next section, “Alternative Performance Indicators and Pro Forma Results”.

The Interim management report as of October 31, 2024 (Section I of the half-yearly financial report) also includes pro-forma consolidated data prepared for information purposes only and on a management basis whose criteria are reported in the following section “Alternative Performance Indicators and Pro-forma results”. The pro forma data are not subject to audit.

The Interim Report on Operations includes the statement of financial position and the income statement in reclassified form, together with several alternative performance ratios. The aim is to allow a better evaluation of the Group's financial performance and results of operations.

In the Interim Report on Operations, in addition to the financial figures required by the IFRS, certain figures originating from these are also illustrated, despite not being required by the IFRS (Non-GAAP Measures). These amounts are presented in order to allow a better assessment of the performance of the Group's operations and should not be considered as alternatives to those envisaged by the IFRS.

Alternative Performance Indicators and Pro Forma Results

In order to better assess the performance and financial position of the Group and its business segments the management of Sesa SpA uses certain alternative performance indicators that are not identified as accounting measures under the IFRS. These indicators facilitate the identification of operational trends and support decisions about investments, allocation of resources and other operational decisions. Therefore, the measurement criterion applied by the Group may not be consistent with that adopted by other groups and therefore not comparable. These alternative performance indicators are made up exclusively from historical data of the Group and determined in accordance with the Guidelines on Alternative Performance Indicators issued by ESMA/2015/1415 and adopted by Consob with communication no. 92543 of December 3, 2015. They refer only to the performance of the accounting period in question and of the periods under comparison and not to the expected performance, and should not be considered as a substitute for the indicators envisaged by the reference accounting standards (IFRS).

Finally, they have been prepared maintaining continuity and homogeneity of definition and representation for all periods for which financial information is included in this document.

In line with the above-mentioned communications, the criteria used to construct these indicators are provided below.

- **Ebitda (Gross Operating Margin)** is defined as the profit for the period before depreciation and amortisation, provisions for bad debts, provisions for risks, notional costs relating to stock grant plans assigned to the executive directors, financial income and expenses (excluding the adjustment to the fair value of financial liabilities for PUT, Earn Out to minority shareholders and fair value revaluations in the case of step up acquisitions), profit (loss) of companies accounted for using the equity method, and taxes.
- **Adjusted Operating Profit (Ebit)** defined as Ebitda net of amortisation and depreciation of tangible and intangible fixed assets (excluding amortisation and depreciation of customer lists and know-how recorded in the Purchase Price Allocation of the companies acquired and included in the scope of consolidation), provisions for bad debts, provisions for risks, excluding notional costs relating to stock grant plans.
- **Operating Profit (Ebit)** defined as Ebitda net of depreciation and amortisation, provisions for bad debts, provisions for risks, notional costs related to stock grant.
- **Adjusted net profit** defined as net profit before (i) amortisation of customer lists and know-how recorded in the Purchase Price Allocation of the companies acquired and included in the scope of consolidation, (ii) notional costs related to the stock grant plans net of the related tax effect and (iii) taxes paid in relation to previous years.
- **Group's adjusted net profit** defined as the Group's net profit before (i) amortisation of customer lists and know-how recorded in the Purchase Price Allocation of the companies acquired and included in the scope of and (ii) notional costs related to the stock grant plans net of the related tax effect and (iii) taxes paid in relation to previous years.
- **Net working capital** is the algebraic sum of inventories, trade receivables, other current assets, trade payables and other current payables;
- **Net invested capital** is the algebraic sum of non-current assets, net working capital and net non-current liabilities;

- **Net Financial Position (NFP)** is the algebraic sum of cash and cash equivalents, other current financial assets, and current and non-current loans;
- **Total Net Financial Position (NFP) Reported** is the algebraic sum of cash and cash equivalents, other current financial assets,

current and non loans, current and non-current financial liabilities for rights of use, and payables and commitments for the purchase of equity investments from minority shareholders. It complies with the definition of Net Financial Debt envisaged in Consob Communication no. 6064293 of July 28, 2006 and in accordance with ESMA Recommendation 2013/319;

For the sole purpose of preparing the reclassified income statement, the fair value adjustment of the liabilities for Puts, Earn Outs towards minority shareholders and the fair value adjustment in the case of step up acquisitions are reclassified from the items of financial income and expenses to other Income item.

The pro forma consolidated financial statements, consisting of the reclassified consolidated balance sheet, the reclassified consolidated income statement and the segment information as of October 31, 2024, presented for the first time in this document, have been prepared solely for the purpose of disclosure in order to simulate the effects that the acquisition of 66% of the capital of Greensun Srl (Digital Green Sector), finalised on December 3, 2024, would have had on the Group's results if it had entered the scope of consolidation from May 1, 2024. The pro forma Consolidated Financial Statements have been prepared by making appropriate adjustments to the figures as of October 31, 2024 in order to backdate the significant effects of the acquisition of control of Greensun Srl, a leading operator in the renewable energy technology sector with expected annual consolidated revenues in the year ending December 31, 2025 of about Euro 130 million and about 50 human resources. Considering Greensun's affiliation to the Digital Green Sector, only this last Sector was subject to pro forma.

The pro forma Consolidated Financial Statements are not subject to audit and are not in any way intended to represent a forecast of future results and should not therefore be used in this sense: the pro forma data do not reflect forward-looking data as they are prepared in such a way as to represent only the most significant, isolable and objectively measurable effects of the transaction for the acquisition of control of Greensun Srl and the related financial and economic transactions, without taking into account the potential effects of any management choices and operating decisions made as a result. The construction of the pro-forma reclassified consolidated data, drawn up for management information purposes only, does not comply with Consob regulations regarding the preparation of pro-forma financial statements, as they are not applicable.

Below is the reconciliation statement between the reclassified IFRS consolidated data (so-called "Reported") of the income statement and balance sheet, according to the methods described above, and the consolidated data that simulate the consolidation of GreenSun starting from 1 May 2024 (so-called "Pro -forma")

Reconciliation between profit and loss reclassified and Pro-forma (unaudited) at 31/10/2024	31/10/2024 Reported (6 months)	%	GreenSun Consolidation	%	31/10/2024 Pro-forma (6 months)	%
Net revenue	1,407,695		83,647		1,491,342	
Other income	26,056		66		26,122	
Total Revenues and Other Income	1,433,751	100,0%	83,713	100,0%	1,517,464	100,0%
Costs for purchasing products	(1,018,884)	71,1%	73,812	88,2%	(1,092,696)	72,0%
Costs for services and rent, leasing, and similar costs	(139,491)	9,7%	3,435	4,1%	(142,926)	9,4%
Personnel costs	(166,690)	11,6%	1,246	1,5%	(167,936)	11,1%

Other operating costs	(6,013)	0,4%	0	0,0%	(6,013)	0,4%
Total product purchases and Operating Costs	(1,331,078)	92,8%	78,493	88,2%	(1,409,571)	92,9%
Gross Operating Margin (Ebitda)	102,673	7,2%	5,220	6,24%	107,893	7,1%
Amortisation and depreciation of intangible and tangible assets (software and rights)	(22,895)	1,6%	34	0,0%	(22,929)	1,5%
Provision for bad debts, risks and charges	(1,363)	0,1%	0	0,0%	(1,363)	0,1%
Adjusted Ebit	78,415	5,5%	5,186	6,2%	83,601	5,5%
Amortisation of customer lists and technological know-how (PPA)	(15,791)	1,1%	261	0,3%	(16,052)	1,1%
Stock grant costs and other non-monetary costs	(3,152)	0,2%			(3,152)	0,2%
Ebit	59,472	4,1%	4,925	5,9%	64,397	4,2%
Interest income/expense, bank charges and other financial expenses	(19,392)	1,4%	207	0,2%	(19,185)	1,3%
Foreign exchange gains and losses	(134)	0,0%			(134)	0,0%
Company profit/loss under shareholders' equity	351	0,0%			351	0,0%
Earnings before tax (Ebt)	40,297	2,8%	5,132	6,1%	45,429	3,0%
Income taxes	(11,465)	0,8%	1,345	1,6%	(12,810)	0,8%
Net profit	28,832	2,0%	3,787	4,52%	32,619	2,2%
Net profit attributable to the Group	26,640	1,9%	1,913	2,29%	28,553	1,9%
Net profit attributable to minority shareholders	2,192	0,2%	1,874	2,24%	4,066	0,3%
Adjusted net profit ⁽¹⁾	42,316	3,0%	3,973	4,7%	46,288	3,1%
Adjusted net profit attributable to the Group	40,124	2,8%	2,099	2,5%	42,222	2,8%

Reconciliation between balance sheet reported reclassified and Pro-forma (unaudited) at 31/10/2024	31/10/24 Reported	GreenSun Consolidation	31/10/2024 Pro-forma
Intangible fixed assets	493,093	9,394	502,487
Tangible fixed assets (including rights of use)	147,889	556	148,445
Investments carried at equity	24,226		24,226
Other non-current assets and deferred tax assets	39,535	3,786	43,320
Total non-current assets	704,743	13,736	718,478
Inventories	147,150	15,894	163,044
Trade receivables	526,928	33,367	560,295
Other current assets	151,177	6,036	157,214
Current assets for the year	825,255	55,297	880,553
Trade payables	519,598	30,205	549,803
Other current payables	226,770	2,806	229,576
Short-term liabilities for the year	746,368	33,011	779,379
Net working capital	78,887	22,286	101,174
Provisions and other non-current tax liabilities	134,772	2,706	137,478
Employee benefits	61,040		61,040
Net non-current liabilities	195,812	2,706	198,518
Net Invested Capital	587,818	33,316	621,134
Group shareholders' equity	474,790	24,268	499,058
Liquidity and other financial assets	(447,925)	(16,446)	(464,371)
Current and non-current loans	374,833	1,433	376,266
Net Financial Position	(73,092)	(15,013)	(88,105)
FRS 16 payables	42,340		42,340
Payables to and commitments with minority shareholders for equity investments	143,780	24,061	167,841
Total Net Financial Position Reported	113,028	9,048	122,076

Management trend

General economic trend

After the acceleration of the global economy in 2021, the two-year period 2022-2023 ended with an average growth of +3.4%. While remaining below historical averages, global expansion levels confirmed their resilience during the disinflationary process of 2022-2023. Global annual growth of +3.2% is also expected in 2024-2025. Emerging markets continue to lead with an average growth in 2024-2025 of +4.2%, while the average growth of the advanced economies remains moderate at +1.8% (source IMF - WEO, October 2024).

The Euro Zone confirms a slowdown in growth from +3.4% in 2022 to +0.4% in 2023 and +0.8% in 2024, with an expected recovery to +1.2% in 2025 (source IMF - WEO, October 2024).

In Italy, after the strong recovery of GDP in 2021 (+7.0% Y/Y) and in 2022 (+3.7%), with rates above those of the Euro Zone, 2023 ends with a significant deceleration of growth (+0.7%), while still remaining above the European average. The German and Italian economies were burdened by the slowdown in some production sectors, including manufacturing. In the two-year period 2024-2025, average annual growth of Italian GDP is expected to be around 0.8%, with inflation expected to fall below 2% (source IMF - WEO, October 24).

The following table shows the final results for 2018-2023 and forecast GDP trend for 2024 and 2025 (source: IMF - WEO, October 2023).

Final results and IMF forecast

Percentage Values	Change GDP 2018	Change GDP 2019	Change GDP 2020	Change GDP 2021	Change GDP 2022	Change GDP 2023	Change GDP 2024 (E)	Change GDP 2025 (E)
World	+3.6%	+2.8%	-3.1%	+6.3%	+3.5%	+3.3%	+3.2%	+3.2%
Advanced Economies	+2.3%	+1.6%	-4.5%	+5.4%	+2.6%	+1.7%	+1.8%	+1.8%
Emerging Market	+4.5%	+3.6%	-2.1%	+6.8%	+4.1%	+4.4%	+4.2%	+4.2%
USA	+2.9%	+2.2%	-3.4%	+5.9%	+1.9%	+2.9%	+2.8%	+2.2%
Japan	+0.3%	+0.7%	-4.6%	+2.2%	+1.0%	+1.7%	+0.3%	+1.1%
China	+6.6%	+6.0%	+2.3%	+8.4%	+3.0%	+5.2%	+4.8%	+4.5%
Great Britain	+1.3%	+1.4%	-9.8%	+7.6%	+4.3%	+0.3%	+1.1%	+1.5%
Euro Zone	+1.9%	+1.3%	-6.3%	+5.3%	+3.4%	+0.4%	+0.8%	+1.2%
Italy	+0.8%	+0.3%	-8.9%	+7.0%	+3.7%	+0.7%	+0.7%	+0.8%

Trend in the sector in which the Group operates

The ICT market is an increasingly significant component of the economies of individual countries, not only because it enables the transformation of industries, public administration and consumption, but also because of its capacity to create jobs. The global ICT market continues to be characterised by its resilience to crises and by higher growth rates than the global economy. After the strong acceleration in 2021 (+13.4%), the ICT market continues to outperform the pre-Covid period with an average growth in 2022-2024 of 6.0%, favoured by the Enterprise Software (average growth +14.2%) and IT Services segments (average growth 9.6%). A further market acceleration (+9.3%), fuelled by the IT Services and Enterprise Software segments, is expected in 2025. The recovery of the Data Centre sector is largely due to the need to support the workloads arising from the adoption of generative AI, while, with regard to Devices, the reversal of the trend reflects the progressive exhaustion of the life cycle of products supplied in the post-Covid period (Source: Gartner, October 2024).

In Italy, the Information Technology ("IT") market confirms the sustained growth trend, with average annual rates exceeding those of the pre-Covid period and national GDP. After +8.0% growth in FY 2021, the Italian IT market achieved a 3.1% increase in 2022-2024 supported by the Management and Development Services segments. A 3.7% acceleration in the growth of demand is expected in 2025. Within the IT market, the segment that displays the highest growth rates is Management Services (double-digit annual growth), which includes digital transformation and system integration services and solutions. The trend reflects the processes of accelerating digitisation in all segments and the evolution of the ways in which technology is used, as well as the progressive penetration of Cloud Computing and AI solutions (Source: Sirmi, November 2024).

The following tables represent the trend of the global (Source: Gartner, October 2024) and Italian (Source: Sirmi, November 2024) IT markets in 2019-2023 and the forecast for 2024 and 2025.

Global ICT market trend

World IT market (US Dollar Bn)	2020	2021	2022	2023	2024 E	2025 E	Change 21/20	Change 22/21	Change 23/22	Change 24/23	Change 25/24
Data Centre Systems	208	190	227	236	318	367	-8.9%	19.5%	4.0%	34.6%	15.4%
Enterprise Software	507	732	811	974	1,088	1,240	44.4%	10.8%	20.1%	11.7%	14.0%
Devices	688	808	766	693	736	806	17.4%	-5.2%	-9.5%	6.2%	9.5%
IT Services	1,088	1,208	1,306	1,504	1,588	1,738	11.0%	8.1%	15.2%	5.6%	9.4%
Communication Services	1,386	1,459	1,423	1,492	1,530	1,597	5.3%	-2.5%	4.8%	2.6%	4.4%
Total IT Market	3,877	4,396	4,534	4,898	5,260	5,747	13.4%	3.1%	8.0%	7.4%	9.3%

Italian IT market trend

IT market Italian (Eu Mn)	2020	2021	2022	2023	2024 E	2025 E	Change 21/20	Change 22/21	Change 23/22	Change 24/23	Change 25/24
Hardware	6,266	6,770	6,392	5,917	5,850	5,830	8.1%	-5.6%	-7.4%	-1.1%	-0.3%
Software	3,792	3,922	4,073	4,123	4,160	4,210	3.4%	3.8%	1.2%	0.9%	1.2%
Project Services	3,640	3,854	4,019	4,186	4,300	4,455	5.9%	4.3%	4.2%	2.7%	3.6%
Management Services	6,797	7,597	8,534	9,415	9,990	10,705	11.8%	12.3%	10.3%	6.1%	7.2%
Total IT Market	20,496	22,143	23,017	23,642	24,300	25,200	8.0%	3.9%	2.7%	2.8%	3.7%
Cloud Computing	3,409	4,240	5,259	6,296	7,254	8,232	24.4%	24.0%	19.7%	15.2%	13.5%
Cloud (SaaS, PaaS, IaaS) Adoption	33.9%	39.7%	50.3%	62.7%	72.3%	81.6%					

Economic highlights of the Sesa Group

Sesa Group Pro-forma economic results

The Pro-forma reclassified consolidated income statement is provided below (data in thousands of Euros) as of 31 October 2024 compared with the corresponding period of the previous financial year. The reclassified consolidated income statement Reported is prepared on the basis of data extracted from the consolidated income statement prepared in accordance with IFRS. In addition to the financial figures envisaged by the IFRS, some alternative performance indicators deriving from the latter are illustrated, presented in order to allow a better assessment of the Group's management performance and which therefore must not be considered a substitute for those envisaged by the IFRS. The criteria for preparing the reclassified Pro-forma and Reported income statement are reported in the previous section "Alternative Performance Indicators and Pro-forma results".

Reclassified income statement	10/31/2024 Pro-forma* (6 months)	%	10/31/2023 Reported (6 months)	%	2024 PF Vs 2023
Net revenue	1,491,342		1,482,856		0.6%
Other income	26,122		18,763		39.2%
Total Revenues and Other Income	1,517,464	100.0%	1,501,619	100.0%	1.1%
Costs for purchasing products	(1,092,696)	72.0%	(1,108,148)	73.8%	-1.4%
Costs for services and rent, leasing, and similar costs	(142,926)	9.4%	(138,610)	9.2%	3.1%
Personnel costs	(167,936)	11.1%	(137,987)	9.2%	21.7%
Other operating costs	(6,013)	0.4%	(3,612)	0.2%	66.5%
Total product purchases and Operating Costs	(1,409,571)	92.9%	(1,388,357)	92.5%	1.5%
Gross Operating Margin (Ebitda)	107,893	7.1%	113,262	7.5%	-4.7%
Amortisation and depreciation of intangible and tangible assets (software and rights)	(22,929)	1.5%	(19,135)	1.3%	19.8%
Provision for bad debts, risks and charges	(1,363)	0.1%	(3,472)	0.2%	-60.7%
Adjusted Ebit⁽¹¹⁾	83,601	5.5%	90,655	6.0%	-7.8%
Amortisation of customer lists and technological know-how (PPA)	(16,052)	1.1%	(12,923)	0.9%	24.2%
Stock grant costs and other non-monetary costs	(3,152)	0.2%	(2,692)	0.2%	17.1%
Ebit	64,397	4.2%	75,040	5.0%	-14.2%
Interest income/expense, bank charges and other financial expenses	(19,185)	1.3%	(16,015)	1.1%	19.8%
Foreign exchange gains and losses	(134)	0.0%	1,117	0.1%	-112.0%
Company profit/loss under shareholders' equity	351	0.0%	764	0.1%	-54.1%
Earnings before tax (Ebt)	45,429	3.0%	60,906	4.1%	-25.4%
Income taxes	(12,810)	0.8%	(19,318)	1.3%	-33.7%
Net profit	32,619	2.2%	41,588	2.8%	-21.6%
Net profit attributable to the Group	28,553	1.9%	38,952	2.6%	-26.7%
Net profit attributable to minority shareholders	4,066	0.3%	2,636	0.2%	54.2%
Adjusted net profit⁽¹⁾	46,288	3.1%	52,703	3.5%	-12.2%
Adjusted net profit attributable to the Group⁽¹⁾	42,222	2.8%	50,067	3.3%	-15.7%

(11) The Adjusted Operating Profit is defined before amortisation of intangible assets (customer lists and know-how) recognised following the Purchase Price Allocation (PPA) process amounting to Euro 16,052 thousand as of October 31, 2024 (+24.2% vs. Euro 12,923 thousand Y/Y) and the cost related to Stock Grant Plans amounting to Euro 3,152 thousand as of October 31, 2024 (vs. Euro 2,692 thousand Y/Y). The Adjusted Net Profit and the Adjusted Net Group Profit are defined gross of amortisation of intangible assets (client lists and know-how) recognised following the PPA process and net of taxes.

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl and subsidiaries, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

In the first half of the financial year, Sesa achieved pro-forma Consolidated Revenues and Other Income totalling Euro 1,517.5 million, up +1.1% on October 31, 2023 (H1 2024) and +15.7% on October 31, 2022 (H1 2023), confirming its ability to attract and retain skills, with 6,181 resources as of October 31, 2024 (+15.2% on October 31, 2023 and +39.4% on October 31, 2022).

The pro-forma Consolidated Revenues and Other Income of Euro 1,517.5 million observed the following trends within the Group:

- VAS Sector with Revenues and Other Income amounting to Euro 919.7 million (-7.6% vs H1 2024), decreasing, after years of consecutive growth, as a result of the unfavourable dynamics of certain ICT distribution market segments, continuing the strategy of focusing on Advanced Solutions (Cloud, Data Centre Solutions, Security, Data/AI), which now account for about 80% of revenues;
- SSI Sector with Revenues and Other Income amounting to Euro 404.9 million (+10.0% vs H1 2024), thanks to the positive performance of the main Business Units including Cloud, Vertical Applications, Cyber Security and Data Science/AI and the expansion of the perimeter of the business;
- Business Services Sector with Revenues and Other Income amounting to Euro 69.1 million (+25.6% vs H1 2024), supported by the development of applications and digital platforms dedicated to the Financial Services industry and by the recent acquisitions, including ATS, operating in the Vertical Applications segment for the Capital Market, and Metoda Finance, in the segment of software solutions for Regulatory Reporting;
- Digital Green Sector with Revenues and Other Income pro-forma amounting to Euro 166.9 million (+16.8% vs H1 2024), including the newly acquired GreenSun within the scope of operations. On a same scope basis, Revenues and Other Income fell by approximately 40% compared to H1 2024, due to the drop in prices which intensified from the second half of the previous financial year (November 2023-April 2024), with expectations of a reversal in trend from November 2025, due to the stabilisation of market prices and expansion of the scope.

Pro-forma consolidated EBITDA reached a total of Euro 107.9 million, down 4.7% from October 31, 2023 and up 15.5% on October 31, 2022. The contribution of the Group's segments to the formation of Ebitda as of October 31, 2024 is shown below:

- VAS Sector with an Ebitda of Euro 40.0 million (-8.5% vs H1 2024) and an Ebitda margin of 4.4%, stable compared to October 31, 2024 despite the drop in revenue, due to the increasing focus on the Advanced Solutions segment;
- SSI Sector with an Ebitda of Euro 44.2 million (-2.8% vs H1 2024) and an Ebitda margin of 10.9% as of October 31, 2024 compared to 12.3% as of October 31, 2023, as a result of the investments made in skills and technologies in key growth areas and the industrial re-engineering activities of some business units, with expectations of a return to a growth in profitability in the second half of the year;
- Business Services Sector with an Ebitda of Euro 10.9 million (+40.2% vs H1 2024) and an Ebitda margin of 15.8% as of October 31, 2024 up vs 14.2% as of October 31, 2023, thanks to the development of revenues and customer set in the Digital Platforms and Vertical Applications areas;
- Digital Green sector with pro-forma Ebitda of Euro 10.9 million (-22.0% vs H1 2024) and an Ebitda margin of 6.5% as of October 31, 2024 compared to 9.8% as of October 31, 2023, down as a result of the lower margins of GreenSun, which is however expected to recover from H2 2025, thanks to industrial integration with the Group.

Pro-forma Adjusted Consolidated Operating Profit (Ebit) amounted to Euro 83.6 million (Adjusted Ebit margin 5.5% vs 6.0% vs H1 2024), down 7.8% on October 31, 2023, after amortisation and depreciation of intangible and tangible assets of Euro 22.9 million (+19.8% vs H1 2024) and provisions of Euro 1.4 million (-60.7% vs H1 2024) down as a result of maintaining a high quality of receivables thanks also to the use of factoring and credit insurance transactions on a large portion of business, particularly in the VAS sector.

The pro-forma Consolidated Operating Profit (Ebit) amounted to Euro 64.4 million, down 14.2% vs H1 2024, after amortisation of intangible assets, customer lists and know-how recognised as a result of the PPA process totalling Euro 16.1 million (up 24.2% vs H1 2024 as a result of continued investments in corporate acquisitions) and after other non-monetary costs of Euro 3.2 million (vs Euro 2.7 million in H1 2024).

The pro-forma Adjusted Net Profit amounted to Euro 46.3 million (3.1% of revenue), falling by 12.2% compared to Euro 52.7 million as of October 31, 2023 (3.5% of revenue), reflecting the continued growth trend of net financial expense, which was Euro 19.2 million in H1 2025 compared to Euro 16.0 million as of October 31, 2023 (H1 2024). This increase stems from the growth in debt and costs IFRS and the ongoing unfavourable trend in market rates which grew Y/Y (monthly Euribor rate of 3.8% at the beginning of H1 2025 vs 3.1% at the beginning of H1 2024, average 1M Euribor rate of 3.6% in H1 2025 vs 3.5% in H1 2024), with expectations of a reversal in trend from Q3 of the financial year.

Adjusted Net Profit as of October 31, 2024 was Euro 42.3 million compared to Euro 52.7 million as of October 31, 2023 (-19.7% Y/Y and -4.1% vs H1 2023).

Sesa Group Reported economic results

The reclassified consolidated income statement is provided below (data in thousands of Euros) as of 31 October 2024 compared with the corresponding period of the previous financial year. The reclassified Reported consolidated income statement is prepared on the basis of data extracted from the consolidated income statement prepared in accordance with IFRS. In addition to the financial figures envisaged by the IFRS, some alternative performance indicators deriving from the latter are illustrated, presented in order to allow a better assessment of the Group's management performance and which therefore must not be considered a substitute for those envisaged by the IFRS. The criteria for preparing the reclassified Reported income statement are reported in the previous section "Alternative Performance Indicators and Pro-forma results".

Reclassified income statement	10/31/2024 Reported (6 months)	%	10/31/2023 Reported (6 months)	%	2024 Vs 23
Net revenue	1,407,695		1,482,856		-5.1%
Other income	26,056		18,763		38.9%
Total Revenues and Other Income	1,433,751	100.0%	1,501,619	100.0%	-4.5%
Costs for purchasing products	(1,018,884)	71.1%	(1,108,148)	73.8%	-8.1%
Costs for services and rent, leasing, and similar costs	(139,491)	9.7%	(138,610)	9.2%	0.6%
Personnel costs	(166,690)	11.6%	(137,987)	9.2%	20.8%
Other operating costs	(6,013)	0.4%	(3,612)	0.2%	66.5%
Total product purchases and Operating Costs	(1,331,078)	92.8%	(1,388,357)	92.5%	-4.1%
Gross Operating Margin (Ebitda)	102,673	7.2%	113,262	7.5%	-9.3%
Amortisation and depreciation of intangible and tangible assets (software and rights)	(22,895)	1.6%	(19,135)	1.3%	19.6%
Provision for bad debts, risks and charges	(1,363)	0.1%	(3,472)	0.2%	-60.7%
Adjusted Ebit⁽¹¹⁾	78,415	5.5%	90,655	6.0%	-13.5%
Amortisation of customer lists and technological know-how (PPA)	(15,791)	1.1%	(12,923)	0.9%	22.2%
Stock grant costs and other non-monetary costs	(3,152)	0.2%	(2,692)	0.2%	17.1%
Ebit	59,472	4.1%	75,040	5.0%	-20.7%
Interest income/expense, bank charges and other financial expenses	(19,392)	1.4%	(16,015)	1.1%	21.1%
Foreign exchange gains and losses	(134)	0.0%	1,117	0.1%	-112.0%
Company profit/loss under shareholders' equity	351	0.0%	764	0.1%	-54.1%
Earnings before tax (Ebt)	40,297	2.8%	60,906	4.1%	-33.8%
Income taxes	(11,465)	0.8%	(19,318)	1.3%	-40.7%
Net profit	28,832	2.0%	41,588	2.8%	-30.7%
Net profit attributable to the Group	26,640	1.9%	38,952	2.6%	-31.6%
Net profit attributable to minority shareholders	2,192	0.2%	2,636	0.2%	-16.8%
Adjusted net profit⁽¹⁾	42,316	3.0%	52,703	3.5%	-19.7%
Adjusted net profit attributable to the Group⁽¹⁾	40,124	2.8%	50,067	3.3%	-19.9%

(11) The Adjusted Operating Profit is defined before amortisation of intangible assets (customer lists and know-how) recognised following the Purchase Price Allocation (PPA) process amounting to Euro 16,052 thousand as of October 31, 2024 (+24.2% vs. Euro 12,923 thousand Y/Y) and the cost related to Stock Grant Plans amounting to Euro 3,152 thousand as of October 31, 2024 (vs. Euro 2,692 thousand Y/Y). The Adjusted Net Profit and the Adjusted Net Group Profit are defined gross of amortisation of intangible assets (client lists and know-how) recognised following the PPA process and net of taxes.

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl and subsidiaries, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

In the first half of the financial year, Sesa achieved Consolidated Revenues and Other Income totalling Euro 1,433.8 million, compared to Euro 1,501.6 million as of October 31, 2023, the decline being generated mainly in the Digital Green segment, which was re-engineered in the half-year. Excluding Digital Green entirely from the scope of consolidation, revenues were substantially unchanged (-0.6% Y/Y).

The Consolidated Revenues and Other Income of Euro 1,433.8 million observed the following trends within the Group:

- VAS Sector with Revenues and Other Income amounting to Euro 919.7 million (-7.6% vs H1 2024), decreasing, after years of consecutive growth, as a result of the unfavourable dynamics of certain ICT distribution market segments, continuing the strategy of focusing on Advanced Solutions (Cloud, Data Centre Solutions, Security, Data/AI), which now account for about 80% of revenues;
- SSI Sector with Revenues and Other Income amounting to Euro 404.9 million (+10.0% vs H1 2024), thanks to the positive performance of the main Business Units including Cloud, Vertical Applications, Cyber Security and Data Science/AI and the expansion of the perimeter of the business;
- Business Services Sector with Revenues and Other Income amounting to Euro 69.1 million (+25.6% vs H1 2024), supported by the development of applications and digital platforms dedicated to the Financial Services industry and by the recent acquisitions, including ATS, operating in the Vertical Applications segment for the Capital Market, and Metoda Finance, in the segment of software solutions for Regulatory Reporting;
- Digital Green Sector with Revenues and Other Income of Euro 83.1 million decreased by 41.7% compared to 31 October 2023, due to the decline in prices which worsened starting from the second half of the previous fiscal year (November 2023-April 2024), with an expected trend reversal starting from November 2025, thanks to the stabilization of market prices and the expansion of the perimeter.

Pro forma consolidated EBITDA reached a total of Euro 102.7 million, down 9.3% from October 31, 2023. The contribution of the Group's segments to the formation of Ebitda as of October 31, 2024 is shown below:

- VAS Sector with an Ebitda of Euro 40.0 million (-8.5% vs H1 2024) and an Ebitda margin of 4.4%, stable compared to October 31, 2024 despite the drop in revenue, due to the increasing focus on the Advanced Solutions segment;
- SSI Sector with an Ebitda of Euro 44.2 million (-2.8% vs H1 2024) and an Ebitda margin of 10.9% as of October 31, 2024 compared to 12.3% as of October 31, 2023, as a result of the investments made in skills and technologies in key growth areas and the industrial re-engineering activities of some business units, with expectations of a return to a growth in profitability in the second half of the year;
- Business Services Sector with an Ebitda of Euro 10.9 million (+40.2% vs H1 2024) and an Ebitda margin of 15.8% as of October 31, 2024 up vs 14.2% as of October 31, 2023, thanks to the development of revenues and customer set in the Digital Platforms and Vertical Applications areas;
- Digital Green sector with pro forma Ebitda of Euro 5.7 million (-59.4% vs H1 2024) decreasing following lower sales revenues and the re-engineering process of the Digital Green Sector.

Adjusted Consolidated Operating Profit (Ebit) amounted to Euro 78.4 million (Adjusted Ebit margin 5.5% vs 6.0% vs H1 2024), down 13.5% on October 31, 2023, after amortisation and depreciation of intangible and tangible assets of Euro 22.9 million (+19.6% vs H1 2024) and provisions of Euro 1.4 million (-60.7% vs H1 2024) down as a result of maintaining a high quality of receivables thanks also to the use of factoring and credit insurance transactions on a large portion of business, particularly in the VAS sector.

The Consolidated Operating Profit (Ebit) amounted to Euro 59.5 million, down 20.7% vs H1 2024, after amortisation of intangible assets, customer lists and know-how recognised as a result of the PPA process totalling Euro 15.8 million (up 22.2% vs H1 2024 as a result of continued investments in corporate acquisitions) and after other non-monetary costs of Euro 3.2 million (vs Euro 2.7 million in H1 2024).

The Adjusted Net Profit amounted to Euro 42.3 million (3.0% of revenue), falling by 19.7% compared to Euro 52.7 million as of October 31, 2023 (3.5% of revenue), reflecting the continued growth trend of net financial expense, which was Euro 19.4 million in H1 2025 compared to Euro 16.0 million as of October 31, 2023 (H1 2024). This increase stems from the growth in debt and costs IFRS and the ongoing unfavourable trend in market rates which grew Y/Y (monthly Euribor rate of 3.8% at the beginning of H1 2025 vs 3.1% at the beginning of H1 2024, average 1M Euribor rate of 3.6% in H1 2025 vs 3.5% in H1 2024), with expectations of a reversal in trend from Q3 of the financial year.

Highlights of the Group's income statement and balance sheet

Group Sesa Pro-forma financial results

The Pro-forma consolidated balance sheet is provided below (data in thousands of Euros) as of 31 October 2024 compared with the corresponding period of the previous financial year. The Reported consolidated balance sheet is prepared on the basis of data extracted from the consolidated balance sheet prepared in accordance with IFRS. In addition to the financial figures envisaged by the IFRS, some alternative performance indicators deriving from the latter are illustrated, presented in order to allow a better assessment of the Group's management performance and which therefore must not be considered a substitute for those envisaged by the IFRS. The criteria for preparing the reclassified Pro-forma and Reported financial position are reported in the previous section "Alternative Performance Indicators and Pro-forma results". Together with the comparative data for the financial year ended 30 April 2024, those relating to the period ended 31 October 2023 are also included in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024	10/31/2023	04/30/2024
	Pro-forma*	Reported	Reported
Intangible fixed assets	502,487	435,374	457,071
Tangible fixed assets (including rights of use)	148,445	135,225	149,819
Investments carried at equity	24,226	25,109	23,910
Other non-current assets and deferred tax assets	43,320	38,545	38,717
Total non-current assets	718,478	634,253	669,517
Inventories	163,044	170,292	156,161
Trade receivables	560,295	519,266	571,138
Other current assets	157,214	123,917	139,079
Current assets for the year	880,553	813,475	866,378
Trade payables	549,803	561,617	638,010
Other current payables	229,576	215,750	241,779
Short-term liabilities for the year	779,379	777,367	879,789
Net working capital	101,174	36,108	(13,411)
Provisions and other non-current tax liabilities	137,478	121,052	127,136
Employee benefits	61,040	49,147	54,308
Net non-current liabilities	198,518	170,199	181,444
Net Invested Capital	621,134	500,162	474,662
Group shareholders' equity	499,058	442,805	477,345
Liquidity and other financial assets	(464,371)	(433,611)	(585,759)
Current and non-current loans	376,266	280,178	374,744
Net Financial Position	(88,105)	(153,433)	(211,015)
FRS 16 payables	42,340	39,394	48,132
Payables to and commitments with minority shareholders for equity investments ⁽¹⁾	167,841	171,396	160,200
Total Net Financial Position Reported	122,076	57,357	(2,683)

⁽¹⁾ Deferred payables and commitments to minority shareholders for corporate acquisitions (Earn Out, Put Option, deferred prices) not bearing contractual interest and conditional on the achievement of long-term value generation targets.

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl and subsidiaries, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

The balance sheet shows an increase in pro forma net invested capital from Euro 500.2 million as of October 31, 2023 to Euro 621.1 million as of October 31, 2023, mainly as a result of:

- the increase in non-current assets from Euro 634.3 million as of October 31, to Euro 718.5 million as of October 31, 2024, mainly generated by investments in corporate acquisitions;
- the increase in net invested capital, amounting to Euro 101.2 million as of October 31, 2024 compared to Euro 36.1 million as of October 31, 2023, which mainly reflects a deterioration in the management of working capital.

The pro forma Net Financial Position as of October 31, 2024 is Euro 88.1 million (net liquidity) compared to Euro 153.4 million as of October 31, 2023 and mainly reflects the growth in working capital from Euro 36.1 million to Euro 101.2 million as of October 31, 2024, higher investments in corporate acquisitions of approximately Euro 130 million and distribution of dividends and buy-backs of approximately Euro 26 million.

The Group's pro forma Net Financial Position Reported as of October 31, 2024 (calculated net of IFRS payables of Euro 210.2 million related mainly to deferred payments of corporate acquisitions and amounts due to minority shareholders for share purchase options) is negative (net debt) by Euro 122.1 million compared to a negative balance of Euro 57.4 million as of October 31, 2023. It reflects distributions of dividends and buy backs of about Euro 26 million LTM, as well as investments of approximately Euro 155 million LTM, including the amount of Euro 24 million related to the acquisition of GreenSun. These investments, relating to both M&A (80% of the total) and Capex (20% of the total), contributed to the Group's transformation, with a prevailing focus on the Business Services and Software and System Integration sectors, which grew by double digits in the half-year period and have potential for further expansion.

During the period under review, the pro-forma consolidated shareholders' equity was strengthened further, amounting to Euro 499.1 million as of October 31, 2024, up from Euro 442.8 million, thanks to the profit for the period and net of the distribution of dividends and the buy-back carried out in the last 12 months for approximately Euro 26 million.

Net Financial Position	10/31/2024 Pro-forma*	10/31/2023 Reported	04/30/2024 Reported
Liquidity	(455,515)	(422,808)	(577,474)
Current financial receivables and short-term securities	(8,856)	(10,803)	(8,285)
Current loans	149,946	147,627	157,155
Current Net Financial Position	(314,425)	(285,984)	(428,604)
Non-current loans	226,320	132,551	217,589
Non-current Net Financial Position	226,320	132,551	217,589
Net Financial Position	(88,105)	(153,433)	(211,015)
Financial liabilities for rights of use under IFRS 16	42,340	39,394	48,132
Payables and commitments with minority shareholders for equity investments	167,841	171,396	160,200
Total Net Financial Position Reported	122,076	57,357	(2,683)

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl and subsidiaries, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

Group Sesa Reported financial results

The Reported consolidated balance sheet is provided below (data in thousands of Euros) as of 31 October 2024 compared with the corresponding period of the previous financial year. The Reported consolidated balance sheet is prepared on the basis of data extracted from the consolidated balance sheet prepared in accordance with IFRS. In addition to the financial figures envisaged by the IFRS, some alternative performance indicators deriving from the latter are illustrated, presented in order to allow a better assessment of the Group's management performance and which therefore must not be considered a substitute for those envisaged by the IFRS. The criteria for preparing the reclassified Reported financial position are reported in the previous section "Alternative Performance Indicators and Pro-forma results". Together with the comparative data for the financial year ended 30 April 2024, those relating to the period ended 31 October 2023 are also included in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024	10/31/2023	04/30/2024
	Reported	Reported	Reported
Intangible fixed assets	493,093	435,374	457,071
Tangible fixed assets (including rights of use)	147,889	135,225	149,819
Investments carried at equity	24,226	25,109	23,910
Other non-current assets and deferred tax assets	39,535	38,545	38,717
Total non-current assets	704,743	634,253	669,517
Inventories	147,150	170,292	156,161
Trade receivables	526,928	519,266	571,138
Other current assets	151,177	123,917	139,079
Current assets for the year	825,255	813,475	866,378
Trade payables	519,598	561,617	638,010
Other current payables	226,770	215,750	241,779
Short-term liabilities for the year	746,368	777,367	879,789
Net working capital	78,887	36,108	(13,411)
Provisions and other non-current tax liabilities	134,772	121,052	127,136
Employee benefits	61,040	49,147	54,308
Net non-current liabilities	195,812	170,199	181,444
Net Invested Capital	587,818	500,162	474,662
Group shareholders' equity	474,790	442,805	477,345
Liquidity and other financial assets	(447,925)	(433,611)	(585,759)
Current and non-current loans	374,833	280,178	374,744
Net Financial Position	(73,092)	(153,433)	(211,015)
FRS 16 payables	42,340	39,394	48,132
Payables to and commitments with minority shareholders for equity investments ⁽¹⁾	143,780	171,396	160,200
Total Net Financial Position Reported	113,028	57,357	(2,683)

⁽¹⁾ Deferred payables and commitments to minority shareholders for corporate acquisitions (Earn Out, Put Option, deferred prices) not bearing contractual interest and conditional on the achievement of long-term value generation targets.

The balance sheet shows an increase in net invested capital from Euro 500.2 million as of October 31, 2023 to Euro 587.7 million as of October 31, 2023, mainly as a result of:

- the increase in non-current assets from Euro 634.3 million as of October 31, to Euro 704.7 million as of October 31, 2024, mainly generated by investments in corporate acquisitions;
- the increase in net invested capital, amounting to Euro 78.9 million as of October 31, 2024 compared to Euro 36.1 million as of October 31, 2023, which mainly reflects a deterioration in the management of working capital.

The Net Financial Position as of October 31, 2024 is Euro 73.1 million (net liquidity) compared to Euro 153.4 million as of October 31, 2023 and mainly reflects the growth in working capital from Euro 36.1 million to Euro 78.9 million as of October 31, 2024, higher investments in corporate acquisitions of approximately Euro 130 million and distribution of dividends and buy-backs of approximately Euro 26 million.

The Group's Net Financial Position Reported as of October 31, 2024 (calculated net of IFRS payables of Euro 186.1 million related mainly to deferred payments of corporate acquisitions and amounts due to minority shareholders for share purchase options) is negative (net debt) by Euro 113.0 million compared to a negative balance of Euro 57.4 million as of October 31, 2023. It reflects distributions of dividends and buy backs of about Euro 26 million LTM, as well as investments of approximately Euro 130 million LTM. These investments, relating to both M&A (80% of the total) and Capex (20% of the total), contributed to the Group's transformation, with a prevailing focus on the Business Services and Software and System Integration sectors, which grew by double digits in the half-year period and have potential for further expansion.

During the period under review, the pro-forma consolidated shareholders' equity was strengthened further, amounting to Euro 474.8 million as of October 31, 2024, up from Euro 442.8 million, thanks to the profit for the period and net of the distribution of dividends and the buy-back carried out in the last 12 months for approximately Euro 26 million.

Net Financial Position	10/31/2024	10/31/2023	04/30/2024
	Reported	Reported	Reported
Liquidity	(439,069)	(422,808)	(577,474)
Current financial receivables and short-term securities	(8,856)	(10,803)	(8,285)
Current loans	149,862	147,627	157,155
Current Net Financial Position	(298,063)	(285,984)	(428,604)
Non-current loans	224,971	132,551	217,589
Non-current Net Financial Position	224,971	132,551	217,589
Net Financial Position	(73,092)	(153,433)	(211,015)
Financial liabilities for rights of use under IFRS 16	42,340	39,394	48,132
Payables and commitments with minority shareholders for equity investments	143,780	171,396	160,200
Total Net Financial Position Reported	113,028	57,357	(2,683)

Results of the SSI Sector

The Software and System Integration (SSI) Sector, which offers software solutions and technological innovation for the SME and Enterprise segments, increased Revenues and Other Income by 10.0% Y/Y, Ebitda by 22.1% Y/Y, thanks to the positive trend of the main Business Units, including Cloud, Vertical Applications, Cyber Security and Data Science/AI, as well as the expansion of the scope of activities. The evolution of Revenues and Other Income has been favoured by the start of the consolidation of certain companies of strategic importance for the future development of the business, such as (i) RealTime, offering software solutions on the SAP Business One platform, (ii) PV Consulting, providing consulting and management solutions on the SAP HCM (Human Capital Management) platform; (iii) Boot Systems SL and LBS Serveis SL, based in Barcelona and Andorra, specialising in consulting and solutions in the Cloud Computing and Data Centre areas; (iv) Essedi Consulting, offering application consulting and services on the Sap S/4HANA platform; (v) Soluzioni Software, specialising in consulting and software development for business management; (vi) Smart Engineering GmbH, based in Buchholz (Germany), specialising in Computer-Aided Engineering (CAE) software solutions and offering engineering services in the FEM/CFD and simulation software fields. The reclassified income statement of the SSI Sector (in Euro thousands), as of October 31, 2024 is provided below, and compared with the year ended October 31, 2023.

SSI Sector (Euro thousands)	October 31				
	2024	%	2023	%	Change
Third-party revenues	386,274		356,107		8.5%
Inter-sector revenues	2,770		1,947		42.3%
Total Revenues	389,044		358,054		8.7%
Other income	15,892		10,175		56.2%
Total revenue and other income	404,936	100.0%	368,229	100.0%	10.0%
Consumable materials and goods	(148,910)	-36.8%	(119,718)	-32.5%	24.4%
Costs for services and for rent, leasing, and similiar costs	(95,716)	-23.6%	(101,210)	-27.5%	-5.4%
Personnel costs	(113,317)	-28.0%	(99,991)	-27.2%	13.3%
Other operating costs	(2,796)	-0.7%	(1,855)	-0.5%	50.7%
Ebitda	44,197	10.9%	45,455	12.3%	-2.8%
Amortisation and depreciation	(16,077)	-4.0%	(14,329)	-3.9%	12.2%
Provisions	(410)	-0.1%	(913)	-0.2%	-55.1%
Adjusted Operating Profit (Ebit)	27,710	6.8%	30,213	8.2%	-8.3%
Amortisation of customer lists and know how (PPA) and other non-monetary costs	(8,931)	-2.2%	(8,121)	-2.2%	10.0%
Operating profit (Ebit)	18,779	4.6%	22,092	6.0%	-15.0%
Net financial income and expense	(5,101)	-1.3%	(4,417)	-1.2%	15.5%
Result before taxes	13,678	3.4%	17,675	4.8%	-22.6%
Income taxes	(3,892)	-1.0%	(5,702)	-1.5%	-31.7%
Net profit	9,786	2.4%	11,973	3.3%	-18.3%
Net profit attributable to non-controlling interests	1,391	0.3%	2,463	0.7%	-43.5%
Net profit attributable to the Group	8,395	2.1%	9,510	2.6%	-11.7%
Adjusted Net profit attributable to the Group	14,752	3.6%	15,291	4.2%	-3.5%

Total Revenues and Other Income as of October 31, 2024 amounted to Euro 404.9 million with a growth of 10.0% Y/Y, while Ebitda reached Euro 44.2 million, down 2.8% Y/Y (Ebitda margin 10.9% compared to 12.3% as of October 31, 2023). The external leverage contribution during the half-year was about 50% in terms of revenues and Ebitda, thanks to the bolt-on M&A transactions completed over the last 12 months.

The Sector had an Ebitda of Euro 44.2 million (-2.8% vs H1 2024) and an Ebitda margin of 10.9% as of October 31, 2024 vs. 12.3% as of October 31, 2023, as a result of the investments made in skills and technologies in key growth areas and the industrial re-engineering activities of some business units.

The Group's Net Profit for the year ended October 31, 2024 was Euro 8.4 million (-11.7% Y/Y), reflecting the trend in operating profitability (-2.8% Y/Y), after amortisation and depreciation of Euro 16.5 million (+8.2% Y/Y), net financial expenses of Euro 5.1 million and taxes of Euro 3.9 million. The Group's Adjusted Net Profit, stated gross of amortisation related to customer lists and know-how deriving from PPA (Euro 8,931 thousand, up 10% Y/Y), was Euro 14.8 million, down 3.5% Y/Y.

The reclassified balance sheet of the SSI Sector (in Euro thousands) for the year ended October 31, 2024 is provided below.. The figures for the period ended October 31, 2023 are also included with the comparative figures for the period ended April 30, 2024, in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024	10/31/2023	30/04/2024
Intangible fixed assets	271,085	263,519	268,110
Tangible fixed assets (including rights of use)	67,530	63,003	68,849
Investments carried at equity	11,096	12,679	11,109
Other non-current assets and prepaid taxes	8,973	16,113	8,883
Total non-current assets	358,684	355,314	356,951
Inventories	22,512	42,305	28,014
Trade receivables	192,940	177,339	223,804
Other current assets	88,446	80,041	86,905
Current assets for the year	303,898	299,685	338,723
Trade payables	142,450	152,175	185,499
Other current payables	152,336	141,679	168,390
Short-term liabilities for the year	294,786	293,854	353,889
Net working capital	9,112	5,831	(15,166)
Provisions and other non-current tax liabilities	74,652	74,266	74,605
Employee benefits	43,630	38,070	39,851
Net non-current liabilities	118,282	112,336	114,456
Net Invested Capital	249,514	248,809	227,329
Shareholders' equity	72,896	67,175	70,484
Liquidity and other financial assets	(108,374)	(94,620)	(145,131)
Current and non-current loans	180,274	142,637	176,688
Net Financial Position	71,900	48,017	31,557
Financial liabilities rights of use under IFRS 16	25,567	24,539	27,584
Payables and commitments with minority shareholders for equity investments	79,151	109,078	97,704
Total Net Financial Position Reported	176,618	181,634	156,845

The Net Financial Position as of October 31, 2024 is negative by Euro 71.9 million, up from Euro 48.0 million as of October 31, 2023, and refers mainly to the technology and equity investments made in the last 12 months net of the generation of operating cash flow. Shareholders' equity is Euro 72.9 million, rising compared to Euro 67.2 million as of October 31, 2023 thanks to profits of the period.

Results of the Business Services Sector

The Business Services Sector, which offers digital platforms and vertical applications for the Financial Services segment, accelerates its growth path thanks to recent M&A transactions focused on key areas such as applications, platforms and IT consulting.

as of October 31, 2024, the Sector achieved Revenues and Other income of Euro 69.1 million, up 25.6% Y/Y supported by the development of digital applications and platforms dedicated to the Financial Services industry and by recent acquisitions, including (i) the company ATS, operating in the Vertical Applications segment for the Capital Market and (ii) Metoda Finance Srl, based in Salerno and with approximately 70 resources, specialised in the development and supply of fully proprietary software solutions in the areas of Regulatory Reporting, AML and Management for the Financial Services market.

The reclassified income statement of the Business Services Sector (in Euro thousands), as of October 31, 2024 is provided below, and compared with the previous period ended October 31, 2023.

Business Services Sector (Euro thousands)	October 31				
	2024	%	2023	%	Change
Third-party revenues	64,688		50,065		29.2%
Inter-sector revenues	383		767		-50.1%
Total Revenues	65,071		50,832		28.0%
Other income	4,031		4,191		-3.8%
Total revenue and other income	69,102	100.0%	55,023	100.0%	25.6%
Consumable materials and goods	(2,777)	-4.0%	(4,269)	-7.8%	-34.9%
Costs for services and rent, leasing, and similar costs	(28,240)	-40.9%	(23,722)	-43.1%	19.0%
Personnel costs	(26,749)	-38.7%	(18,770)	-34.1%	42.5%
Other operating costs	(415)	-0.6%	(473)	-0.9%	-12.3%
Ebitda	10,921	15.8%	7,789	14.2%	40.2%
Amortisation and depreciation	(3,883)	-5.6%	(2,285)	-4.2%	69.9%
Provisions	(129)	-0.2%	(74)	-0.1%	74.3%
Adjusted Operating Profit (Ebit)	6,909	10.0%	5,430	9.9%	27.2%
Amortisation of customer lists and know how (PPA) and other non-monetary costs	(5,098)	-7.4%	(3,653)	-6.6%	39.6%
Operating profit (Ebit)	1,811	2.6%	1,777	3.2%	1.9%
Net financial income and expense	(1,741)	-2.5%	(1,350)	-2.5%	29.0%
Result before taxes	70	0.1%	427	0.8%	-83.6%
Income taxes	(76)	-0.1%	65	0.1%	-216.9%
Net profit	(6)	0.0%	492	0.9%	-101.2%
Net profit attributable to non-controlling interests	(190)	-0.3%	(434)	-0.8%	-56.2%
Net profit attributable to the Group	184	0.3%	926	1.7%	-80.1%
Adjusted Net profit attributable to the Group	3,813	5.5%	3,526	6.4%	8.1%

as of October 31, 2024, the Sector achieved revenues of Euro 69.1 million, up 25.6% Y/Y, and an Ebitda of Euro 10.9 million (Ebitda margin of 15.8% compared to 14.2% in FY24), up 40.2% Y/Y, thanks to the development of revenues and customer sets in the Digital Platforms and Vertical Applications areas.

The external leverage contribution during the half-year was about 60% in terms of revenues and Ebitda, thanks to the bolt-on M&A transactions completed over the last 12 months.

Net Profit attributable to the Group as of October 31, 2024 amounted to Euro 184 thousand (-80.1% Y/Y), after amortisation and impairments totalling Euro 4.0 million (+70.1% Y/Y), which increased mainly due to higher amortisation of customer lists and know-how recorded following acquisitions, net financial expenses of Euro 1.7 million (+29.0% Y/Y) and taxes of Euro 76 thousand. The Group's Adjusted Net Profit, stated gross of depreciation and amortisation related to customer lists and know-how deriving from PPA, was Euro 3.8 million, up 8.1% Y/Y.

The reclassified balance sheet of the Business Services Sector (in Euro thousands) for the year ended October 31, 2024 is provided below. The figures for the period ended October 31, 2023 are also included with the comparative figures for the period ended April 30, 2024, in order to provide a better analysis of the balance sheet.

Reclassified Balance Sheet	10/31/2024	10/31/2023	04/30/2024
Intangible fixed assets	172,761	130,055	138,294
Tangible fixed assets (including rights of use)	17,735	15,183	19,437
Investments carried at equity	436	128	128
Other non-current assets and prepaid taxes	6,744	5,496	5,612
Total non-current assets	197,676	150,862	163,471
Inventories	5,065	3,949	3,514
Trade receivables	51,731	37,518	42,721
Other current assets	6,961	6,746	7,618
Current assets for the year	63,757	48,213	53,853
Trade payables	28,750	24,834	27,472
Other current payables	25,163	20,961	23,673
Short-term liabilities for the year	53,913	45,795	51,145
Net working capital	9,844	2,418	2,708
Provisions and other non-current tax liabilities	42,100	31,364	33,622
Employee benefits	8,273	5,537	5,788
Net non-current liabilities	50,373	36,901	39,410
Net Invested Capital	157,147	116,378	126,769
Shareholders' equity	43,472	42,342	43,472
Liquidity and other financial assets	(15,229)	(21,238)	(18,118)
Current and non-current loans	70,776	47,103	51,384
Net Financial Position	55,547	25,865	33,266
Financial liabilities rights of use under IFRS 16	5,950	6,204	9,319
Payables and commitments with minority shareholders for equity investments	52,178	41,968	40,712
Total Net Financial Position Reported	113,675	74,036	83,297

The Net Financial Position as of October 31, 2024 is negative by Euro 55.5 million, compared to a negative balance of Euro 25.9 million as of October 31, 2023, and refers mainly to significant equity investments made in the last 12 months net of the generation of operating cash flow.

Shareholders' equity is Euro 43.5 million as of October 31, 2024, rising slightly compared to Euro 42.3 million as of October 31, 2023 thanks partly to profits of the period.

Results of the VAS Sector

The Value Added Solutions (VAS) segment, which provides value-added technology solutions, posted a 7.6% decrease in Revenues and Other Income in the half-year, after years of consecutive growth, as a result of the unfavourable dynamics of certain ICT distribution market segments. The Ebitda result of Euro 40.0 million (-8.5% Y/Y) with an Ebitda margin of 4.4% stable compared to October 31, 2023 confirms the increasing focus on the Advanced Solutions segment. The Sector maintains a 48% market share in Italy in the Data Centre, Networking, and Enterprise software categories (source: Sirmi, November 2024).

The VAS Sector is defined as of FY 2025 with the exclusion of the Digital Green Business Unit from the scope of Value-Added Solutions, so the comparative figures as of October 31, 2023 and April 30, 2024 have been restated. The reclassified income statement of the Sector (in Euro thousands), as of October 31, 2024 is provided below, and compared with the previous year ended October 31, 2023.

VAS Sector (Euro thousands)	October 31		2023*	%	Change
	2024	%			
Third-party revenues	867,777		937,376		-7.4%
Inter-sector revenues	45,341		52,871		-14.2%
Total Revenues	913,118		990,247		-7.8%
Other income	6,588		4,855		35.7%
Total revenue and other income	919,706	100.0%	995,102	100.0%	-7.6%
Consumable materials and goods	(836,841)	-91.0%	(912,474)	-91.7%	-8.3%
Gross commercial margin	82,865	9.0%	82,628	8.3%	0.3%
Costs for services and rent, leasing, and similar costs	(25,106)	-2.7%	(23,716)	-2.4%	5.9%
Personnel costs	(15,263)	-1.7%	(14,057)	-1.4%	8.6%
Other operating costs	(2,454)	-0.3%	(1,104)	-0.1%	122.3%
Ebitda	40,042	4.4%	43,751	4.4%	-8.5%
Amortisation and depreciation	(2,147)	-0.2%	(1,942)	-0.2%	10.5%
Provisions	(708)	-0.1%	(2,040)	-0.2%	-65.3%
Adjusted Operating Profit (Ebit)	37,187	4.0%	39,769	4.0%	-6.5%
Amortisation of customer lists and know how (PPA) and other non-monetary costs	(1,096)	-0.1%	(829)	-0.1%	32.3%
Operating profit (Ebit)	36,091	3.9%	38,940	3.9%	-7.3%
Net financial income and expense	(12,080)	-1.3%	(7,821)	-0.8%	54.5%
Result before taxes	24,011	2.6%	31,119	3.1%	-22.8%
Income taxes	(6,004)	-0.7%	(9,259)	-0.9%	-35.2%
Net profit	18,007	2.0%	21,860	2.2%	-17.6%
Net profit attributable to non-controlling interests	406	0.0%	501	0.1%	-19.0%
Net profit attributable to the Group	17,601	1.9%	21,391	2.1%	-17.7%
Adjusted Net profit attributable to the Group	18,380	2.0%	21,980	2.2%	-16.4%

(*) Data restated following the spin-off of the Digital Green Sector from the VAS Sector (formerly known as "VAD")

Total Revenues and Other Income of Euro 919.7 million at October 31, 2024, is down 7.6% Y/Y. The Ebitda result for the period under review amounted to Euro 40.0 million (Ebitda margin 4.4%), down 8.5% from Euro 43.8 million (Ebitda margin 4.4%) as of October 31, 2023, mainly due to lower sales volumes in certain market segments.

The Group's adjusted net profit was Euro 18.4 million, down 16.4% Y/Y compared to Euro 22.0 million as of October 31, 2023, as a result of higher financial management costs, with net financial expenses of Euro 12.1 million in the period under review, up from Euro 7, 8 million as of October 31, 2023 as a result of higher interest rates on bank debt and securitisation

transactions, which are synergistic in reducing credit risk, and taxes of Euro 6.0 million, down from Euro 9.3 million in the previous half-year.

The reclassified balance sheet of the VAS Sector (in Euro thousands) for the period ended October 31, 2024 is provided below.. The figures for the period ended October 31, 2023 are also included with the comparative figures for the period ended April 30, 2024, in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024	10/31/2023*	04/30/2024*
Intangible fixed assets	40,614	41,776	41,674
Tangible fixed assets (including rights of use)	55,774	51,488	54,686
Investments carried at equity	12,898	12,549	12,877
Other non-current assets and prepaid taxes	8,884	14,182	6,974
Total non-current assets	118,170	119,995	116,211
Inventories	105,886	106,815	113,191
Trade receivables	294,658	303,067	314,814
Other current assets	49,096	34,265	44,929
Current assets for the year	449,640	444,147	472,934
Trade payables	358,909	393,916	448,875
Other current payables	28,710	29,284	28,271
Short-term liabilities for the year	387,619	423,200	477,146
Net working capital	62,021	20,947	(4,212)
Provisions and other non-current tax liabilities	15,231	15,402	16,051
Employee benefits	3,730	3,448	3,622
Net non-current liabilities	18,961	18,850	19,673
Net Invested Capital	161,230	122,092	92,326
Shareholders' equity	306,432	283,344	341,067
Liquidity and other financial assets	(283,834)	(276,235)	(383,630)
Current and non-current loans	122,221	88,175	144,617
Net Financial Position	(161,613)	(188,060)	(239,013)
Financial liabilities rights of use under IFRS 16	7,432	6,493	7,791
Payables and commitments with minority shareholders for equity investments	8,979	20,315	14,721
Total Net Financial Position Reported	(145,202)	(161,252)	(216,501)

(*) Data restated following the spin-off of the Digital Green Sector from the VAS Sector (formerly known as "VAD")

The Net Financial Position fell from a surplus of Euro 188.1 million as of October 31, 2023 to a surplus of Euro 161.6 million as of October 31, 2024, mainly as a result of a higher absorption of net working capital. Shareholders' Equity further strengthened during the period under review, reaching a total of Euro 306.4 million as of October 31, 2024, compared to Euro 283.3 million as of October 31, 2023, thanks to profits of the period.

Results of the Digital Green Sector

The Digital Green Sector provides solutions for the production of energy from renewable sources and energy efficiency, which reduce the environmental impact of organisations, and services for the management and reconditioning of IT products, and for the remanufacturing and refurbishing of technology parks.

In the first half-year, ended October 31, 2024, pro forma Revenues and Other Income, which include the newly acquired GreenSun in the scope of operations, amounted to Euro 166.9 million (+16.8% vs H1 2024). On a same scope basis, Revenues and Other Income fell by approximately 41.8% compared to October 31, 2023, due to the drop in prices which intensified from the second half of the previous financial year (November 2023-April 2024). The reclassified consolidated income statement of the Digital Green Sector reported (prepared in compliance with the IFRS) and pro forma (in Euro thousands) for the period ended October 31, 2024 is provided below, compared with the same period of the previous year, ended October 31, 2023.

Digital Green Sector (Euro thousands)	October 31						2024 Vs 23	2024 PF Vs 23
	2024 Reported	% Pro forma*	2024 Pro forma*	% Reported**	2023 Reported**	%		
Third-party revenues	81,027		164,674		139,016		-41.7%	18.5%
Inter-sector revenues	420		420		2,308		-81.8%	-81.8%
Total Revenues	81,447		165,094		141,324		-42.4%	16.8%
Other income	1,697		1,763		1,504		12.8%	17.2%
Total revenue and other income	83,144	100.0%	166,857	100.0%	142,828	100.0%	-41.8%	16.8%
Costs for purchasing products and software	(72,595)	-87.3%	(146,407)	-87.7%	(123,129)	-86.2%	-41.0%	18.9%
Costs for services and rent, leasing, and similar costs	(3,207)	-3.9%	(6,642)	-4.0%	(4,566)	-3.2%	-29.8%	45.5%
Personnel costs	(1,419)	-1.7%	(2,665)	-1.6%	(1,065)	-0.7%	33.2%	150.2%
Other operating costs	(245)	-0.3%	(245)	-0.1%	(96)	-0.1%	155.2%	155.2%
Ebitda	5,678	6.8%	10,898	6.5%	13,972	9.8%	-59.4%	-22.0%
Amortisation and depreciation	(334)	-0.4%	(368)	-0.2%	(269)	-0.2%	24.2%	36.8%
Provisions	(78)	-0.1%	(78)	0.0%	(444)	-0.3%	-82.4%	-82.4%
Adjusted Operating Profit (Ebit)	5,266	6.3%	10,452	6.3%	13,259	9.3%	-60.3%	-21.2%
Amortisation of client lists and know how (PPA)	(319)	-0.4%	(580)	-0.3%	(320)	-0.2%	-0.3%	81.3%
Operating profit (Ebit)	4,947	5.9%	9,872	5.9%	12,939	9.1%	-61.8%	-23.7%
Net financial income and expense	(97)	-0.1%	110	0.1%	(495)	-0.3%	-80.4%	-122.2%
Result before taxes	4,850	5.8%	9,982	6.0%	12,444	8.7%	-61.0%	-19.8%
Income taxes	(1,384)	-1.7%	(2,729)	-1.6%	(3,792)	-2.7%	-63.5%	-28.0%
Net profit	3,466	4.2%	7,253	4.3%	8,652	6.1%	-59.9%	-16.2%
Net profit attributable to non-controlling interests	50	0.1%	1,924	1.2%	(16)	0.0%	n.s.	n.s.
Net profit attributable to the Group	3,416	4.1%	5,329	3.2%	8,636	6.0%	-60.4%	-38.3%
Adjusted Net profit attributable to the Group	3,643	4.4%	5,742	3.4%	8,864	6.2%	-58.9%	-35.2%

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

(**) Data restated following the spin-off of the Digital Green Sector from the VAS Sector (formerly known as "VAD")

Total Pro-forma Revenues and Other Income as of October 31, 2024 amounted to Euro 166.9 million with a growth of 16.8% Y/Y, while Ebitda reached Euro 10.9 million, down 22.0% Y/Y, with an Ebitda Margin of 6.5% as of October 31, 2024 vs 9.8% as of October 31, 2023, in decline as a result of a reduction in the margin of GreenSun. The Group's pro-forma Net Profit for the year ended October 31, 2024 was Euro 5.3 million (-38.3%/Y), reflecting the trend in operating profitability (-22.0% Y/Y), after amortisation and depreciation of Euro 446 thousand (-37.4% Y/Y), net financial income of

Euro 110 thousand and taxes of Euro 2.7 million. The Group's pro-forma Adjusted Net Profit, stated gross of amortisation related to customer lists and know-how deriving from PPA, was Euro 5.7 million, down 35.2% Y/Y.

Total reported Revenues and other income as of 31 October 2024 amounted to Euro 83.1 million, down by 41.8% Y/Y, while Ebitda amounted to Euro 5.7 million, down by 59.4% Y/Y /Y, with Ebitda margin equal to 6.8% at 31 October 2024 vs 9.8% at 31 October 2023, decreasing following the decline in turnover also resulting from a reduction in prices. The Group's reported Net Profit as of 31 October 2024 is equal to Euro 3.4 million (-60.4% Y/Y) and reflects the unfavorable trend in operating profitability (-59.4% Y/Y), after amortization and write-downs of Euro 412 thousand (-57.8% Y/Y), net financial charges of Euro 97 thousand and taxes of Euro 1.4 million. The Group's reported Adjusted Net Profit, expressed before amortization relating to customer lists and know-how deriving from the PPA, is equal to Euro 3.6 million, down by 58.9% Y/Y.

The reclassified balance sheet reported for Digital Green (prepared in compliance with the IFRS) and pro forma (in Euro thousands) for the period ended October 31, 2024 is provided below. The figures for the period ended October 31, 2023 are also included with the comparative figures for the period ended April 30, 2024, in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024 Reported	10/31/2024 Pro-forma*	10/31/2023*	04/30/2024
Intangible fixed assets	90	9,484	62	73
Tangible fixed assets (including rights of use)	3,900	4,456	3,993	3,976
Investments carried at equity				
Other non-current assets and prepaid taxes	693	4,478	736	757
Total non-current assets	4,683	18,418	4,791	4,806
Inventories	13,151	29,045	17,738	11,024
Trade receivables	20,852	54,219	44,231	29,385
Other current assets	10,218	16,254	2,944	8,659
Current assets for the year	44,221	99,518	64,913	49,068
Trade payables	36,216	66,421	47,847	33,479
Other current payables	4,272	7,078	12,264	3,621
Short-term liabilities for the year	40,488	73,499	60,111	37,100
Net working capital	3,733	26,019	4,802	11,968
Provisions and other non-current tax liabilities	163	2,869	136	142
Employee benefits	450	450	310	383
Net non-current liabilities	613	3,319	446	525
Net Invested Capital	7,803	41,118	9,147	16,249
Shareholders' equity	36,219	60,487	42,677	38,088
Liquidity and other financial assets	(34,723)	(51,169)	(37,010)	(35,184)
Current and non-current loans	1,427	2,860	1,840	1,981
Net Financial Position	(33,296)	(48,309)	(35,170)	(33,203)
Financial liabilities rights of use under IFRS 16	1,435	1,435	1,640	1,564
Payables and commitments with minority shareholders for equity investments	3,445	27,506		6,862
Total Net Financial Position Reported	(28,416)	(19,368)	(33,530)	(24,777)

(*) Pro forma consolidated figures as of October 31, 2024 prepared by simulating the backdated consolidation as of May 1, 2024 of Greensun Srl, a company operating in the Digital Green Sector acquired on December 3, 2024. The pro forma consolidated figures are unaudited

(**) Data restated following the spin-off of the Digital Green Sector from the VAS Sector (formerly known as "VAD")

The Net Financial Position goes from a balance of Euro 35.2 thousand as of October 31, 2023 to a pro-forma balance of Euro 48.3 million as of October 31, 2024. Shareholders' pro-forma Equity further strengthened during the period under review, reaching a total of Euro 60.5 million as of October 31, 2024, compared to Euro 42.7 million as of October 31, 2023.

The Net Financial Position goes from a balance of Euro 35.2 thousand as of October 31, 2023 to a balance of Euro 48.3 million as of October 31, 2024. Shareholders' Equity further strengthened during the period under review, reaching a total of Euro 36.2 million as of October 31, 2024, compared to Euro 42.7 million as of October 31, 2023, as a result of profits for the period net of dividends distributed.

Results of the Corporate Sector

The Corporate Sector is active in strategic governance and the provision of administration, finance, control, human resources management, information systems and operating platforms for Group companies. Following the recent entry into the scope of the sector of the subsidiary Adiacent, the Corporate Sector extended its activities in the development of Customer Experience technology and application solutions to the whole of the Sesa Group. The reclassified income statement of the Corporate Sector (in Euro thousands) as of October 31, 2024 is provided below, and compared with the previous year ended October 31, 2023.

Corporate Sector (Euro thousands)	October 31				Change
	2024	%	2023	%	
Third-party revenues	7,828		292		-2580.8%
Inter-sector revenues	10,165		7,431		36.8%
Total Revenues	17,993		7,723		133.0%
Other income	1,714		1,612		6.3%
Total revenue and other income	19,707	100.0%	9,335	100.0%	111.1%
Consumable materials and goods	(1,538)	-7.8%	(39)	-0.4%	3843.6%
Costs for services and rent, leasing, and similar costs	(6,381)	-32.4%	(2,746)	-29.4%	132.4%
Personnel costs	(10,039)	-50.9%	(4,127)	-44.2%	143.3%
Other operating costs	(151)	-0.8%	(128)	-1.4%	18.0%
Ebitda	1,598	8.1%	2,295	24.6%	-30.4%
Amortisation and depreciation	(454)	-2.3%	(311)	-3.3%	46.0%
Provisions	(38)	-0.2%			n.s.
Adjusted Operating Profit (Ebit)	1,106	5.6%	1,984	21.3%	-44.3%
Amortisation of client lists and know how (PPA)	(347)	-1.8%			n.s.
Stock grant costs and other non-monetary costs	(3,152)	-16.0%	(2,692)	-28.8%	17.1%
Operating profit (Ebit)	(2,393)	-12.1%	(708)	-7.6%	238.0%
Net financial income and expense	(158)	-0.8%	(51)	-0.5%	209.8%
Result before taxes	(2,551)	-12.9%	(759)	-8.1%	236.1%
Income taxes	130	0.7%	(630)	-6.7%	n.s.
Net profit	(2,421)	-12.3%	(1,389)	-14.9%	74.3%
Net profit attributable to non-controlling interests	35	0.2%			n.s.
Net profit attributable to the Group	(2,456)	-12.5%	(1,389)	-14.9%	76.8%
Adjusted Net profit attributable to the Group	35	0.2%	527	5.6%	-93.4%

Total revenues and other income, amounting to Euro 19.7 million, showed an increase compared to the first half of the previous year (+111.1% Y/Y) thanks to the development of corporate services (organisation, administrative and financial management, planning and control, human resources management, corporate governance, legal and IT services) and the change in the scope of consolidation following the entry from April 30, 2024 of the Customer Experience services provided by Adiacent SpA.

Ebitda as of October 31, 2024 amounted to Euro 1.6 million, a decrease of 30.4% compared to Euro 2.3 million as of October 31, 2023, mainly related to investments in internal skills made in the first half of the year to support the extension of the scope of corporate services. Stock grant and other non-monetary costs, up from Euro 2.7 million as of October 31, 2023 to Euro 3.2 million as of October 31, 2024, reflect the accrual of the notional cost related to the 2024-2026 annual and three-year stock grant plan for the Company's executive directors.

The Group's Adjusted Net Result, gross of non-cash costs mainly related to the stock grant plan, was a positive Euro 35 thousand as of October 31, 2024, compared to a positive Euro 527 thousand as of October 31, 2023.

The consolidated reclassified balance sheet of the Corporate Sector (in Euro thousands) for the year ended October 31, 2024 is provided below.. The figures for the period ended October 31, 2023 are also included with the comparative figures for the period ended April 30, 2024, in order to provide a better analysis of the balance sheet, in consideration of the seasonality that typically characterises sales revenues during the year.

Reclassified Balance Sheet	10/31/2024	10/31/2023	04/30/2024
Intangible fixed assets	8,927	321	9,278
Tangible fixed assets (including rights of use)	2,950	1,558	2,880
Investments carried at equity	745	702	745
Other non-current assets and prepaid taxes	107,714	100,522	106,469
Total non-current assets	120,336	103,103	119,372
Inventories	980		862
Trade receivables	17,774	16,353	20,584
Other current assets	341	6,958	(315)
Current assets for the year	19,095	23,311	21,131
Trade payables	8,670	9,272	9,199
Other current payables	16,340	13,057	17,948
Short-term liabilities for the year	25,010	22,329	27,147
Net working capital	(5,915)	982	(6,016)
Provisions and other non-current tax liabilities	2,866	125	2,956
Employee benefits	4,957	1,782	4,664
Net non-current liabilities	7,823	1,907	7,620
Net Invested Capital	106,598	102,178	105,736
Shareholders' equity	110,239	105,715	107,187
Liquidity and other financial assets	(5,765)	(4,508)	(3,696)
Current and non-current loans	141	417	170
Net Financial Position	(5,624)	(4,091)	(3,526)
Financial liabilities rights of use under IFRS 16	1,956	518	1,874
Payables and commitments with minority shareholders for equity investments	27	36	201
Total Net Financial Position Reported	(3,641)	(3,537)	(1,451)

Shareholders' equity as of October, 31 2024 amounted to Euro 110.2 million, compared to Euro 105.7 million as of October, 31 2023 due to profits for the period and net of the distribution of dividends of Euro 15.5 million in September 2024.

The Net Financial Position is positive (net liquidity) by Euro 5.6 million compared to Euro 4.1 million as of October, 31, 2023.

Main risks and uncertainties to which the Group and Sesa S.p.A are exposed

The Sesa Group adopts specific procedures for the management of risk factors that may influence the Group's economic, equity and financial situation. These procedures are the result of company management based on the values of the Group's code of ethics (integrity, honesty, fairness, professionalism, business continuity and attention to people) focused on pursuing sustainable growth goals for stakeholders.

External risks

RISKS ASSOCIATED WITH THE MACROECONOMIC ENVIRONMENT AND THE IT MARKET

With reference to operating risks, these are attributable to the possible unfavourable trend of the external environment, characterised by general economic and IT sector conditions, which show a correlated trend and a weak growth trend. The ICT market is linked to the economic performance of industrialised countries, where demand for high-tech products is higher. An unfavourable economic development at national or international level could negatively influence the growth in demand for IT with consequent repercussions on the Group's activity and on its economic, equity and financial situation.

Despite the weak demand (macroeconomic context and IT market) recorded in recent years, increased by the spread of the Covid-19 pandemic and the consequent potential negative effect on business performance, the Group confirms its ability to grow by outperforming the reference market with a trend of sustainable development of revenues and profits.

The IT market is also characterised by a high degree of competition, with the Group facing national operators in addition to multinational competitors. If the Group is unable to generate added value from its own sales, competing with its main competitors, this could have a negative impact on the economic, equity and financial situation. The Group addresses this risk by expanding its value-added offering to customers, supplying competitive, efficient and innovative services.

Lastly, the IT market is subject to intense technological evolution and, as a result, to a constant transformation of the professional skills required. To achieve a competitive edge on the IT market, continuous development of skills and products is required, along with the strategic management of relations with international vendors. The Group carries out a continuous, major analysis of market trends and opportunities in order to anticipate the evolution of customer needs through the development of internal skills, the aggregation of external specialisations and investments in research and development.

ENVIRONMENTAL RISKS

Climate change is increasingly perceived as a challenge to be addressed immediately and - where possible - to be turned into an opportunity. As a result of climate change, companies are faced with a number of significant challenges: increased operating costs, asset impairment and reduced demand for goods and services. When assessing risks, therefore, it is necessary to analyse the geopolitical and market context in detail, with a thorough, organic and prompt risk assessment.

In June 2019, the "European Commission's new guidelines on reporting climate change related information" were published, with a list of risks for companies caused by climate change, divided into physical and transition risks.

Sesa can gain a competitive advantage by looking at the development of new technologies, and the development of energy efficient products and services. Lastly, to combat the threat of climate change, Sesa acts in parallel to mitigate the effects

of climate change (actions aimed at the reduction of climate-changing gases) and adapt to the consequent impact (protection of its assets against the impacts of climate change).

Internal risk

RISKS RELATED TO DEPENDENCE ON KEY PERSONNEL:

The Group's success, activity and development depend significantly on certain key managers, including the executive directors of Sesa SpA. The loss of one of these key figures without adequate replacement, as well as the inability to attract and retain qualified new resources, could have negative effects on the Group's economic and financial prospects and results. The Group addresses this risk by implementing loyalty strategies and long-term incentive plans based on medium-term equity-based remuneration plans. The management believes that Sesa SpA and the Group have an operational structure capable of ensuring continuity in the management of corporate affairs.

RISKS ASSOCIATED WITH CONCENTRATION AND DEPENDENCE ON DISTRIBUTION CONTRACTS AND THE ABILITY TO NEGOTIATE AND MAINTAIN DISTRIBUTION CONTRACTS WITH VENDORS OVER TIME

This risk factor is of importance for the main subsidiary of the Group, Computer Gross S.p.A., which is reference operator in value-added distribution and partner of the leading manufacturers of IT solutions for the Italian market. The main distribution contracts signed with the Vendors are entered into on a non-exclusive basis, have a short-term duration (usually one or two years), are tacitly renewed and are configured as strategic assets. The Group addresses this risk by offering vendors pre and after-sales services with qualified personnel and by gradually expanding the portfolio of the vendors, increasingly diversifying the concentration of the brands distributed. It should be noted that the closing rates of distribution contracts have historically been close to zero, confirming the Group's ability to establish long-term strategic partnerships with its suppliers.

RISKS ASSOCIATED WITH FAILURE TO COMPLY WITH CONTRACTUAL AND COMPLIANCE COMMITMENTS

The Group offers IT solutions and services with a high technological content and enters into agreements that may envisage the application of penalties in relation to compliance with deadlines, performance (SLA) and quality standards which, if not met, could have a negative impact on its economic and financial situation. To mitigate this risk, the Group has adopted procedures for managing and monitoring the services provided and has taken out appropriate insurance policies.

In relation to compliance risks, the Group has adopted policies and procedures, including the adoption of the Compliance Model under Law 231/2001, for the parent company and its main subsidiaries, aimed at minimising compliance risks (particularly tax and legal risks).

Market risks

CREDIT RISK

The credit risk is represented by the exposure of Group companies to potential losses that may arise from the failure by customers to fulfil their obligations. The credit risk deriving from normal operation of Group companies with customers is monitored and hedged on an ongoing basis using information, customer assessment procedures and credit risk hedging instruments (insurance and factoring transactions without recourse). A specific provision for doubtful accounts is created

and monitored on a regular basis. As stated in the “Risks associated with the Covid-19 pandemic” paragraph, the precautions already in place to control the credit risk were strengthened following the spread of the pandemic.

LIQUIDITY RISK

At certain times during the financial year, the ordinary operations of the Sesa Group companies generate a need for working capital and, consequently, financial exposure. At the end of the quarter, however, the Group supported a financial requirement generated by the seasonal nature of the business and by the increase in net working capital. The liquidity risk is hedged by regularly planning cash requirements and the relative financing through loans and credit lines mainly centralised in the Group's three main operating companies, Computer Gross SpA, Var Group SpA and Base Digitale Srl.

INTEREST RATE RISK

Exposure to the interest rate risk arises from the fact that Group companies perform a commercial activity characterised by a negative working capital cycle (calculated as the difference between short-term operating liabilities and short-term operating assets) at certain times of the year. This generates a pro-tempore financial exposure to the banking system due to the need to finance working capital requirements. These requirements are covered by floating rate loans and credit lines, the cost of which is subject to changes in interest rates.

As of October 31, 2024, the Group did not have any interest rate derivatives in place. In light of the current trend in interest rates and the moderate level of average annual indebtedness, the Group's risk management policy does not envisage the use of derivative contracts to hedge the interest rate risk. In relation to the Group's low level of indebtedness the sensitivity analyses, aimed at assessing the impact of a potential fluctuation in interest rates on the Group's economic and financial situation, show insignificant results.

EXCHANGE RATE RISK

Group companies do not operate on foreign markets to a significant extent, essentially using the euro as the currency for the management of commercial and financial transactions. The purchase of goods and IT products in foreign currencies, mainly centralised at Computer Gross S.p.A., relates exclusively to the US dollar.

It should also be noted that there are no derivative transactions in foreign currencies, but forward currency purchase transactions to hedge the exchange rate risk relating to payables in foreign currencies to some suppliers. In relation to the Group's limited foreign exchange operations and the hedging activity of the risk itself, carried out through forward transactions, the Group reported insignificant results in the sensitivity analyses aimed at evaluating a hypothetical appreciation/depreciation of the Euro.

PRICE RISK

The Group does not hold any financial instruments or stocks listed on equity markets at 31 October 2024 with the exception of Sesa SpA's own shares deducted from shareholders' equity. With regard to the risk of inventory write-downs, the Group companies operating in the distribution and marketing of IT products monitor this management profile through regular surveys and analyses in relation to the possible existence of a risk of obsolescence of goods in order to determine actions aimed at containing it. It should also be noted that the value of inventories at 31 October 2024 was essentially centralised in Computer Gross S.p.A. and Var Group S.p.A..

Governance Model

Sesa adopts a governance model aimed at fostering the creation of sustainable long-term value and a virtuous collaboration between company and stakeholders. The Group's objective is to pursue sustainable success through the creation of long-term value for the benefit of all stakeholders, as also formalised in the company's Articles of Association. Furthermore, Sesa acts within the reference framework of the United Nations Universal Declaration of Human Rights, the fundamental Conventions of the ILO and on the basis of its Code of Ethics, which is also an integral part of the Organisational Model pursuant to Legislative Decree no. 231/2001. Specifically, Sesa adopts, as of August 2021, a **one-tier system of administration and control**, which provides for the appointment by the Shareholders' Meeting of a Board of Directors, which is responsible for the management of the company, and which appoints from among its members a management control committee that exercises control over the proper exercise of administration. The Board of Directors guides the company by pursuing its sustainable success also by defining the strategies of the Group company.

To this end, it should be noted that, on July 12, 2022, also in accordance with the work carried out during the last financial year by the **Operational Corporate Sustainability Committee**, the Board of Directors also set up an internal **Sustainability Committee**, with advisory and propositional functions to support the Board and the CEO in matters relating to sustainability.

- **The Shareholders' Meeting** is the body that forms and expresses the company's will, subsequently implemented by the Board of Directors. It is made up of the Shareholders, who periodically meet to pass resolutions in the manner and on matters defined by the law and the Company's Articles of Association. The most important tasks of the Shareholders' Meeting include the choice of the members of the Board of Directors and the Management Control Committee, as well as the approval of the Statutory and Consolidated Financial Statements;
- **The Board of Directors** carries out the strategic supervision of the Group and verifies its implementation. Chaired by Paolo Castellacci, it is made up of ten members (whose number is determined by the Shareholders' Meeting on the basis of the provisions of the Articles of Association): four executive and six non-executive directors, five of which are independent. The Board of Directors is also responsible for the definition of the Code of Ethics, values and the preparation of this Annual Report, which outlines policies, risks and performance on financial, environmental, people-related, social, human rights and anti-corruption issues. The composition of the Board of Directors complies with the regulations in force at any given time concerning the balance between genders (out of a total of ten members there are three women, all of whom are independent), and the average age of the members of the Board is 55. In line with best practice, the role of Chairman of the Board of Directors is separate from that of Managing Director;
- **The Chief Executive Officer**, in the person of Mr. Alessandro Fabbroni, is in charge of the corporate, operational and financial management as well as the implementation of strategic guidelines.
- **The Management Control Committee** monitors the compliance with legal, regulatory and statutory provisions, the compliance with the principles of proper administration, the adequacy of organisational and accounting structures, and the functionality of the overall internal control system. The Committee, which is part of the Board of Directors, is composed of three directors who meet the requirements of honourableness and professionalism laid down in the Articles of Association and the requirements of independence laid down in Article 2409 septiesdecies.
- **The Independent Auditor**, an external entity responsible for the statutory audit of the accounts, is selected by the Shareholders' Meeting. For the nine-year period 2023 to 2031, this role has been assigned to the independent auditor KPMG SpA.

Within the board, Sesa has also established three internal board committees: Appointments and Remuneration, Audit and Risks, Sustainability. The three internal board committees are set up in accordance with the recommendations of the Corporate Governance Code.

The Appointments and Remuneration Committee is a proactive advisory body with the main task of making proposals to the Board of Directors for the definition of the remuneration policy for Directors and executives with strategic responsibilities. The purpose of the Committee is also to ensure the transparency and balanced composition of the Board, guaranteeing an adequate number of independent directors. The integration of the Appointment Committee's functions with those attributed to the Remuneration Committee was decided for reasons of organisation and internal efficiency of the Board, as well as in consideration of the close correlation between the competences of the Company's pre-existing Remuneration Committee and those attributed to the Appointment Committee pursuant to the Corporate Governance Code.

The Control and Risks and Related Parties Committee is a body with consultative and propositional functions which has the task of supporting, with an adequate preliminary activity, the assessments and decisions of the Board of Directors relating to the internal

audit and risk management system, as well as those relating to the approval of the periodic financial reports.

The Sustainability Committee has the task of assisting the Board of Directors with investigative, propositional and consultative nature, in evaluations and decisions relating to sustainability issues, also understood as Environmental, Social and Governance, connected to the exercise of the company's activity and its dynamics of interaction with all stakeholders, to corporate social responsibility, to the examination of scenarios for the preparation of the strategic plan also based on the analysis of relevant issues for the generation of long-term value.

The composition of the management and control bodies in Sesa SpA complies with the applicable legal provisions, with specific reference to the appropriate gender distribution.

For information and in-depth analysis on the structure and functioning of the corporate bodies, governance practices, and the activities of the internal body Committees, please refer to the "Report on Corporate Governance and Ownership Structures" published pursuant to Article 123-bis of the Consolidated Law on Finance on the website www.sesa.it, in the "Corporate Governance" Section.

Long-term sustainable value creation

Sesa's business model is based on sustainable growth, transparency, valorisation of talent and diversity, protecting the environment and generating value for stakeholders. The industrial development plan and ESG objectives coexist and are interconnected in order to bring a concrete contribution to the achievement of the Sustainable Development Goals defined by the United Nations.

Sesa's business model aims at creating sustainable and shared value for all stakeholders over time. Underlying the business model are the six capitals pillars (financial, infrastructural, organisational, human, relational, social, and environmental) on which the organisation depends to guarantee the quality of the services provided.

In line with this evolution, Sesa is implementing an integrated value creation approach by developing a virtuous circle between corporate mission and value generation for stakeholders.

In particular, the commitment to articulate an innovative and distinctive offer led Sesa to the development of an integrated model of shared value creation, achieved by valorising:

- **the human capital** by enabling people to constantly improve their skills and understanding within the Group's strategy;
- **the social and environmental capital** by monitoring and minimising the impact of its activities on environmental resources and on the communities in which the Group operates;
- **the relational capital** by sharing behavioural and relational values with partners, suppliers and stakeholders
- **the organisational and financial capital** by enhancing the development of its services through research and innovation processes along the entire chain.

Sesa's business model is based on this strategic orientation, which aims at the creation and distribution of sustainable value in response to the global challenges defined by the 17 UN Sustainable Development Goals to which the company concretely contributes.

People

Human resources are a core value of the Sesa Group and the most relevant stakeholder in terms of value generation and distribution. The skills and specialisations of human capital are the basis of the Group's ability to offer innovative technological and digital solutions to support businesses and organisations.

The Sesa Group promotes programmes and activities to develop professionalism and diversity, while improving the well-being and quality of working life of its human resources. Distinctive values such as integrity, fairness, attention to people, inclusion and sustainability guide the Group's strategy.

as of October 31, 2024, the Group's workforce totalled 6,181 employees (+15% compared to October 31, 2023), confirming the long-term growth and development trend that has characterised the Sesa Group since its establishment.

<i>(in units)</i>	Average number of employees for the period ended October 31		Precise number of employees as of October 31		Number of employees at April 30
	2024*	2023	2024*	2023	2024
Executives	77	56	84	63	70
Middle Management	505	462	530	466	479
Office staff	5,162	4,332	5,362	4,635	4,962
Blue collars	121	100	122	109	119
Apprentices ⁽¹³⁾	72	93	83	94	61
Total	5,936	5,042	6,181	5,367	5,691

* The figures as of October 31, 2024 refer to the Group's pro forma scope, prepared by simulating the consolidation backdated to May 1, 2024 of Greensun Srl and subsidiaries with 34 employees as of October 31, 2024

As of October 31, 2024, female employment constituted a significant component, amounting to 32% of the total workforce, thanks to the Group's growing commitment to gender equality policies, in a sector with technical-scientific professions that traditionally present a structural shortage of female resources.

The Group is committed to balanced remuneration policies, with the aim of guaranteeing equal opportunities for men and women, and actions aimed at reducing the pay gap between men and women, generated mainly by the business segment in which the Group operates.

The Group promotes the growth of its people through professional development and long-term retention paths (training, career path, work-life balance initiatives and corporate welfare), implementing a policy of permanent hiring of its resources which, as of April 30, 2024, represented 98% of the total workforce, selected through targeted hiring plans mainly of young high-school and university graduates.

Hiring

The Sesa Group carries out the selection process on systematic basis and hires those human resources in support of the business growth and to develop digital skills. The work quality, the opportunity to collaborate on innovative projects, valuing diversity and the skills of resources, together to the Group commitment towards a sustainable development, represent the key elements in the attraction process of talents, especially for the youngest. The Group's selection process aims to identify the best resources available, through:

- long-standing collaborations with Professional Schools, Universities and Business Schools, (such as ITS Prodigio, operational from September 2022 within the Empoli technology hub) with which the Group has well-established relationships, including internships for students or recent graduates, project development and dissertations;
- participation in Career Days and University events;
- social communication plans using the main recruiting tools, including LinkedIn and leading recruitment sites;
- hiring events at the Group's main offices, aimed at presenting job and professional growth opportunities for young graduates;
- collaboration with local secondary education institutions by participating in School-Work Alternation programmes;
- academies with a specific focus on the most specialised areas of the IT sector.

Over the last 12 months, about 947 new resources in the Group companies, of which 58% under 30, have been recruited from universities and training schools.

The Group offers numerous internship opportunities every year, giving young people with potential the chance to get to know the company and gain training experience, also through participation in school-work alternation schemes. As of October 31, 2024, 83 internships were active, including curricular and extra-curricular internships.

The total number of apprentices in vocational training and development courses increased to 475 as of October 31, 2024.

Training and professional development of resources

Training plays a key role in the process of enhancing the value of people, as well as being a strategic tool for aligning the professional skills of Group resources to working developments and corporate and legislative requirements. In the year ended April 30, 2024, 97,981 hours of training were provided, with an increase of 41% compared to the previous year. Training investments are focused on the following key areas: ESG (Environmental, Social and Governance), essential to adopt sustainable and responsible practices; Soft Skills, essential transversal skills such as leadership, effective communication and team management; and Digital Technologies, to embrace innovations in digital technologies. Investing in training not only improves individual skills, but also strengthens the competitiveness of the entire organisation, helping to promote a corporate culture of continuous learning and professional excellence.

The training programmes also include a significant component managed centrally by the Parent Company's training office with reference to specific topics on issues such as personal data protection (GDPR-General Data Protection Regulation), Cyber Security, and Safety in the Workplace, also activated through digital e-learning platforms, which have enabled an increasing number of people to be involved. The training plans have been developed in line with PdR 125:2022, guaranteeing the fair and equal participation in training and development of our human resources.

Health and Safety

The Sesa Group promotes the welfare of workers through policies and programmes of information and awareness on safety in the workplace, adopting the necessary measures to prevent and/or minimise accidents, injuries and occupational diseases. This overall vision translates into a business strategy aimed at pursuing the highest levels of protection and guarantee of workers through the planning and implementation of all actions aimed at ensuring the health and safety of processes and workplaces.

The control measures applied to eliminate or contain risks include:

- health and safety training programmes, differentiated according to the risks and professional profiles present in the company;

- individual and collective protection equipment and devices;
- organisational provisions necessary to ensure maximum safety of employees in the workplace.

It should be noted that a small number of accidents were recorded during the last year ended April 30, 2024, almost all of which occurred while commuting between home and work, and they were all minor. The reported injury rate was 2.83% with a severity index of 0.05%.

Welfare

The Group has been committed for over 10 years to identifying concrete initiatives aimed at promoting and increasing the individual and family wellbeing of workers through an articulated Welfare Plan. The Welfare Plan perfectly combines Sesa's mission, principles and core values, enabling the use of services and programmes aimed at improving the quality of life, work-life balance and well-being of workers, their families and the communities in which they live.

The new welfare plan for 2024-25, strengthened compared to the previous year's plan, includes a further boost to well-being, health, and the quality of people's working lives, with renewed focus on inclusion, education, sustainability and wellness.

- **Inclusion, parenting and diversity:** support for the birth of children with financial assistance for childbirth and contributions for baby-sitting, pedagogy and nursery services, contributions for participation in summer centres and scholarships for the purchase of schoolbooks, and IT equipment for employees' children; financial support for health and social assistance for disabled family members and health packages for the reimbursement of healthcare expenses;
- **Employee well-being:** flexible benefits to supplement food shopping, for sports activities, culture, well-being and parenting services; contributions for the purchase of IT tools; support for housing mobility; scholarships for attendance of university and for the purchase of textbooks; international education and Erasmus programmes.
- **Environmental sustainability:** contributions dedicated to the sustainable mobility of human resources for the use of public and electric transport and E-Car Sharing programmes aimed at reducing the consumption of natural resources.
- **Work-life balance:** solidarity and people caring for the well-being and health of human resources; corporate Microcredit programmes for access to subsidised loans; psychology and counselling desk available free of charge; well-being programmes, also through digital platforms, and contributions for the performance of sports activities.

Among the main welfare programmes are those in favour of employees' children up to three years of age. The Sesa Group protects maternity and return to work by supporting parents through the organisation of the Sesa Baby company crèche, within the Empoli Technological Hub, also through monthly contributions for the children of employees of other Group locations who attend the crèche.

The Welfare Plan benefits from the contribution of the Sesa Foundation, a non-profit organisation set up by Sesa's founding partners in 2014 with the aim of creating a structure dedicated to social solidarity and philanthropy activities in the territories where Sesa Group companies operate.

Transactions with Related Parties and Group companies

Economic transactions between Group companies take place at market prices and are eliminated in the consolidation process. Transactions entered into by Group companies with related parties in accordance with IAS 24 were conducted at market conditions and mutual economic convenience.

During the period under analysis, however, there were no significant transactions with related parties.

Significant events occurring after the end of the half-year

On December 3, 2024, following the merger authorisation issued by the AGCM, PM Service finalised the acquisition of 66% of the capital of Greensun Srl, a leading operator in the renewable energy and energy-saving technology sector, which offers technology and specialist support services with consolidated annual revenues expected in the year ending December 31, 2025 of approximately Euro 130 million and human capital of 50 resources.

No other significant events occurred after the end of the half-year ended October 31, 2024.

Outlook

The Sesa Group will continue its strategy of investing in specialisations and application platforms to support the digital transformation of businesses and organisations in the second half of the financial year.

Expectations for the end of the financial year are positive in the light of an expected resumption of growth in the second half of the financial year ending April 30, 2025, with a mid-single digit development of revenues and operating profitability thanks to the investments already made, the re-engineering activities and some of the group's activities and particularly the reversal of the trend anticipated in the Digital Green Sector.

The Group will continue to invest in the development of digital skills, human resources and innovative solutions, generating sustainable value for the benefit of all stakeholders and continuing to improve its sustainability profile.

The Chairman of the Board of Directors Chief Executive Officer

Paolo Castellacci

Alessandro Fabbroni

Condensed interim
consolidated financial
statements as of
October 31, 2024



Consolidate Income Statement

<i>(Euro thousands)</i>	Note	Period ended 31 October	
		2024	2023
Revenues	5	1,407,695	1,482,856
Other income	6	17,551	11,676
Consumables and goods for resale	7	(1,018,884)	(1,108,148)
Costs for services and rent, leasing, and similar costs	8	(142,643)	(141,302)
Personnel costs	9	(166,690)	(137,987)
Other operating costs	10	(7,376)	(7,084)
Amortisation and Depreciation	11	(38,686)	(32,058)
Operating result		50,967	67,953
Share of profits of companies valued at equity		351	764
Financial income	12	21,609	19,635
Financial expenses	12	(32,630)	(27,446)
Profit before taxes		40,297	60,906
Income taxes	13	(11,465)	(19,318)
Profit for the year		28,832	41,588
of which:			
Profit attributable to non-controlling interests		2,192	2,636
Profit attributable to the Group		26,640	38,952
Earnings per share - basic (in Euro)	23	1.73	2.52
Earnings per share - diluted (in Euro)	23	1.72	2.51

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

<i>(Euro thousands)</i>	Note	Period ended 31 October	
		2024	2023
Profit for the period		28,832	41,588
Items that cannot be reclassified to the income statement			
Actuarial gain/loss for employee benefits - Gross effect	23	1,624	1,660
Actuarial gain/loss for employee benefits - Tax effect	23	389	(399)
Comprehensive income for the period		27,599	42,849
Of which:			
Comprehensive income attributable to non-controlling interests		2,105	2,759
Comprehensive income attributable to the Group		25,494	40,090

Consolidated Statement of Financial Position

<i>(Euro thousands)</i>	Note	At 31	At 30 April
		October	2024
		2024	2024
Intangible assets	14	493,093	457,071
Rights of use	15	44,319	50,308
Property, plant and equipment	16	103,570	99,511
Investment property	17	290	290
Equity investments value at equity		24,226	23,910
Receivables for deferred tax assets		19,537	19,528
Other non-current receivables and assets	18	19,587	18,778
Total non-current assets		704,622	669,396
Inventory	19	147,150	156,161
Current trade receivables	20	526,928	571,138
Current tax receivables		18,959	15,584
Other current receivables and assets	18	141,074	131,780
Cash and cash equivalents	21	439,069	577,474
Total current assets		1,273,180	1,452,137
Non-current activity owned for the sale		121	121
Total assets		1,977,923	2,121,654
Share capital		37,127	37,127
Share premium reserve		33,144	33,144
Other reserves		(55,113)	(48,925)
Profits carried forward		410,599	408,238
Total shareholders' equity attributable to the Group		425,757	429,584
Shareholders' equity attributable to non-controlling interests		49,033	47,761
Total Shareholders' equity	22	474,790	477,345
Non-current loans	24	224,971	217,589
Financial liabilities for non-current rights of use	24	26,866	32,872
Non current financial liabilities and commitments for purchase of shares from non-controlling interests	25	122,420	134,228
Employee benefits	26	61,040	54,308
Non-current provisions	27	5,036	6,031
Deferred tax liabilities		129,736	121,105
Total non-current liabilities		570,069	566,133
Current loans	24	149,862	157,155
Financial liabilities for current rights of use	24	15,474	15,260
Current financial liabilities and commitments for purchase of shares from non-controlling interests	25	21,360	25,972
Trade payables		519,598	638,010
Current tax payables		17,972	9,885
Other current liabilities	28	208,798	231,894
Total current liabilities		933,064	1,078,176
Total liabilities		1,503,133	1,644,309
Total shareholders' equity and liabilities		1,977,923	2,121,654

Consolidated Statement of Cash Flows

(Euro thousands)	Nota	Period ended 31 October	
		2024	2023
Profit for the year		28,832	41,588
Adjustments for:			
Amortisation and Depreciation	13	38,685	32,058
Income taxes	16	11,465	19,318
Accruals to provisions relating to personnel and other provisions	12,11	4,386	6,370
Net financial (income) expense	15	20,048	14,906
Profit of companies valued using the equity method	14	(351)	(764)
Other non-monetary entries	15	(5,513)	(5,609)
Cash flows generated by operating activities before changes in net working capital		97,552	107,867
Change in inventory	19	9,865	(4,355)
Change in trade receivables	20	53,533	38,184
Change in payables to suppliers		(123,343)	(45,779)
Change in other assets		(3,848)	16,188
Change in other liabilities		(36,887)	(56,152)
Use of provisions for risks	27	(1,774)	(1,337)
Employee benefits	26	(2,159)	(2,304)
Change in deferred taxes		(3,295)	(3,366)
Change in receivables and payables for current taxes		4,712	627
Interest paid	12	(23,109)	(16,491)
Taxes paid		(6,876)	(13,244)
Net cash flow generated by operating activities		(35,629)	19,838
Investments in companies net of cash acquired		(45,200)	(34,298)
Investments in property, plant and equipment	16	(11,388)	(12,177)
Investments in intangible assets	14	(11,047)	(4,366)
Investments in associated companies			(925)
Disposal in associated companies		292	
Non-current equity investments in other companies		(390)	(1,917)
Disposals of non-current equity investments in other companies			270
Dividends collected		151	564
Interest collected		4,033	2,036
Net cash flow generated by (used in) by investment activity		(63,549)	(50,813)
Subscription of long-term loans		55,000	20,552
Repayment of long-term loans		(44,627)	(37,141)
(Reduction)/increase in short-term loans		(32,487)	(22,529)
Repayment of financial liabilities for rights of use		16,388	(21,388)
Investments/disinvestments in financial assets		(1,124)	35
Treasury shares		(7,014)	(6,267)
Dividends distributed		(16,976)	(16,986)
Net cash flow generated by/(used in) financial activities		(39,115)	(83,724)
Translation difference on cash and cash equivalents			
Change in cash and cash equivalents		(138,405)	(114,699)
Opening balance of cash and cash equivalents	21	577,474	537,507
Closing balance of cash and cash equivalents		439,069	422,808

Consolidated Statement of Changes In Equity

<i>(Euro thousands)</i>	Share capital	Share premium reserve	Other reserves	Profits for the year and profits carried forward	Shareholders' equity attributable to the group	Shareholders' equity attributable to non-controlling interests	Total Shareholders' equity
At 30 April 2024	37,127	33,144	(48,925)	408,238	429,584	47,761	477,345
Profit for the year				26,640	26,640	2,192	28,832
Actuarial gain/(loss)for employee benefits – gross effect			(1,508)		(1,508)	(114)	(1,622)
Actuarial gain/(loss)for employee benefits – tax effect			362		362	27	389
Comprehensive income for the year			(1,146)	26,640	25,494	2,105	27,599
Transactions with shareholders							
Purchase of treasury shares			(7,014)		(7,014)		(7,014)
Sale of treasury shares							
Distribution of dividends				(15,494)	(15,494)	(1,482)	(16,976)
Assignment of shares in execution of Stock Grant plan							
Stock Grant plans - shares vesting in the period			3,152		3,152		3,152
Allocation of profit for the year			5,941	(5,941)			
Change in the scope of consolidation and other changes			(7,121)	(2,844)	(9,965)	649	(9,316)
At 31 October 2024	37,127	33,144	(55,113)	410,599	425,757	49,033	474,790

<i>(Euro thousands)</i>	Share capital	Share premium reserve	Other reserves	Profits for the year and profits carried forward	Shareholders' equity attributable to the group	Shareholders' equity attributable to non-controlling interests	Total Shareholders' equity
At 30 April 2023	37,127	33,144	(49,810)	354,473	374,934	49,116	424,050
Profit for the year				38,952	38,952	2,636	41,588
Actuarial gain/(loss)for employee benefits – gross effect			1,498		1,498	162	1,660
Actuarial gain/(loss)for employee benefits – tax effect			(360)		(360)	(39)	(399)
Comprehensive income for the year			1,138	38,952	40,090	2,759	42,848
Transactions with shareholders							
Purchase of treasury shares			(6,267)		(6,267)		(6,267)
Sale of treasury shares							
Distribution of dividends				(15,495)	(15,495)	(1,491)	(16,986)
Assignment of shares in execution of Stock Grant plan							
Stock Grant plans - shares vesting in the period			2,692		2,692		2,692
Allocation of profit for the year			5,943	(5,943)			
Change in the scope of consolidation and other changes			2,057	(813)	1,244	(4,777)	(3,533)
At 31 October 2023	37,127	33,144	(44,247)	371,174	397,198	45,607	442,805

Notes to the Condensed Consolidated Half-Year Financial Statements

1. General Information

SESA S.p.A. (hereinafter “SESA”, the “Company” or the “Parent Company”) is a company incorporated and domiciled in Italy, with registered office in Empoli, at no. 138 Via Piovola, organised in compliance with the legal system of the Italian Republic.

It should be noted that Sesa SpA has been listed on the Electronic Stock Market (MTA, *Mercato Telematico Azionario*) of Borsa Italiana S.p.A. since 22 October 2013.

The Company and its subsidiaries (jointly the “Group”) operate in Italy in the Information Technology sector and, in particular, in the value-added distribution of software and hardware (Value Added Solutions or VAS), in the offer of IT services and consultancy aimed at training and supporting businesses as end-users of IT (Software and System Integration or SSI), and in the provision of process outsourcing, security and digital transformation for the financial and large enterprise sector (Business Services). The Company is controlled by ITH SpA, which holds 53.0% of the shares with voting rights.

These Condensed Consolidated Half-Year Financial Statements were approved by the Company’s Board of Directors on 18 December 2024 and reviewed by KPMG SpA.

2. Summary of Accounting Standards

The main accounting criteria and standards applied in the preparation of these Condensed Consolidated Half-Year Financial Statements at 31 October 2024 are illustrated below.

2.1 Base of Preparation

The Condensed Consolidated Half-Year Financial Statements at 31 October 2024 were drawn up in compliance with IAS 34, concerning interim financial reporting. IAS 34 allows the preparation of the financial statements in “condensed” form, on the basis of a minimum level of reporting which is significantly less detailed than that envisaged by the International Financial Reporting Standards, issued by the International Accounting Standards Board and adopted by the European Union (hereinafter “IFRS”), where a complete version of the financial statements, prepared in compliance with IFRS, has been published previously. The Condensed Consolidated Half-Year Financial Statements at 31 October 2024 were drawn up in “short” form and must therefore be read jointly with the Group consolidated financial statements for the year ended 30 April 2024, prepared in compliance with IFRS.

The Condensed Consolidated Half-Year Financial Statements have been prepared under the going concern assumption, in that the Directors have verified that there are no financial, management or other indicators such as to indicate critical issues regarding the Group’s ability to fulfil its obligations in the foreseeable future and particularly in the next 12 months. A description of how the Group manages financial risks is contained in note 3 on “Financial risk management”.

The Consolidated financial statements have been prepared and presented in Euro, which is the currency of the prevailing economic environment in which the Group operates. All amounts included in this document, unless otherwise indicated, are stated in Euro thousands.

The financial statement schedules and relative classification criteria adopted by the Group within the scope of the options envisaged by IAS 1 Presentation of Financial Statements are indicated below:

- The statement of financial position has been prepared by classifying assets and liabilities according to the "current/non-current" criterion;
- The income statement has been prepared by classifying operating costs by type;
- The statement of comprehensive income includes, in addition to the profit for the period resulting from the income statement, other changes in shareholders' equity items attributable to transactions not entered into with Company shareholders;
- The statement of cash flows shows the cash flows from operating activities according to the "indirect method".

The Management has evaluated all the specific requests for information and has reported in the condensed consolidated interim financial statements the information deemed relevant in accordance with the definition of IAS 1.7.

The Condensed Consolidated Half-Year Financial Statements have been prepared on the basis of the conventional historical cost criterion, except for the valuation of financial assets and liabilities, where the application of the fair value criterion is required.

Assets and liabilities have been shown separately and without offsets.

Assets is classified as current when:

- the asset is expected to be realised, or is expected to be sold or used in the ordinary course of the entity's operating cycle;
- is held primarily to be traded;
- it is expected that it will take place within twelve months of the closing date of the financial year;
- these are cash or cash equivalents, unless they are precluded from being exchanged or used to settle a liability for at least twelve months from the reporting date.

A liability is classified as current when:

- the liability is expected to be settled in the normal operating cycle of the entity;
- is held primarily to be traded;
- must be settled within twelve months of the closing date of the financial year; or
- the entity does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date.

2.2 Scope of Consolidation and Consolidation Criteria

The Condensed Consolidated Half-Year Financial Statements at 31 October 2024 include the Company's Interim Financial Statements, as well as the Interim Financial Statements of the subsidiaries at 31 October 2024. These interim financial statements were properly adjusted, where necessary, to align them with the IFRS.

The companies included in the scope of consolidation at 31 October 2024 are detailed in the annexes, which are an integral part of the Condensed Consolidated Half-year Financial Statements.

2.3 Valuation Criteria

The accounting policies and consolidation criteria adopted when preparing the Condensed Consolidated Half-Year Financial Statements at 31 October 2024 comply with those adopted for the consolidated financial statements for the year ended 30 April 2024, taking into account those specifically applicable to the interim situations.

The preparation of the Condensed Consolidated Half-Year Financial Statements requires the directors to make estimates and assumptions that affect the values of the assets and liabilities booked and the relative reporting, as well the potential assets and liabilities at the reporting date. The estimates and related assumptions are based on previous experiences and other factors that are considered reasonable in the case in hand and are implemented when the book value of the assets

and liabilities cannot be easily deduced from other sources. The final totals may, therefore, differ from these estimates. Estimates and assumptions are reviewed on a regular basis and the effects of every change are reflected in the income statement when this is related solely to the specific financial period. If the review concerns both the current and future financial periods, the change is carried in the period in which the review is carried out and in the related future periods. The totals could differ significantly from these estimates following possible changes in the factors considered in the calculation of said estimates. Certain evaluation processes, particularly those that are more complex, such as the calculation of any impairment of non-current assets, are usually carried out completely only when drawing up the annual consolidated financial statements, with the exception of cases in which there are indicators that require an immediate estimate of any updates. It should be noted, with regard to the liability relating to staff severance indemnities, that an independent actuarial appraisal was carried out at 31 October 2023, in compliance with IAS 19.

2.4 Fair Value Estimation

The fair value of financial instruments listed on an active market is based on the market prices at the reporting date. The fair value of instruments that are not listed on an active market is determined using valuation techniques based on a series of methods and assumptions linked to market conditions at the balance sheet date. The following table shows the classification of the fair values of financial instruments on the basis of the following hierarchical levels:

Level 1: Fair value determined with reference to listed (unadjusted) prices on active markets for identical financial instruments;

Level 2: Fair value determined using valuation techniques with reference to variables observable on active markets;

Level 3: Fair value determined using valuation techniques with reference to variables that cannot be observed on active markets.

The fair value of forward transactions in foreign currency (forward) at 31 October 2024 is of level 2, while the fair value of the capitalisation policies held in portfolio is of level 1.

2.5 Seasonality

While the economic performance of the Sesa Group is not affected by significant seasonal or cyclic changes in overall annual sales, it is influenced by the lack of standardised distribution of costs and revenues in the different months of the year. This is why the analysis of the half-year results and income, equity and financial indicators cannot be considered fully representative, and it would, therefore, be incorrect to consider the half-year indicators as a proportional share of the whole year.

2.6 Newly issued accounting standards

Listed below are the standards that, at the date of preparation of the Group's consolidated financial statements, had already been issued but were not yet in force. The list refers to standards and interpretations that the Group expects will be reasonably applicable in the future. The Group intends to adopt these standards when they become effective.

Deferred taxes related to asset and liability related to a individual transaction (amendments to IAS 12)

The amendments narrow the scope of the exemption to the initial recognition of deferred taxes in order to exclude transactions that give rise to equal and offsettable temporary differences, such as leases and decommissioning obligations. The amendments are effective for financial years beginning on or after 1 January 2023. Deferred tax assets and liabilities relating to leases and decommissioning obligations must therefore be recognised from the beginning of the earliest comparative period presented, with any cumulative effect recognised as an adjustment to retained earnings or other components of equity at that date. For all other transactions, the changes apply to transactions occurring after the beginning

of the earliest period presented. Previously, the Group recognised deferred tax relating to leases using the 'integrally linked' approach, achieving the same result as the application of this amendment, except that deferred tax assets or liabilities were recognised on a net basis. As a result of the amendment, the Group recognises deferred tax assets on lease liabilities and deferred tax liabilities on Lease Assets separately, but with no impact on the balance sheet, as these balances can be offset. The application of the amendment had no impact on retained earnings as at 1 January 2022. The main impact of the amendment is the different presentation of deferred tax assets and liabilities in the notes to the financial statements.

Definition of accounting estimate – Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, introducing a definition of "accounting estimates". The amendments clarify the distinction changes in accounting policies and correction of errors, and clarify how entities use measurement and input techniques to develop accounting estimates. The amendments are effective for period beginning on or after 1 January 2023 and apply to changes in accounting policies and to changes in accounting estimates that occur from or after the beginning of that period. Early application is permitted even if the change is made well-know. These changes have not had any significant impact on the Group.

Amendment to ias 12 income tax: international tax reform - second pillar

With effect from 1 January 2024, the Sesa Group, as a multinational group that exceeds the revenue threshold of €750 million for two out of the previous four financial years, falls under the scope of second-pillar income taxes provided for by Directive (EU) 2022/2523, adopted in Italy by Legislative Decree No. 209 of 27 December 2023, aimed at ensuring a global minimum level of taxation for multinational groups of companies and large-scale domestic groups in the Union (so-called global minimum tax). According to paragraph 4.A of IAS 12 (paragraph added by Regulation (EU) 2023/2468 of the European Commission), which provides, as an exception to the provisions of that standard, that no information shall be disclosed and no deferred tax assets or liabilities for deferred taxes relating to second-pillar income taxes shall be recognised. The exposure to second-pillar income taxes arises, with respect to all Group companies that are located in each individual jurisdiction, from the level of effective taxation which, for each such jurisdiction, depends on various factors, including interrelated factors, such as primarily the income produced therein, the level of the nominal tax rate, the tax rules for determining the tax base, and the provision, form and enjoyment of incentives or other tax benefits. Moreover, given the novelty and complexity underlying the determination of the level of effective taxation, the second-pillar legislation provides for the possibility of applying a simplified regime (so-called transitional regime valid for periods starting before 31 December 2026 and ending no later than 30 June 2028) for the first periods of effectiveness (so-called transitional safe harbour to be applied for periods starting before 31 December 2026 and ending no later than 30 June 2028). so-called transitional safe harbour from country-by-country reporting) based primarily on accounting information available for each relevant jurisdiction which, if at least one of three tests is passed, results in reduced compliance burdens and zero second-pillar taxes.

Based on known or reasonably estimable information, the Sesa Group's exposure to second-pillar income taxes at the reporting date is assessed to be immaterial.

Amendment to ias 1: classification of liabilities as current and non-current

In 2020 and 2022, the IASB published amendments to IAS 1 with the aim of clarifying the requirements for classifying liabilities as current or non-current, also in relation to liabilities subject to covenants, and defining the disclosures to be provided in the financial statements. The amendments will be effective for financial years beginning on or after January 1, 2024, and shall be applied retrospectively.

The Group is currently assessing the impact the amendments will have on the current situation.

Amendments to ifrs 16 leases: sale and leaseback lease liabilities

In September 2022, the IASB issued amendments to IFRS16 with the aim of specifying the parameters to be used by the lessor - seller in accounting for the variable lease payments that occur in a Sale and Leaseback transaction. The amendments introduce a new model of accounting for variable payments and will require the lessor-seller to reassess and potentially reformulate sale and leaseback transactions entered into from 2019. The amendments will be effective for financial years beginning on or after January 1, 2024, and must be applied retrospectively to Sale and Leaseback transactions entered into after the initial application of IFRS16. Earlier application is permitted on condition that it is disclosed. The Group is currently assessing the impact the amendments will have on the current situation.

Amendments to ias 7 statement of cash flows and ifrs 7 financial instruments

In May 2023, the IASB issued amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments to clarify the characteristics of financial arrangements with suppliers and require more disclosures to be made in the financial statements. The increased disclosure requirements are intended to enable readers of financial statements to understand the effects of financial arrangements with suppliers on liabilities, cash flows and exposure to liquidity risk. The amendments will be effective for financial years beginning on or after January 1, 2024; however, earlier application is permitted as long as the fact is disclosed.

The changes are not expected to have a significant impact on the Group.

Amendment to ias 21 effects of changes in foreign currency exchange rates

In August 2023, the IASB issued an amendment to IAS 21

Effects of changes in foreign currency exchange rates, clarifying:

- when a currency is not exchangeable for other currencies;
- how a company should estimate spot exchange rates when a currency cannot be exchanged. The amendments will require more detailed disclosures to enable readers of financial statements to understand the spot exchange rate used, the estimation process, the nature and impact of using an estimated exchange rate on financial statement data, and the risks to the company associated with the non-interchangeability of the currency. The amendments will be effective for financial years beginning on or after January 1, 2025. Earlier application is permitted. The changes are not expected to have a significant impact on the Group.

3. Financial Risk Management

The Group's assets are exposed to the following risks: market risk (defined as exchange and interest rate risk), credit risk, liquidity risk and capital risk.

The Group's risk management strategy aims to minimise potential negative effects on the Group's financial performance. Some types of risk are mitigated by using derivative instruments. Risk management is centralised in the treasury function, which identifies, evaluates and hedges financial risks in close collaboration with the Group's operating units. The treasury function provides indications for monitoring risk management, as well as indications for specific areas, concerning interest rate risk, exchange rate risk and the use of derivative and non-derivative instruments.

MARKET RISK

The Group is exposed to market risks with regard to interest rates and exchange rates.

Interest Rate Risk

Exposure to interest rate risk mainly derives from the fact that Group companies carry out a commercial activity characterised by a financial requirement during certain periods of the year. This need is hedged through the assignments of receivables, loans and credit lines at floating rates. The Group did not consider it appropriate to enter into specific

financial instruments to hedge interest rate risks, as the same would result, on the whole, particularly costly compared to benefits (if any), considering the current level of financial indebtedness and interest rates.

The amount of floating rate debt not hedged against the interest rate risk represents the main risk element due to the possible impact on the income statement as a result of an increase in market interest rates.

On the basis of an analysis of the Group's indebtedness, it should be noted that all long-term and short-term debts as at 31 October 2024 are at floating rates.

Exchange rate risk

The Group is active almost exclusively on the European market and its limited exposure to exchange rate risk is related to a few minor purchases and sales of goods in US dollars. In order to reduce the exchange rate risk deriving from expected assets, liabilities and cash flows in foreign currencies, the Group uses forward contracts to hedge cash flows in currencies other than the Euro. The Group mainly establishes the exchange rates of the functional currencies of the Group companies (Euro) against the US dollar, as some purchases and sales of consumables and goods are denominated in US dollars. In fact, it is the Group's policy to hedge, where possible, commercial forecast flows in US dollars deriving from certain or highly probable contractual commitments. The maturity of existing forward contracts does not exceed 12 months.

The instruments adopted by the Group do not meet all the requirements for hedge accounting. As of 31 October 2024, there were 55 forward currency purchase contracts (US dollar) entered into by Computer Gross SpA of which 33 with a positive fair value of Euro 190 thousand and 32 with a negative fair value of Euro 245 thousand.

CREDIT RISK

Credit risk essentially derives from receivables from customers. The credit risk relating to financial positions relative to transactions in derivative instruments is considered marginal, in that the counterparties are selected within the scope of primary financial institutions. As regards credit risk relating to the management of financial and cash resources, the Group has procedures in place to ensure that the Group companies entertain relations with high-profile and secure independent counterparties.

To mitigate the credit risk related to commercial counterparties, and therefore customers, the Group has implemented procedures to ensure that sales of products take place with customers considered reliable on the basis of past experience and available information. Furthermore, the Group constantly monitors its commercial exposure and ensures that receivables are collected in compliance with the contractual deadlines.

With reference to trade receivables, the riskiest situation concerns relations with resellers. The collections and payment times of these receivables are, therefore, monitored constantly. The amount of financial assets considered doubtful and not significant is however hedged by appropriate accruals to the provision for bad debts.

The following table provides a breakdown of current receivables from customers at 31 October 2024 and 30 April 2024, grouped by overdue amounts, net of the portion of the provision for bad debts covering performing loans.

	At 31 October 2024	At 30 April 2024
Yet to mature	460,129	474,162
Expired by 0-90 days	41,086	78,856
Expired by 91-180 days	12,848	12,020
Expired by 180-360 days	9,569	4,116
Expired by over 360 days	3,296	1,985
Total	526,928	571,138

For the management of credit risk, it should be noted that the Group uses the credit insurance instrument on a significant portion of trade receivables.

LIQUIDITY RISK

Liquidity risk is associated with the Group's ability to fulfil its commitments deriving mainly from financial liabilities. Prudent management of the liquidity risk arising from the Group's normal operations implies maintaining an adequate level of cash and cash equivalents and the availability of funds obtainable through an adequate amount of credit lines.

CAPITAL RISK

The Group's goal in term of capital risk management is mainly to safeguard business continuity so as to guarantee returns for shareholders and benefits for other stakeholders. The Group also aims to maintain an optimal capital structure in order to reduce the cost of borrowing.

4. Segment Information

The criteria applied to identify the business segments reported are in line with the methods used by management to manage the Group. In particular, the structure of the business segments reported corresponds to the structure of the reports regularly analysed by the Board of Directors for the purposes of managing the Group's business. Specifically, the main dimension of management analysis used by the Group is that relating to the following operating segments:

- **the Corporate Sector** comprises activities related to the strategic governance and management of the Group's operating machinery and financial platform, centralised within Sesa SpA. For the main operating companies of the group in particular, the Administration, Finance and Audit, Human Resources, Organisation, Information Technology, Investor Relations, Corporate Governance, Legal and Internal Audit functions are managed by the parent company, Sesa SpA;
- **the VAS Sector** active in the aggregation of technology solutions for the business segment, offering integrated consulting, marketing, education and technical assistance services. The Sector, represented by Computer Gross SpA, benefits from strategic partnerships with leading international Vendors and from the specialisation of its business units, equipped with teams with technical and digital skills, with a prevalent focus on Advance Solutions (Cloud, Security, Data Centre, Networking and Data/AI Solutions).
- **the Digital Green Sector** is dedicated to solutions for the production of energy from renewable sources and energy efficiency, which reduce the environmental impact of organisations. Sector created following the acquisition of the company P.M. Service Srl in 2021, in 2024 it aggregates the solutions and services of Greensun Srl, a company acquired in December 2024. The Sector also integrates the company Service Technology Srl, which offers services for the management and reconditioning of IT products, remanufacturing and refurbishing of technology parks.
- **the Software and System Integration (SSI) Sector** is active in offering Technological Innovation, Digital Services and Business Applications solutions for the Enterprise segment. Var Group SpA, which consolidates the sector, is a reference operator in the digitalisation offer for the SME and Enterprise segments with a customer base of more than 10,000 companies, of which 2,000 abroad, and an integrated offer in the following areas: Cloud Technology Services, Cyber Security, Proprietary ERP and Vertical Solutions, Enterprise Platform, Digital Workspace, Data/AI, Digital Experience.
- **the Business Services (BS) Sector** offers Digital Platform, Vertical Banking Applications, Security and Securitisation Consulting and Credit Management Platform solutions for the Financial Services segment. The BS Sector is managed by the subsidiary Base Digitale Group Srl.

The VAS Sector is defined as of FY2025 by excluding the Digital Green Business Unit from the Value-Added Solutions perimeter. For a better and clearer representation of the performance of the Sectors, the comparative figures as at 31 October 2023 have been restated.

The Group's management assesses the performance of the various operating segments, using the following indicators:

- revenues from third parties by operating segment;
- Ebitda;
- profit for the period.

As Ebitda is not identified as an accounting measure by the IFRSs (Non-GAAP Measures), its quantitative determination might be fuzzy. Ebitda is a measure used by management to monitor and evaluate the operating performance of Group companies.

The criterion for determining the Ebitda reported above and applied by the Group may not be consistent with that adopted by other companies or groups, so its value may not be comparable with that determined by them.

The following table shows the financial information by operating sector for the period ended 31 October 2024 and 31 October 2023.

(Euro thousands)	Period ended October 31, 2024						Period ended October 31, 2023							
	Value Added Solutions	Digital Green	Software e System Integration	Business Services	Corporate	Eliminations	Total	Value Added Solutions	Digital Green	Software e System Integration	Business Services	Corporate	Eliminations	Total
Third-party revenues	867,777	81,027	386,274	64,688	7,828		1,407,549	937,376	139,016	356,107	50,065	292		1,482,856
Inter-sector revenues	45,341	420	2,770	383	10,165		59,079	52,871	2,308	1,947	767	7,431		63,016
Revenues	913,118	81,447	389,044	65,071	17,993	(58,978)	1,407,695	990,247	141,324	358,054	50,832	7,723	(63,016)	1,482,856
Other income	5,821	1,755	10,096	2,110	1,635	(3,866)	17,551	4,855	1,504	6,584	695	1,612	(3,574)	11,676
Total revenues and other income	918,939	83,202	399,140	67,181	19,628	(62,844)	1,425,246	995,102	142,828	364,638	51,527	9,335	(68,898)	1,494,532
Consumables and goods for resale	(836,841)	(72,595)	(148,910)	(2,777)	(1,538)	43,777	(1,018,884)	(912,474)	(123,129)	(119,718)	(4,269)	(39)	51,481	(1,108,148)
Costs for services and rent, leasing, and similar costs	(25,106)	(3,207)	(95,716)	(28,240)	(6,381)	19,159	(139,491)	(23,716)	(4,566)	(101,210)	(23,722)	(2,746)	17,350	(138,610)
Personnel costs	(15,263)	(1,419)	(113,317)	(26,749)	(10,039)	97	(166,690)	(14,057)	(1,065)	(99,991)	(18,770)	(4,127)	23	(137,987)
Other operating costs	(2,454)	(245)	(2,796)	(415)	(151)	48	(6,013)	(1,104)	(96)	(1,855)	(473)	(128)	44	(3,612)
Amortisation and depreciation of tangible and intangible assets	(2,147)	(334)	(16,077)	(3,883)	(454)		(22,895)	(1,942)	(269)	(14,329)	(2,285)	(311)		(19,136)
Provisions	(708)	(78)	(410)	(129)	(38)		(1,363)	(2,040)	(444)	(913)	(74)			(3,471)
Amortisation client lists and technological know-how (PPA)	(1,096)	(319)	(8,931)	(5,098)	(347)		(15,791)	(829)	(320)	(8,121)	(3,653)			(12,923)
Stock Grant and other non-monetary costs						(3,152)	(3,152)					(2,692)		(2,692)
Operating Result (Ebit)	35,324	5,005	12,983	(110)	(2,472)	237	50,967	38,940	12,939	18,501	(1,719)	(708)	-	67,953
Share of profits of companies valued at equity	22		331	(2)		-	351	383		381			-	764
Net financial income and expense	(11,335)	(155)	364	182	(79)	2	(11,021)	(8,204)	(495)	(1,207)	2,146	(51)	-	(7,811)
Profit before taxes	24,011	4,850	13,678	70	(2,551)	239	40,297	31,119	12,444	17,675	427	(759)	-	60,906
Income taxes	(6,004)	(1,384)	(3,892)	(76)	130	(239)	(11,465)	(9,259)	(3,792)	(5,702)	65	(630)		(19,318)
Profit for the period	18,007	3,466	9,786	(6)	(2,421)	-	28,832	21,860	8,652	11,973	492	(1,389)	-	41,588
Profit attributable to non controlling interests	406	50	1,391	(190)	35	500	2,192	501	(16)	2,463	(434)	-	122	2,636
Profit attributable to the Group	17,601	3,416	8,395	184	(2,456)	(500)	26,640	21,391	8,636	9,510	926	(1,389)	(122)	38,952

(Euro thousands)	Period ended October 31, 2024							Period ended October 31, 2023							Total
	Value Added Solutions	Digital Green	Software System Integration	Business Services	Corporate	Eliminations	Total	Value Added Solutions	Digital Green	Software System Integration	Business Services	Corporate	Eliminations		
Intangible assets	40,614	90	271,085	172,761	8,927	(384)	493,093	41,776	62	263,519	130,055	321	(359)	435,374	
Right of use	7,254	1,895	25,885	7,388	1,897		44,319	6,366	2,034	23,993	7,807	512		40,712	
Property, plant and equipment	48,520	2,005	41,645	10,347	1,053		103,570	45,122	1,959	39,010	7,376	1,046		94,513	
Investment property	281				9		290	281				9		290	
Investments valued at equity	12,898		11,096	436	745	(949)	24,226	12,549		12,679	128	702	(949)	25,109	
Deferred tax assets	4,649	320	7,845	3,686	3,030	7	19,537	6,279	14	6,997	3,180	2,036	27	18,533	
Other non-current receivables and assets	3,954	252	1,128	3,058	104,675	(93,480)	19,587	7,622	601	9,116	1,961	98,477	(98,531)	19,246	
TOTAL NON-CURRENT ASSETS	118,170	4,562	358,684	197,676	120,336	(94,806)	704,622	119,995	4,670	355,314	150,507	103,103	(99,812)	633,777	
Inventories	105,886	13,151	22,512	5,065	980	(444)	147,150	106,815	17,738	42,305	3,949		(515)	170,292	
Current trade receivables	294,658	20,852	192,940	51,731	17,774	(51,027)	526,928	303,067	44,231	177,339	37,518	16,353	(59,242)	519,266	
Current tax receivables	2,596	2,354	8,263	1,592	4,154		18,959	2,202	619	8,109	1,075	5,281		17,286	
Other current receivables and assets	47,626	7,864	82,561	9,601	(2,693)	(3,885)	141,074	33,282	2,325	78,839	8,148	1,877	(7,037)	117,434	
Cash and cash equivalents	282,708	34,723	105,996	10,997	4,645		439,069	275,016	37,010	87,713	18,761	4,308		422,808	
TOTAL CURRENT ASSETS	733,474	78,944	412,272	78,986	24,860	(55,356)	1,273,180	720,382	101,923	394,305	69,451	27,819	(66,794)	1,247,086	
Non-current assets held for sale		121					121		121		355			476	
TOTAL ASSETS	851,644	83,627	770,956	276,662	145,196	(150,162)	1,977,923	840,377	106,714	749,619	220,313	130,922	(166,606)	1,881,339	
Share capital	40,000	146	3,800	6,625	37,127	(50,571)	37,127	40,000	146	3,800	6,625	37,127	(50,571)	37,127	
Share premium reserve			4,050	17,318	33,144	(21,368)	33,144			4,050	17,318	33,144	(21,368)	33,144	
Other reserves and profits carried forward	259,538	36,073	46,998	(8,420)	39,315	(18,018)	355,486	236,725	42,531	40,744	(5,701)	35,444	(22,816)	326,927	
TOTAL SHAREHOLDERS' EQUITY ATTRIBUTABLE TO THE GROUP	299,538	36,219	54,848	15,523	109,586	(89,957)	425,757	276,725	42,677	48,594	18,242	105,715	(94,755)	397,198	
Shareholders' equity attributable to non-controlling interests	6,894		18,048	27,949	653	(4,511)	49,033	6,619		18,581	24,100		(3,693)	45,607	
TOTAL SHAREHOLDERS' EQUITY	306,432	36,219	72,896	43,472	110,239	(94,468)	474,790	283,344	42,677	67,175	42,342	105,715	(98,448)	442,805	
Non-current loans	52,989	410	111,749	59,814	21	(12)	224,971	5,901	598	91,338	34,714			132,551	
Non-current financial liabilities for right of use	5,056	1,115	15,759	3,824	1,112		26,866	4,648	1,316	16,223	4,221	216		26,624	
Non-current liabilities to minority shareholders for equity investments	5,663	2,245	68,374	46,120	18		122,420	15,208		82,403	35,525	0	0	133,136	
Employee benefits	3,730	450	43,630	8,273	4,957		61,040	3,448	310	38,070	5,537	1,782		49,147	
Non-current provisions	1,045	81	3,410	500			5,036	842	72	3,602	661			5,177	
Deferred tax liabilities	14,186	82	71,242	41,600	2,866	(240)	129,736	14,560	64	70,664	30,704	125	(242)	115,875	
Total non-current liabilities	82,669	4,383	314,164	160,131	8,974	(252)	570,069	44,607	2,360	302,300	111,362	2,123	(242)	462,510	
Current loans	69,232	1,017	68,525	10,962	120	6	149,862	82,274	1,242	51,299	12,389	417	6	147,627	
Current financial liabilities for right of use	2,376	320	9,808	2,126	844		15,474	1,845	324	8,316	1,983	302		12,770	
Current liabilities to minority shareholders for equity investments	3,316	1,200	10,777	6,058	9		21,360	5107		26,675	6442	36	0	38,260	
Payables to suppliers	358,909	36,216	142,450	28,750	8,670	(55,397)	519,598	393,916	47,847	152,175	24,834	9,272	(66,427)	561,617	
Current tax payables	7,258	1,465	6,550	2,754	(66)	11	17,972	9,984	7,118	8,657	1,873	630	10	28,272	
Other current liabilities	21,452	2,807	145,786	22,409	16,406	(62)	208,798	19,300	5,146	133,022	19,088	12,427	(1,505)	187,478	
TOTAL CURRENT LIABILITIES	462,543	43,025	383,896	73,059	25,983	(55,442)	933,064	512,426	61,677	380,144	66,609	23,084	(67,916)	976,024	
TOTAL LIABILITIES	545,212	47,408	698,060	233,190	34,957	(55,694)	1,503,133	557,033	64,037	682,444	177,971	25,207	(68,158)	1,438,534	
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	851,644	83,627	770,956	276,662	145,196	(150,162)	1,977,923	840,377	106,714	749,619	220,313	130,922	(166,606)	1,881,339	

5 Revenues

Group revenues are mainly generated in Italy. Revenues generated abroad come mainly from the German subsidiaries PBU CAD-Systeme GmbH, Icos GmbH and CadLog GmbH, and from the Spanish Wise security global SL.

Revenues can be broken down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Sale of solutions, software and accessories	1,071,461	1,175,187
Development of software and other services	190,572	175,543
Hardware and software assistance	124,423	108,318
Marketing activities	7,523	9,151
Other sales	13,716	14,657
Total	1,407,695	1,482,856

Group revenue decreased from Euro 1.482 million to Euro 1.407 million compared to 31 October 2023, mainly due to the Digital Green segment.

6 Other Income

This item breaks down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Transport activities	297	1,399
Capital gains on disposals	323	223
Commissions	1,676	1,241
Leases and rents	465	636
Training courses	425	375
Other income	14,365	7,802
Total	17,551	11,676

Other income refers to marketing contributions from suppliers, recovery of expenses and income from non-operating activities.

7 Consumables and goods for resale

This item breaks down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Purchase of hardware	672,023	724,358
Purchase of software	339,472	379,911
Consumables and other purchases	7,389	3,879
Total	1,018,884	1,108,148

The trend in this item continues to be proportional to the trend in turnover of the Group companies.

8 Costs for Services and rent, leasing and similar costs

The item in question is detailed as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Technical assistance for hardware and software maintenance	41,884	46,637
Consulting activities	41,316	33,035
Agents' commissions and contributions	7,814	7,481
Rentals and hires	5,358	4,545
Marketing	7,971	8,530
Transport	3,836	4,931
Insurance policies	2,714	2,821
Utilities	2,386	1,942
Logistics and warehouse storage	1,177	814
Support and training expenses	2,616	3,315
Maintenance	4,730	5,057
Other service expenses	20,841	22,194
Total	142,643	141,302

Costs for services and rent, leasing and similar costs amounted to Euro 142,643 thousand, up Euro 1,341 thousand (+0.95%) compared to 31 October 2023. Consulting activities includes the notional cost related to the annual stock grant plan assignment to executive directors with the approval of the financial statements as at 30 April 2025 for Euro 3,152 thousand compared to Euro 2,692 thousand as at 31 October 2023.

9 Personnel Costs

This item breaks down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Wages and salaries	117,669	98,511
Social security contributions	32,968	26,362
Contributions to pension funds	6,933	5,423
Reimbursements and other personnel costs	9,120	7,691
Total	166,690	137,987

The following table shows the average and precise number of the Group's employees:

<i>(in units)</i>	Average number of employees at 31 October		Precise number of employees at 31 October		Number of employees at 31 October
	2024	2023	2024	2023	2024
Executives	77	56	84	63	70
Middle Management	505	462	530	466	479
White collar	5.145	4.332	5.328	4.635	4,962
Blue collar	121	100	122	109	119
Trainees	72	93	83	94	61
Total	5.919	5.042	6.147	5.367	5.691

10 Other Operating Charges

This item breaks down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Accrual to provision for bad debts (net of recoveries)	1,036	3,085
Charges and commissions for the assignment of receivables without recourse	527	414
Duties and taxes	920	953
Capital losses on disposals	55	90
Losses not covered by the provision for bad debts	12	
Provisions for risks and charges	327	387
Other operating costs	4,499	2,155
Total	7,376	7,084

11 Amortisation and Depreciation

The item in question is detailed as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Intangible assets	21,352	16,938
Depreciation of the right of use	8,089	6,834
Property, plant and equipment	9,125	8,247
Write-down of intangible assets	120	39
Total	38,686	32,058

Amortisation of intangible assets included Euro15,791 thousand (Euro 12,923 thousand as of 31 October 2023) relative to the amortisation of customer lists and technological know-how items, recorded following the allocation of the difference between the acquisition price of the companies entering the consolidation perimeter and the relative book net equity at the date of acquisition.

The change recorded in depreciation of tangible assets, which increased from Euro 8,247 thousand as of 31 October 2023 to Euro 9,125 thousand as of 31 October 2024, relates to investments in technological infrastructures and software for the

provision of IT services, Amortisation of right of use in application of IFRS 16 increased from €6,834 thousand as of 31 October 2023 to Euro 8,089 thousand as of 31 October 2024, mainly due to the enlargement of the Group's perimeter.

12 Financial Income and Expenses

This item breaks down as follows:

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Interest expense on sales of receivables	(13,025)	(9,857)
Expenses and commissions for sales of receivables with recourse	(661)	(281)
Bank and loan interest expense	(8,052)	(6,213)
Other financial expense	(6,852)	(6,615)
Financial expenses related to severance indemnities	(1,033)	(887)
Interest on financial liabilities for rights of use	(471)	(413)
Total financial expenses	(30,094)	(24,266)
Interest income on other short-term receivables	1,021	698
Other financial income	15,113	12,866
Bank interest income	3,012	1,338
Dividends from shareholdings	61	436
Total financial income	19,207	15,338
Total financial income and expenses (a)	(10,887)	(8,928)
Exchange losses	(2,535)	(3,180)
Exchange gains	2,401	4,297
Total exchange gains and losses (b)	(134)	1,117
Net financial expenses (a+b)	(11,021)	(7,811)

Net financial expenses went from a net debit balance of Euro 7,811 thousands as of 31 October 2023 to a debit balance of Euro 11,021 thousands as of 31 October 2024 influenced by the trend of market rates still growing in the semester compared to the same period of the previous year. The items Other financial expenses and on participations and Other financial income and participations include the adjustment to the fair value of commitments for deferred prices, Earn Out and Put Options issued to minority shareholders. For further information please refer to Note 25.

Exchange management as of 31 October 2024 recorded a net debit balance of Euro 134 thousands compared to a net credit balance of Euro 1,117 thousands as of 31 October 2023.

13 Income Taxes

Income taxes at 31 October 2024 are equal to Euro 11,465 thousands and are based on the best estimate of taxes in accordance with the legislation in force.

<i>(Euro thousands)</i>	Period ended October 31	
	2024	2023
Current taxes	15,777	21,647
Deferred taxes	(4,312)	(2,329)
Taxes related to previous fiscal years		
Total	11,465	19,318

14 Intangible Assets

This item and related changes break down as follows

<i>(Euro thousands)</i>	Client list	Software and other intangible assets	Technological know- how	Total
Balance at 30 April 2024	115,801	24,131	317,139	457,071
<i>Of which:</i>				
- <i>historical cost</i>	151,832	85,487	363,515	600,834
- <i>accumulated amortisation</i>	(36,031)	(61,356)	(46,376)	(143,763)
Change in the scope of consolidation	12,591	4,607	32,292	49,490
Investments		8,004		8,004
Amortisation	(6,098)	(5,679)	(9,695)	(21,472)
Reductions				
Balance at 31 October 2024	122,294	31,063	339,736	493,093
<i>Of which:</i>				
- <i>historical cost</i>	164,423	98,098	395,807	658,328
- <i>accumulated amortisation</i>	(42,129)	(67,035)	(56,071)	(165,235)

The balance of intangible assets at 31 October 2024 mainly consists of customer lists and technological know-how which increased during the year mainly following the entry into the scope of consolidation of the companies recently purchased net of accumulated amortisation.

As envisaged by the impairment indicators analysis procedure, the assessment of the presence of any impairment indicators traceable through internal or external sources of information was carried out at the end of the year, and if such indicators were found, the Group conducted an impairment test on the value of the intangible assets associated with the related CGUs. The analysis of the Group's economic and financial performance, the evolution of the reference market and the reorganisation operations out did not reveal any impairment of intangible assets. Additional information on changes in the scope of consolidation is given in the Business Combinations section.

15 Rights of Use

This item and related changes break down as follows:

<i>(Euro thousands)</i>	Right of Use
Balance at 30 April 2024	50,308
<i>Of which:</i>	
- <i>historical cost</i>	85,262
- <i>accumulated amortisation</i>	(34,955)
Change in the scope of consolidation	
Investments	2,101
Reductions	
Amortisation	(8,089)
Other movements	
Balance at 31 October 2024	44,319

<i>Of which:</i>	
- historical cost	82,882
- accumulated amortisation	(38,563)

16 Property, plant and equipment

This item and related changes break down as follows:

<i>(Euro thousands)</i>	Land	Buildings	Office equipment	Leasehold Improvements	Other property, plant and equipment	Total
Balance at 30 April 2024	11,557	33,526	25,115	10,849	18,464	99,511
<i>Of which:</i>						
- historical cost	11,557	44,157	96,606	18,372	48,912	219,604
- accumulated amortisation		(10,631)	(71,491)	(7,523)	(30,448)	(120,093)
Change in the scope of consolidation	61	467	279	4	985	1,796
Investments	531	212	4,246	1,929	4,470	11,388
<i>Reductions</i>						
Amortisation		(505)	(5,563)	(934)	(2,123)	(9,125)
<i>Other movements</i>						
Balance at 31 October 2024	12,149	33,700	24,077	11,848	21,796	103,570
<i>Of which:</i>						
- historical cost	12,149	45,364	101,520	18,911	55,163	233,107
- accumulated amortisation		(11,664)	(77,443)	(7,063)	(33,367)	(129,537)

17 Investment Property

This item and related changes break down as follows:

<i>(Euro thousands)</i>	Lands	Buildings	Total
Balance at 30 April 2024	281	9	290
<i>Of which:</i>			
- historical cost	281	10	291
- accumulated depreciation		(1)	(1)
Investments			
Disinvestments			
Depreciation			
Balance at 31 October 2024	281	9	290
<i>Of which:</i>			
- historical cost	281	10	291
- accumulated depreciation		(1)	(1)

The “Investment Property” item includes the value of land and buildings held by the Group for investment purposes. In particular, two agricultural plots of land in Villanova (Empoli) and an apartment for office use in Rome, all of which are fully owned.

18 Other current and non-current receivables and assets

This item breaks down as follows:

<i>(Euro thousands)</i>	AI 31 October	AI 30 April
	2024	2024
Non-current receivables from others	3,876	4,581
Non-current equity investments in other companies	13,082	12,755
Non-current securities	1,211	86
Other non-current tax receivables	1,418	1,316
Non-current receivables from associated companies		40
Total other non-current receivables and assets	19,587	18,778
Current receivables from others	34,024	31,418
Other current tax receivables	13,925	13,286
Accrued income and prepaid expenses	84,269	78,790
Other current securities	8,856	8,286
Current receivables from non-consolidated group companies		
Total other current receivables and assets	141,074	120,883

The change in accrued income and prepaid expenses reflects the different temporal accrual of revenues at 30 April compared to 31 October.

The item Other current securities includes financial instruments (mutual funds, policies and others) that are readily liquidated.

19 Inventories

This item breaks down as follows:

<i>(Euro thousands)</i>	At 31 October	At 30 April
	2024	2024
Finished products and goods for resale	140,664	151,506
Work in progress and semi-finished products	6,486	4,655
Total	147,150	156,161

Finished products and goods for resale are shown net of the write-down provision for obsolescence, which underwent the following changes during the period:

<i>(Euro thousands)</i>	Provision for obsolescence of finished products and goods for resale
Balance at 30 April 2024	1,317
Net change	170
Balance at 31 October 2024	1,487

20 Current Trade Receivables

This item breaks down as follows:

<i>(Euro thousands)</i>	At 31 October	At 30 April
	2024	2024
Trade receivables	553,211	603,341
Provision for bad debts	(30,125)	(32,596)
Trade receivables net of the provision for bad debts	523,086	570,745
Receivable from associates	3,842	393
Total current trade receivables	526,928	571,138

The table below shows changes in the provision for bad debts:

<i>(Euro thousands)</i>	Provision for bad debts
Balance at 30 April 2024	32,596
Accrual to provisions	1,036
Use and other changes	(3,647)
Change in the scope of consolidation	140
Balance at 31 October 2024	30,125

21 Cash and Cash Equivalents

<i>(Euro)</i>	At 31 October	At 30 April
	2024	2024
Bank and post office deposits	438,757	577,305
Cheques	18	49
Cash	294	120
Total cash and cash equivalents	439,069	577,474

22 Shareholders' Equity

Share Capital

At 31 October 2024, the fully subscribed and paid-up share capital of the Parent Company amounted to Euro 37,127 thousand and consisted of 15,494,590 ordinary shares, all with no nominal value. The Company has no Warrants nor shares other than ordinary shares.

As of October 31, 2024, Sesa SpA held n. 91,753 treasury shares, equating to 0.593% of the share capital. The Stock Grant Plan 2024-2026 envisages the allocation of 59,250 ordinary shares to the beneficiaries upon reaching the targets set for April 30, 2025.

23 Earnings per Share

The following table shows the calculation of basic and diluted earnings per share.

<i>(in Euro, unless otherwise specified)</i>	At 31 October 2024	At 31 October 2023
Profit for the period – attributable to the Group in Euro thousands	26,640	38,952
Average number of ordinary shares (*)	15,436,268	15,480,044
Earnings per share – basic	1,73	2,52
Average number of ordinary shares and warrant (**)	15,494,590	15,494,590
Earnings per share – diluted	1,72	2,51

(*) Monthly weighted average of outstanding shares, net of treasury shares in portfolio.

(**) Monthly weighted average of outstanding shares, net of treasury shares in portfolio and including the impact of Stock Options/Grants Plans.

24 Current, Non-current Loans and right of use

The table below provides a breakdown of this item at 31 October 2024 and 30 April 2024:

At 31 October 2024

(Euro thousands)	Within 12 months	Between 1 e 5 years	Over 5 years ⁱ	Total
Long-term loans	104,718	224,971		329,689
Short-term loans	44,608			44,608
Debts and commitments for the purchase of shares in minority shareholders	21,360	102,394	20026	143,780
Advances received from factoring companies	536			536
Financial liabilities for rights of use	15,474	24,471	2,395	42,340
Total	186,696	351,836	22,421	560,953

At 30 April 2024

(Euro thousands)	Within 12 months	Between 1 e 5 years	Over 5 years ⁱ	Total
Long-term loans	97,698	217,589		315,287
Short-term loans	57,683			57,683
Debts and commitments for the purchase of shares in minority shareholders	25,972	123,473	10,755	160,200
Advances received from factoring companies	1,774			1,774
Financial liabilities for rights of use	15,260	30,467	2,405	48,132
Total	198,387	371,529	13,160	583,076

The “advances received from factoring companies” item refers to advances granted by factoring companies against receivables from customers assigned in the period that did not meet the requirements for the derecognition of financial assets.

The table below summarises the main outstanding loans:

Funding entity	Original amount	Company funded	New loan	Expiry	Rate applied	At 31 October	
						2024	Of which current
BNL BNP Paribas SpA	40,000	Var Group S,p,A,	apr-22	apr-27	Euribor 6m +0.75%	28,750	10,500
Intesa Sanpaolo SpA	25,000	Var Group S,p,A,	may-22	may-27	Euribor 6m +0.75%	15,000	5,000
Intesa Sanpaolo SpA	25,000	Base Digitale Group S,p,A,	may-22	may-27	Euribor 6m +0.75%	15,000	5,000
BNL BNP Paribas SpA	20,000	Computer Gross S,p,A	apr-24	apr-28	Euribor 3m +1.25%	17,500	5,000
Unicredit S,p,A,	20,000	Var Group S,p,A,	dec-23	dec-26	Euribor 6m +1.35%	19,542	9,542
Banca Monte dei Paschi S,p,A,	20,000	Computer Gross S,p,A,	jan-24	jun-28	Euribor 6m +1.05%	20,000	1,665
Crédit Agricole Itala S,p,A,	20,000	Var Group S,p,A,	sep-24	sep-28	Euribor 3m +0.85%	20,000	5,000
Banca Popolare Emilia Romagna S,p,A,	20,000	Var Group S,p,A,	apr-23	jun-27	Euribor 3m +1.05%	15,000	5,000
Banca Monte dei Paschi S,p,A,	15,000	Var Group S,p,A,	sep-22	dec-27	Euribor 6m +0.95%	10,592	2,872
Credito Emiliano S,p,A,	15,000	Computer Gross S,p,A	nov-22	nov-27	Euribor 3m +0.90%	10,111	2,972

At 31 October 2024 and 30 April 2024, the Group's financial debt was represented mainly by loans raised in euros. A summary of the Group's net financial position is provided below:

(Euro thousands)	At 31 October	At 30 April
	2024	2024
A. Cash	294	120
B. Cash and cash equivalents	438,775	577,354
C. Other current financial assets	8,856	8,285
D. Liquidity (A) + (B) + (C)	447,925	585,759
E. Current financial debt (including debt instruments, but excluding the current portion of non-current financial debt)	45,144	59,457
F. Current portion of non-current financial debt	141,552	138,930
G. Current financial debt (E) + (F)	186,696	198,387
H. Net current financial debt (G) - (D)	-261,229	(387,372)
I. Non-current financial debt (excluding the current portion and debt instruments)	374,257	384,689
J. Non-current financial debt (I)	374,257	
K. Net financial debt (G) + (J)	113,028	(2,683)

The trend of Net Financial Position mainly reflects the seasonality of the business, characterised by higher absorption of net working capital at 31 October than at 30 April of every year.

25 Debts and commitments for the purchase of shares in minority shareholders

Below is the handling of debts for commitments for acquisitions of minority shareholdings during the year. Please note that this item consists of deferred price payables, Earn Out and Put options outstanding in the acquisition transactions carried out by the Group companies

(Euro Thousands)	At April 30, 2024	New in	Payments	Adjustment P&L			Other	At October 31, 2024
				Income	Cost	Interest		
Deferred Price	32,001	11,138	(18,182)		820	58	(113)	25,722
Earn Out	21,413	4,362	(6,792)	(4,943)	502		638	15,180
PUT options	106,786	5,877	(4,922)	(8,926)	2,231	1,753	79	102,878
Total debt and commitments for the purchase of shares in minority shareholders	160,200	21,377	-29,896	-13,869	3,553	1,811	604	143,780

<i>(Euro Thousands)</i>	At April 30, 2023	New in	Payments	Adjustment P&L			Other	At October 31, 2023
				Income	Cost	Interest		
Deferred Price	34,823	18,180	(7,206)	(4,032)				41,765
Earn Out	29,050	2,488	(8,820)	(4,230)	844			19,332
PUT options	91,867	30,015	(5,349)	(2,122)	1,743	758	(6,613)	110,299
Total debt and commitments for the purchase of shares in minority shareholders	155,740	50,683	(21,375)	(10,384)	2,587	758	(6,613)	171,396

The detail of the portion of debt maturing within 12 months is as follows:

	At 31 October 2024	At 30 April 2024
Current liabilities and commitments for the acquisition of shareholdings in minority shareholders	21,360	25,972
Non-current liabilities and liabilities on acquisition of holdings in minority shareholders	122,420	134,228
Total	143,780	160,200

26 Employee Benefits

This item includes the provision for severance indemnities (TFR) for employees of Group companies in Italy.

Changes in this item are detailed as follows:

<i>(Euro thousands)</i>	At 31 October 2024	At 30 April 2024
Opening balance	54,308	48,264
Service cost	3,020	5,657
Interest on bonds	1,033	1,844
Uses and advances	(1,598)	(5,312)
Actuarial loss/(gain)	1,622	189
Change in the scope of consolidation and purchase of business branches	2,655	3,666
Closing balance	61,040	54,308

The actuarial assumptions used to estimate defined benefit pension plans are detailed in the following table:

<i>(Euro thousands)</i>	At 31 October 2024	At 30 April 2024
Economic assumptions		
Rate of inflation	2.00%	2.00%
Discount rate	3.43%	3.59%
TFR increase rate	3.00%	3.00%

27 Provisions for Risks and Charges

Changes in these items are detailed as follows:

<i>(Euro thousands)</i>	Provision for agents' pension plans	Other risk provisions	Total
At 30 April 2024	2,114	3,917	6,031
Change in the scope of consolidation	455		389
Accruals to provisions	104	327	431
Uses	(160)	(1,721)	(1,881)
At 31 October 2024	2,646	2,531	5,177

28 Other Current Liabilities

This item breaks down as follows:

<i>(Euro thousands)</i>	At 31 October 2024	At 30 April 2024
Accrued expenses and deferred income	94,978	125,780
Tax payables	27,990	30,053
Payables to personnel	46,541	42,933
Other payables	21,347	16,762
Payable to social security institutions	9,312	9,643
Advances from customers	8,385	6,638
Forward contracts payable	245	85
Total other current liabilities	208,798	231,894

The change in accruals and deferrals reflects the different temporal accrual of revenues at 30 April compared to 31 October,

Further information

Potential Liabilities

We are not aware of the existence of tax disputes or proceedings that could have significant repercussions on the Group's economic and financial situation.

Commitments

As at 31 October 2024, the Group had not undertaken any commitments not reflected in the financial statements.

Business Combinations

Among the business combinations carried out during the period, we report the details of the most significant below.

In the SSI sector, we note the acquisition of control and the related entry of: i) Real-Time, a company active in management and data analysis software solutions, in particular on the SAP Business One platform, RealTime founded about 35 years ago, has consolidated experience in the implementation of business management systems and the realisation of Business Intelligence projects. Based in Bergamo has a workforce of 15 specialised resources; ii) PV Consulting a company active in consulting and management solutions, in particular on the SAP HCM (Human Capital Management) platform, Based in Rome and has a workforce of 15 specialised resources; iii) Boot Systems SL, a company specialising in offering professional consultancy and solutions in the Cloud Computing and Data Centre fields, with a focus on Oracle and Dell technologies; and iv) Smart Engineering GmbH, based in Germany (Buchholz) and specialising in Computer-Aided Engineering (CAE) software solutions, as well as in offering innovative engineering services in the field of FEM/CFD calculations and simulation software.

In the Business Services Sector, we highlight the acquisition of 75% of the capital of ATS Advanced Technology Solutions SpA. ATS, based in Milan and with a workforce of about 115 human resources, is a company specialising in the development of digital platforms and application solutions for the Financial Services industry that enable the digitalisation and modernisation of information systems, guaranteeing and enhancing their security. The company has distinctive application skills in the areas of Data Science and AI. Also in the Business Services sector, the acquisition of 70% of the capital of Metoda Finance Srl was finalised. Metoda, based in Salerno and with around 70 resources, specialises in the development and provision of fully proprietary software solutions in the areas of Regulatory Reporting, AML and Management for the Financial Services market.

Euro thousands	ATS Spa	Var It Srl	Sigla Tailor Made Srl	Esse di Srl	Soluzioni Software Srl	PV Consulting Srl	Sustain It Srl	Metoda Srl	Boot Systems SL	Real Time Srl	Playerp Srl	Total
Intangible assets	9,799	618	595	1,319	763	1391	167	28,005	1,064	2,415		46,136
Property, plant and equipment	554	236	11	45	3	19	5	864	24	35		1,796
Other current and non-current assets	5,257	198	12		138	655	3,051	1,343	8	363	35	11,060
Inventory	833				16		5					854
Trade receivables	2,534	1,797	176	701	791	869	172	2,554	599	98	68	10,359
Cash and cash equivalents	1,120	55	221	101	421	78	161	1,138	945	461	85	4,786
Assets purchased	20,097	2,904	1,015	2,166	2,132	3,012	3,561	33,904	2,640	3,372	188	74,991
Non-current loans	1,500	139			5	226	825	118				2,813
Employee benefits	959	172	87	25	362	234		1,157		216		3,212
Current loans	2,349	107		31	47	194		7	13			2,748
Deferred tax liabilities	2,067	179	172	380	153	401	47	7,819	306	693		12,217
Trade payables	690	772	18	161	155	107	585	1,589	728	92	34	4,931
Other liabilities	3,807	535	95	324	792	328	482	1,817	638	522	128	9,468
Provisions	380				38	34						452
Liabilities purchased	11,752	1,904	372	921	1,552	1,524	1,939	12,507	1,685	1,523	162	35,841
Non controlling interest			(315)	(498)			(15)					(828)
Net assets purchased	8,345	1,000	328	747	580	1,488	1,607	21,397	955	1,849	26	38,322
Price	8,345	1,000	328	747	580	1,488	1,607	21,397	955	1,849	26	38,322
Cash and cash equivalents	1,120	55	221	101	421	78	161	1,138	945	461	85	4,786
Financial liabilities for purchase of shares from non-controlling interests	(4,759)	(182)	(103)	(280)	(247)	(1,098)		(12,822)	(447)	(729)		(20,667)
Investments in companies net of cash acquired	2,466	763	4	366	(88)	312	1,446	7,437	(437)	659	(59)	12,869

Events Occurring After the End of the period

For information relating to events occurring after 31 October 2024, please refer to the Report on Operations.

Balance Sheet drawn up in compliance with Consob resolution no. 15519 of 27 July 2006

<i>(Euro thousands)</i>	At 31 October 2024	of which with related parties	% impact
Intangible assets	493,093		
Rights of use	44,319		
Property, plant and equipment	103,570		
Investment property	290		
Equity Investments valued at equity	24,226		
Deferred tax assets	19,537		
Other non-current receivables and assets	19,587		
Total non-current assets	704,622		
Inventory	147,150		
Current trade receivables	526,928	1,621	0.3%
Current tax receivables	18,959		
Other current receivables and assets	141,074	3	0.0%
Cash and cash equivalents	439,069		
Total current assets	1,273,180	1,624	0.1%
Non-current assets held for sale	121		
Total assets	1,977,923	1,624	0.1%
Share capital	37,127		
Share premium reserve	33,144		
Other reserves	(55,113)		
Profits carried forward	410,561		
Total shareholders' equity attributable to the Group	425,719		
Shareholders' equity attributable to non-controlling interests	49,071		
Total Shareholders' equity	474,790		
Non-current loans	224,971		
Financial liabilities for non-current rights of use	26,866		
Non-current liabilities to minority shareholders for equity investments	122,420		
Employee benefits	61,040	79	0.1%
Non-current provisions	5,036		
Deferred tax liabilities	129,736		
Total non-current liabilities	570,069	79	0.0%
Current loans	149,862		
Financial liabilities for current rights of use	15,474		
Current liabilities to minority shareholders for equity investments	21,360		
Trade payables	519,598	3,898	0.8%
Current tax payables	17,972		
Other current liabilities	208,798	141	0.1%
Total current liabilities	933,064	4,039	0.4%
Total liabilities	1,503,133	4,118	0.3%
Total shareholders' equity and liabilities	1,977,923	4,118	0.2%

Income Statement drawn up in compliance with Consob resolution no. 15519 of 27 July 2006

Revenues refer mainly to commercial transactions concluded at market conditions with associated companies operating in the IT market. Similarly, costs for services and rent, leasing and similar costs are related to supplies of IT services provided by associated companies of the Sesa Group.

<i>(Euro thousand)</i>	At 31 October 2024	of which with related parties	% impact
Revenues	1,407,695	3,127	0.2%
Other income	17,551	176	1.0%
Consumables and goods for resale	(1,018,884)	(324)	0.0%
Costs for services and rent, leasing, and similar costs	(142,643)	(10,242)	7.2%
Personnel costs	(166,690)	(522)	0.3%
Other operating charges	(7,376)		
Amortisation and Depreciation	(38,686)		
Operating result	50,967	(7,785)	15.3%
Share of profits of companies valued at equity	351		
Financial income	21,609	9	0%
Financial expenses	(32,630)		
Profit before taxes	40,297	(7,776)	19.3%
Income taxes	(11,465)		
Profit for the period	28,832		
<i>of which:</i>			
Profit attributable to non-controlling interests	2,192		
Profit attributable to the Group	26,640		

List of Subsidiaries and Associated Companies

Subsidiaries

Held by	Company	Registered office	Share capital in Euro	Percentage held at	
				31-oct-24	30-apr-24
OMNIBUS SRL	ALBLOG SRL	Sesto Fiorentino (FI)	11,000	100,00%	100,00%
DELTA PHI SIGLA SRL	ALDEBRA SRL	Trento (TN)	173.657	100,00%	100,00%
VAR ONE SRL	ALDEBRA ERP SRL	Empoli (FI)	100,000	Fusione in Var One	100,00%
Z3 ENGINEERING SRL	Z3 SRL	Roma (RM)	20,000	Fusione in Z3 Engineering S.r.l.	n.a.
COMPUTER GROSS SPA	ALTINIA DISTRIBUZIONE SPA	Casale sul Sile (TV)	1,000,000	55,00%	55,00%
VAR GROUP SPA	ADDFOR INDUSTRIALE SRL	Empoli (FI)	10,000	80,00%	80,00%
ADIACENT SPA Società Benefit	AFB NET SRL	Ponte San Giovanni (PG)	15,790	62,00%	62,00%
ADIACENT SPA Società Benefit	ADIACENT INTERNATIONAL SRL	Empoli (FI)	10,100	60,40%	60,40%
ADIACENT INTERNATIONAL SRL	ADIACENT APAC LIMITED	Hong Kong(HK)	70,000 hkd	75,00%	75,00%
ADIACENT INTERNATIONAL SRL	ADIACENT ESPANA SL	Madrid (ES)	3,006	100,00%	100,00%
VAR TECHNO SRL	AMAECO SRL	Fiorano Modenese (MO)	20,000	n.a.	65,00%
SUSTAINIT SRL	AMAECO SRL	Fiorano Modenese (MO)	20,000	65,00%	n.a.
APRA SPA	ANALYSIS SRL - SOFTWARE E RICERCA	Castel Maggiore (BO)	10,680	15,00%	51,00%
SUSTAINIT SRL				36,00%	n.a.
DATA SCIENCE SRL	ANALYTICS NETWORK SRL	Casalecchio di Reno (BO)	40,000	100,00%	100,00%
VAR GROUP SPA	APRA SPA	Jesi (AN)	151,520	n.a.	87,50%
PLURIBUS SRL	APRA SPA	Jesi (AN)	151,520	86,97%	n.a.
APRA SPA	ASSIST INFORMATICA SRL	Basta Umbra (PG)	95,800	51,00%	51,00%
BASE DIGITALE GROUP SRL	ATS ADVANCED TECHNOLOGY SOLUTIONS SPA	Milano (MI)	150,000	75,00%	n.a.
ATS ADVANCED TECHNOLOGY SOLUTIONS SPA	ATS RELAB SRL	Milano (MI)	10,000	75,00%	n.a.
SESA SPA	BASE DIGITALE GROUP SRL	Firenze (FI)	6,625,200	92,86%	90,11%
BASE DIGITALE GROUP SRL	BDM SRL	Firenze (FI)	5,435,000	100,00%	100,00%
BASE DIGITALE GROUP SRL	BDX SPA	Collecchio (PR)	50,000	55,00%	55,00%
BASE DIGITALE GROUP SRL	BDY SPA	Firenze (FI)	3,000,000	51,00%	51,00%
BASE DIGITALE GROUP SRL	BASE DIGITALE PLATFORM SPA	Genova (GE)	661,765	87,41%	87,41%
BASE DIGITALE GROUP SRL	BDS SPA	Firenze (FI)	2,300,000	93,56%	93,30%
DIGITAL SECURITY SRL				2,84%	3,00%
TEKNE SRL	BEENEAR SRL	Iasi(RO)	4,442,650 RON	100,00%	100,00%
VAR BMS SPA	BE4TECH SHPK	Tirana (AL)	5,814	97,00%	97,00%
VAR GROUP SPA	BLOCKIT SRL	Padova (PD)	27,400	69,80%	69,80%
YARIX SRL				30,20%	30,20%
IBERIAN UNIT VARGROUP SL	BOOT SYSTEMS SL	Barcelona	20,230	100,00%	n.a.
VAR4INDUSTRIES SRL	VAR INDUSTRIES SRL	Milano (MI)	100,000	100,00%	100,00%
VAR GROUP SPA	VAR INDUSTRIES SRL	Milano (MI)	100,000	n.a.	n.a.
VAR INDUSTRIES SRL	CADLOG GMBH	Eching (DE)	25,565	100,00%	100,00%
VAR INDUSTRIES SRL	CADLOG SL	Madrid (ES)	3,000	100,00%	100,00%
VAR INDUSTRIES SRL	CADLOG SAS	Tremblay-en-France(FR)	10,000	100,00%	100,00%
BASE DIGITALE GROUP SRL	CENTOTRENTA SERVICING SPA	Milano (MI)	7,215,000	52,50%	52,50%

YOCTOIT SRL	CONSORZIO QONOS	Empoli (FI)	10,000	25,00%	25,00%
VAR4YOU SRL				25,00%	25,00%
TECHNOLOGY CONSULTING SRL				25,00%	25,00%
VAR ONE NORD EST SRL	CONSORZIO VAR GROUP	Empoli (FI)	57,843	3,60%	3,60%
YARIX SRL				3,60%	3,60%
GENCOM SRL				3,60%	3,60%
DATEF SPA				3,60%	3,60%
VAR4YOU SRL				3,60%	3,60%
UAN COMPANY SRL				3,60%	3,60%
NGS SRL				3,60%	3,60%
DIGITAL SECURITY SRL				3,60%	3,60%
VAR BMS SPA				3,60%	3,60%
VAR NEXT SRL				3,60%	3,60%
VAR ENGINEERING SRL				3,60%	3,60%
MF SERVICES SRL				3,60%	3,60%
APRA SPA				3,60%	3,60%
UBICS SRL				3,60%	3,60%
EVOTRE SRL				3,60%	3,60%
DURANTE SRL				3,60%	3,60%
MY SMART SERVICES SRL				3,60%	3,60%
MEDIAMENTE CONSULTING SRL				3,60%	3,60%
PALITALSOFT SRL				3,60%	3,60%
TECHNOLOGY CONSULTING SRL				3,60%	3,60%
SUSTAINIT SRL				3,60%	3,60%
SISTHEMA SPA				3,60%	3,60%
VAR GROUP SPA				3,60%	3,60%
DIGITAL SECURITY SRL	CYRES CONSULTING SERVICES GMBH	Monaco (DE)	25,000	100,00%	100,00%
CYRES CONSULTING SERVICES GMBH	CYRES Consulting Baltics, SIA	Riga (LV)	3,181	100,00%	100,00%
CYRES CONSULTING SERVICES GMBH	CYRES Consulting India Privated Limited	Bengaluru (IN)	11,270	100,00%	98,00%
CYRES CONSULTING SERVICES GMBH	CYRES Consulting Austria GmbH	Graz (AT)	17,500	100,00%	100,00%
BDX SPA	DATA COREX SRL	Collecchio (PR)	50,000	66,00%	66,00%
VAR GROUP SPA	DATA SCIENCE SRL	Empoli (FI)	139,050	81,07%	81,07%
MY SMART SERVICES SRL	DATEF SPA	Bolzano (BZ)	126,000	n.a.	51,00%
7CIRCLE SRL	DATEF SPA	Bolzano (BZ)	126,000	51,03%	n.a.
VAR GROUP SPA	TEKNE SRL	Empoli (FI)	1,062,250	90,00%	90,00%
BEENEAR SRL	DI VALOR SOLUÇÕES EM TECNOLOGIA E CONSULTORIA LTDA	Jardim Das Perdizes(BR)	375,000 Reais	10,00%	10,00%
TEKNE SRL				90,00%	90,00%
VAR GROUP SPA	DURANTE SPA	Cormano (MI)	1,000,000	51,00%	51,00%
VAR PRIME SRL	DYNAMICS BUSINESS SOLUTIONS SRL	Caserta (CE)	11,765	Fusa in Var Prime Srl	100,00%
VAR GROUP SPA	VAR4TEAM SRL	Bergamo (BG)	253,000	60,50%	60,50%
VAR ONE SRL				14,20%	14,20%
SESA SPA	VALUE 4CLOUD SRL	Empoli (FI)	50,000	100,00%	100,00%
COMPUTER GROSS SPA	CLEVER CONSULTING SRL	Milano (MI)	36,057	53,20%	53,20%
VAR GROUP SPA	VAR BMS SPA	Milano (MI)	1,562,500	80,90%	80,90%

APRA SPA	CENTRO 3 CAD SRL	Jesi (AN)	10,000	80,00%	80,00%
COMPUTER GROSS SPA	KOLME SRL	Milano (MI)	161,240	64,31%	64,31%
ALTNIA DISTRIBUZIONE SPA	MAINT SYSTEM SRL	Milano (MI)	10,000	60,00%	60,00%
SAILING SRL	MERSY SRL	Empoli (FI)	10,000	Fusione in Tekne	100,00%
SESA SPA	COMPUTER GROSS SPA	Empoli (FI)	40,000,000	100,00%	100,00%
COMPUTER GROSS SPA	COMPUTER GROSS NESSOS SRL	Empoli (FI)	52,000	60,00%	60,00%
VAR GROUP SPA	COSESA SRL	Empoli (FI)	15,000	100,00%	100,00%
OMNIBUS SRL	DELTA PHI SIGLA SRL	Empoli (FI)	99,000	100,00%	100,00%
TEKNE SRL	DI,TECH SPA	Bologna (BO)	2,575,780	Fusione in Tekne	100,00%
VAR GROUP SPA	7CIRCLE SRL	Empoli (FI)	159,209	84,05%	79,72%
DURANTE SPA	DIGITAL INDEPENDENT SRL	Milano (MI)	95,000	100,00%	100,00%
VAR GROUP SPA	DIGITAL SECURITY SRL	Empoli (FI)	119,203	88,43%	75,70%
BDM SRL	DIGITAL STORM SRL	Milano (MI)	25,000	Fusione in Bdm Srl	100,00%
BDS SPA	EMMEDI SRL	Udine (UD)	121,000	51,00%	51,00%
VAR BMS SPA	ESSEDI CONSULTING SRL	Cologno Monzese (MI)	10,000	60,00%	60,00%
APRA SPA	EUROLAB SRL	Fermo (FM)	10,400	55,00%	55,00%
BDX SPA	EURO FINANCE SYSTEMS SA	Parigi (FR)	150,000	66,56%	50,10%
BASE DIGITALE PLATFORM SPA	EVER GREEN MOBILITY RENT SRL	Scandicci (FI)	10,000	52,00%	52,00%
APRA SPA	EVOTRE SRL	Jesi (AN)	210,000	56,00%	56,00%
ADIACENT INTERNATIONAL SRL	FEN WO (SHANGAI) MANAGEMENT CONSULTING CO., LTD	Shanghai	202.426	55,30%	55,30%
DIGITAL SECURITY SRL	GENCOM SRL	Forli (FO)	84,800	n,a,	100,00%
UAN COMPANY SRL	GENCOM SRL	Forli (FO)	10,000	100,00%	n,a,
CENTOTRENTA SERVICING SPA	HYPERMAST STS SRL	Milano (MI)	10,000	100,00%	100,00%
COMPUTER GROSS SPA	ICOS SPA	Ferrara (FE)	706.580	91,28%	77,83%
ICOS SPA	ICOS Deutschland GmbH	Munchen	1,100,000	92,50%	92,50%
COMPUTER GROSS SPA	ICT LOGISTICA SRL	Empoli (FI)	775,500	66,70%	66,70%
VAR GROUP SPA				33,30%	33,30%
ADIACENT SPA Società Benefit	IDEA POINT SRL	Empoli (FI)	10,000	100,00%	100,00%
DATEF SPA	INDUSTRIAL CYBER SECURITY SRL	Bolzano (BZ)	50,000	19,00%	19,00%
DIGITAL SECURITY SRL				51,00%	51,00%
VAR ONE SRL	INFORMETICA CONSULTING SRL	San MartinoBuon Albergo (VR)	120,000	Fusa in Var One	100,00%
ADIACENT INTERNATIONAL SRL	ALISEI CONSULTING LDT	Shanghai (CHI)	200,000 CNY	100,00%	100,00%
VAR GROUP SPA	IBERIAN UNIT VARGROUP SL	Madrid (ES)	3,200	100,00%	100,00%
VAR GROUP SPA	INFOLOG SPA	Modena (MO)	300,000	n,a,	67,30%
PLURIBUS SRL	INFOLOG SPA	Modena (MO)	300,000	67,30%	n,a,
MF SERVICES SRL	ISD NORD SRL	Frascati (RM)	16,666	23,69%	23,69%
VAR NEXT SRL				23,69%	23,69%
MY SMART SERVICES SRL				18,95%	18,95%
VAR GROUP SPA	KLEIS SRL	Torino (TO)	10,400	51,00%	51,00%
DIGITAL SECURITY SRL				10,00%	10,00%
VAR GROUP SPA	M,K, ITALIA SRL	Empoli (FI)	100,000	51,00%	51,00%
7CIRCLE SRL	NEBULA SRL	Empoli (FI)	22,000	Fusa in Uan Company Srl	49,00%
UAN COMPANY SRL				Fusa in Uan Company Srl	51,00%
COMPUTER GROSS SPA	COLLABORATION VALUE SRL	Empoli (FI)	20,000	Fusa in Computer Gros Spa	100,00%

VAR BMS SPA	ISO SISTEMI SRL	Genova (GE)	63,000	Fusa in Var BMS Spa	100,00%
7CIRCLE SRL	UAN COMPANY SRL	Empoli (FI)	60,000	n,a	100,00%
7CIRCLE SRL	UAN COMPANY SRL	Empoli (FI)	60,000	100,00%	n,a
DATA SCIENCE SRL	MEDIAMENTE CONSULTING SRL	Empoli (FI)	10,000	100,00%	100,00%
BASE DIGITALE GROUP SRL	METODA FINANCE SRL	Salerno (SA)	110,000	70,00%	n,a
MY SMART SERVICES SRL	M.F. SERVICES SRL	Campagnola Emilia (RE)	1,000,000	70,00%	70,00%
VAR GROUP SPA	MY SMART SERVICES SRL	Empoli (FI)	200,000	n,a	97,50%
7CIRCLE SRL	MY SMART SERVICES SRL	Empoli (FI)	220,000	100,00%	n,a
PALITALSOFT SRL	NEXT STEP SOLUTION SRL	Collechio (PR)	30,000	55,00%	55,00%
DIGITAL SECURITY SRL	NGS SRL	Padova (PD)	10,000	n,a	100,00%
7CIRCLE SRL	NGS SRL	Padova (PD)	10,000	100,00%	n,a
UBICS SRL	OTCADA MEX S DE RL DE DV	Guadalajara, Jalisco, Messico	10,000 MXN	100,00%	100,00%
PALITALSOFT SRL	PAL IFM SRL	Catanzaro (CZ)	50,000	55,00%	55,00%
APRA SPA	PALITALSOFT SRL	Jesi (AN)	135,000	55,00%	55,00%
VAR4INDUSTRIES SRL	PBU CAD-SYSTEME GmbH	Aichach(GER)	26,100	60,00%	60,00%
VAR GROUP SPA	OMNIBUS SRL	Empoli (FI)	50,000	n,a	91,00%
PLURIBUS SRL	OMNIBUS SRL	Empoli (FI)	50,000	91,00%	n,a
SIGLA TAILOR MADE SRL	PLAYERP SRL	Empoli (FI)	20,000	100,00%	n,a
VAR GROUP SPA	PLURIBUS SRL	Empoli (FI)	9,951	99,50%	n,a
COMPUTER GROSS SPA	P.M. SERVICE SPA	Pontassieve (FI)	145,928	70,00%	70,00%
VAR BMS SPA	PV CONSULTING SRL	Roma (RM)	95,000	60,00%	n,a
VAR ONE SRL	REAL TIME SRL	Bergamo (BG)	24,000	100,00%	n,a
DELTA PHI SIGLA SRL	SIGLA TAILOR MADE SRL	Empoli (FI)	10,000	51,00%	n,a
SISTHEMA SPA	SOFTHARE	Tunisi (TN)	250000 TND	99,00%	99,00%
VAR GROUP SPA	STUDIO 81 DATA SYSTEM SRL	Roma (RM)	150,000	50,00%	66,00%
UAN COMPANY SRL	VAR EVOLUTION SRL	Empoli (FI)	66,667	31,80%	31,80%
Z3 ENGINEERING SRL				31,80%	n,a
VAR TECHNO SRL				3,82%	31,80%
SESA SPA	ADIACENT SPA Società Benefit	Empoli(FI)	578,666	77,39%	76,96%
BDM SRL				0,77%	0,77%
APRA SPA				13,07%	13,07%
TEKNE SRL	SAILING SRL	Reggio Emilia (RE)	10,000	Fusione in Tekne	100,00%
DURANTE SPA	SANGALLI TECNOLOGIE SRL	Brusaporto (BG)	25,000	55,00%	55,00%
PM SERVICE SPA	SEBIC INVESTMENTS SRL	Pontassieve (FI)	10,000	100,00%	100,00%
MAINT SYSTEM SRL	SERTECMA SRL	Milano (MI)	10,000	100,00%	100,00%
COMPUTER GROSS SPA	SERVICE TECHNOLOGY SRL	Arezzo (AR)	12,350	55,00%	55,00%
SESA SPA	SESA GMBH	Monaco (DE)	100,000	100,00%	100,00%
VAR4INDUSTRIES SRL	SMARTCAE SRL	Firenze (FI)	100,000	51,00%	51,00%
VAR BMS SPA	SD CONSULTING SRL	Milano (MI)	10,000	60,00%	n,a
OMNIBUS SRL	SOFT SYSTEM SRL	Pordenone (PN)	99,000	60,00%	60,00%
VAR ONE NORD EST SRL	SOLUZIONI SOFTWARE SRL	Padova (PD)	20,000	100,00%	n,a
VAR ONE SRL	VAR ONE NORD EST SRL	Pordenone (PN)	158,690	100,00%	100,00%
VAR GROUP SPA	SISTHEMA SPA	Milano (MI)	1,046,860	n,a	67,97%
PLURIBUS SRL	SISTHEMA SPA	Milano (MI)	1,046,860	67,97%	n,a
DATA SCIENCE SRL	SPS SRL	Bologna (BO)	10,400	100,00%	100,00%

VAR GROUP SPA	TALENT WARD SRL	Empoli (FI)	50,000	80,00%	80,00%
CADLOG GMBH	TRIAS Mikroelektronik Schweiz GMBH	Zurigo (CH)	20,000 CHF	100,00%	100,00%
CADLOG GMBH	TRIAS Mikroelektronik Osterreich GMBH	Linz (AT)	35,000	100,00%	100,00%
CADLOG GMBH	TRIAS Microelectronics SRL	Iasi (RO)	18,400 Ron	90,00%	90,00%
BDX SPA	T&O SRL	Colecchio (PR)	10,000	Fusa in BDX Spa	100,00%
ADIACENT SPA Società Benefit	SUPERRESOLUTION SRL	Empoli (FI)	10,000	51,00%	51,00%
BASE DIGITALE PLATFORM SPA	TECNIKE' SRL	Arezzo (AR)	10,000	51,00%	51,00%
TECH VALUE SRL	TEKNO SERVICE SRL	Milano (MI)	14,000	60,00%	60,00%
TECH VALUE IBERICA SRL	TECH VALUE DELS PIRINEUS S.L.	Andorra la Vella (AD)	3,000	100,00%	100,00%
VAR4INDUSTRIES SRL	TECH VALUE SRL	Milano (MI)	311,620	100,00%	64,04%
WISE SECURITY GLOBAL SL	TECH VALUE IBERICA SL	Barcelona	50,000	100,00%	100,00%
VAR GROUP SPA	UBICS SRL	Empoli (FI)	569,220	71,91%	71,91%
VAR GROUP SPA	VAR4INDUSTRIES SRL	Empoli (FI)	105,040	79,53%	83,50%
VAR GROUP SPA	SUSTAINIT SRL	Empoli (FI)	101,010	99,00%	100,00%
VAR PRIME SRL	VAR 4 RETAIL SRL	Treviso (TV)	170,000	85,00%	85,00%
MY SMART SERVICES SRL	VAR ENGINEERING SRL	Empoli (FI)	160,000	96,60%	96,60%
SESA SPA	VAR GROUP SPA	Empoli (FI)	3,800,000	100,00%	100,00%
VAR GROUP SPA	VAR GROUP GMBH	Monaco (DE)	25,000	67,00%	67,00%
INDUSTRIAL CYBER SECURITY SRL				12,72%	n.a.
DATEF SPA				11,00%	11,00%
CADLOG GMBH				11,00%	11,00%
VAR GROUP SPA	VAR GROUP SUISSE SA	Lugano (CH)	100,000 CHF	75,00%	75,00%
7CIRCLE SRL	VAR HUB SRL	Empoli (FI)	33,333	45,00%	45,00%
TEKNE SRL				55,00%	55,00%
VAR GROUP SPA	VAR IT SRL	Parma (PR)	140,000	100,00%	n.a.
VAR BMS SPA	VAR ONE SRL	Empoli (FI)	258,434	94,90%	96,70%
VAR GROUP SPA	VAR PRIME SRL	Empoli (FI)	10,152	98,50%	98,50%
VAR INDUSTRIES SRL	VAR TECHNO SRL	Empoli (FI)	214,286	93,00%	93,00%
MY SMART SERVICES SRL	VAR NEXT SRL	Treviso (TV)	100,000	85,00%	85,00%
MY SMART SERVICES SRL	TECHNOLOGY CONSULTING SRL	Bolzano (BZ)	220,000	100,00%	100,00%
MY SMART SERVICES SRL	VAR4YOU SRL	Empoli (FI)	30,000	100,00%	100,00%
DATA SCIENCE SRL	VISUALITICS SRL	Torino (TO)	10,582	59,50%	59,50%
DIGITAL SECURITY SRL	YARIX SRL	Montebelluna (TV)	30,000	100,00%	100,00%
MY SMART SERVICES SRL	YOCTOIT SRL	Monza (MB)	152,000	52,10%	52,10%
DIGITAL SECURITY SRL	WISE SECURITY GLOBAL SL	Madrid (ES)	3,250	51,00%	51,00%
VAR GROUP SUISSE	WSS IT sagl	Camorino (CH)	20,000 CHF	Fusa in Var Group Suisse	100,00%
7CIRCLE SRL	XAUTOMATA TECHNOLOGY GMBH	Klagenfurt (AT)	40,000	76,30%	76,30%
APRA SPA	Z3 ENGINEERING SRL	Lanciano (CH)	10,500	n.a.	35,00%
VAR ONE SRL				60,00%	25,00%
7CIRCLE SRL	ZERO12 SRL	Padova (PD)	10,101	Fusa in Uan Company Srl	100,00%
SISTHEMA SPA	4 DATA SRL	Vicenza (VI)	10,000	Fusa in Sisthema Spa	100,00%

Associated Companies

Held by	Company	Registered office	Share capital in Euro	Percentage held at	
				31-oct-24	30-apr-24
VAR PRIME SRL	4CONSULTING SRL	Limena (PD)	20,000	20,00%	20,00%
MY SMART SERVICES SRL	AD CONSULTING SPA	Modena (MO)	1,296,296	19,00%	19,00%
COMPUTER GROSS SPA	ATTIVA SPA	Brendola (VI)	4,680,000	21,00%	21,00%
VAR TECHNO SRL	BEATREEX SRL	Milano (MI)	12,350	Fusa in Var Techno	20,10%
SESA SPA	C.G.N. SRL	Milano (MI)	100,000	47,50%	47,50%
SANGALLI TECNOLOGIE SRL	CONSORZIO STARGATE	Brescia	24,000	33,33%	33,33%
COMPUTER GROSS SPA	EMME&MME INFORMATICA SRL	Lastra a Signa (FI)	94,500	19,40%	19,40%
APRA SPA	EVIN SRL	Ascoli Piceno (AP)	30,000	20,00%	20,00%
VAR GROUP SPA	FINCHAIN SRL	Empoli (FI)	10,000	50,00%	50,00%
ATS ADVANCED TECHNOLOGY SOLUTIONS SPA	FINTECH LABS SRL	Bari (BA)	16,129	38,00%	n.a.
GENCOM SRL	GENDATA SRL	Forlì (FC)	50,000	20,00%	20,00%
ADIACENT SPA Società Benefit	G.G. SERVICES SRL	Pontedera (PI)	10,200	33,30%	33,30%
VAR GROUP SPA	GVWAY SRL	Paderno Dugnano (MI)	150,000	30,00%	30,00%
DATEF SPA	INOVA Q GMBH	Vienna (AUT)	51,646	45,00%	45,00%
VAR BMS SPA	INNORG SRL	Torino (TO)	12,000	31,00%	31,00%
M.F. SERVICES SRL	ISD ITALY SRL	Frascati (RM)	24,000	12,50%	12,50%
MY SMART SERVICES SRL				12,50%	12,50%
VAR GROUP SPA	LABOVAR SRL	Instrana (TV)	50,000	49,00%	49,00%
UBICS SRL	LAGUNAROCK SRL	Pontedera (PI)	10,000	35,00%	35,00%
BDX SPA	LAW ON CHAIN S,R,L.	Colecchio (PR)	50,000	30,60%	30,60%
MY SMART SERVICES SRL	MTS&CARE SRL	Gorlago (BG)	10,000	45,00%	45,00%
VAR GROUP SPA	NIVOLA SPA	Biella (BI)	11,100,000	49,00%	49,00%
VAR GROUP SPA	NOA SOLUTION SRL	Cagliari (CA)	118,000	24,00%	24,00%
UAN COMPANY SRL	S.A. CONSULTING SRL	Milano (MI)	10,000	30,00%	30,00%
COMPUTER GROSS SPA	SISTEMI MANAGERIALI SRL	Pratovecchio Stia (AR)	14,200	33,10%	33,10%
ATS ADVANCED TECHNOLOGY SOLUTIONS SPA	SPARKLING ROCKS SRL	Milano (MI)	460,000	45,00%	n.a.
UBICS SRL	THE GREENWATCH SRL	Milano (MI)	10,000	35,00%	35,00%
GENCOM SRL	T-STATION ACADEMY SRL	Forlì (FC)	25,000	40,00%	40,00%
VAR GROUP SPA	URBANFORCE S.C.A,R,L.	Empoli (FI)	28,000	28,60%	28,60%
ADIACENT SPA Società Benefit				14,30%	14,30%
VAR BMS SPA	VAR ALFA SRL	Udine (UD)	50,000	25,00%	25,00%
VAR GROUP SPA	VAR & ENGINFO SRL	Empoli (FI)	70,000	30,00%	30,00%
VAR GROUP SPA	VAR IT SRL	Parma (PR)	140,000	n.a.	22,00%
MY SMART SERVICES SRL	VSH SRL	Empoli (FI)	50,000	44,00%	44,00%
SISTHEMA SPA	WEBGATE ITALIA SRL	Milano (MI)	40,000	30,00%	30,00%
APRA SPA	WINLAKE ITALIA SRL	Novi Ligure (AL)	10,200	33,30%	33,30%

Declaration pursuant to article 154-bis, paragraph 2, of Legislative Decree no. 58 of 24 February 1998, “Consolidated Law on Financial Intermediation”, as amended

1. The undersigned Paolo Castellacci, in his capacity as Chairman of the Board, and Alessandro Fabbroni, in his capacity as Financial Reporting Manager of Sesa SpA, taking into account that envisaged by article 154-bis, paragraphs 3 and 4, of Legislative Decree No. 58 of 24 February 1998, hereby certify:
 - The adequacy in relation to the characteristics of the business, and
 - The effective application of the administrative and accounting procedures for the preparation of the condensed consolidated half-year financial statements at 31 October 2024.
2. The assessment of the adequacy of the administrative and accounting procedures for the preparation of the Condensed Consolidated Half-Year Financial Statements at 31 October 2024 was carried out in compliance with the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission, which represents a framework of reference generally accepted at international level.
3. It is also certified that:
 - 3.1 The Condensed Consolidated Half-Year Financial Statements:
 - a) have been prepared in compliance with the applicable international accounting standards recognised by the European Community pursuant to EC Regulation 1606/2002 of the European Parliament and of the Council of 19 July 2002;
 - b) correspond to the results of the accounting books and records;
 - c) provide a true and fair representation of the financial position, results of operations and cash flows of the issuer and of all the companies included within the scope of consolidation.
 - 3.2 The Report on Operations includes a reliable analysis of the significant events that took place during the first six months of the current year and the impact of these events on the Company’s Condensed Consolidated Half-Year Financial Statements, together with a description of the main risks and uncertainties for the second half of the year. The Interim Report on Operations also includes a reliable analysis of information on significant transactions with related parties.

Empoli, 18 December 2024

Paolo Castellacci
Chairman of the Board of Directors

Alessandro Fabbroni
Chief Executive Officer
Financial Reporting Manager

Independent Auditor's Report



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(This independent auditors' report has been translated into English solely for the convenience of international readers. Accordingly, only the original Italian version is authoritative.)

Report on review of condensed interim consolidated financial statements

To the shareholders of
Sesa S.p.A.

Introduction

We have reviewed the accompanying condensed interim consolidated financial statements of the Sesa Group, comprising the statement of financial position as at 31 October 2024, the income statement and the statements of comprehensive income, cash flows, changes in equity for the six months then ended and notes thereto. The directors are responsible for the preparation of these condensed interim consolidated financial statements in accordance with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34), endorsed by the European Union. Our responsibility is to express a conclusion on these condensed interim consolidated financial statements based on our review.

Scope of the review

We conducted our review in accordance with Consob (the Italian Commission for Listed Companies and the Stock Exchange) guidelines set out in Consob resolution no. 10867 dated 31 July 1997. A review of condensed interim consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (ISA Italia) and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion on the condensed interim consolidated financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed interim consolidated financial statements of the Sesa Group as at and for the six months

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

Ancona Bari Bergamo
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Pescara Roma Torino Treviso
Trieste Varese Verona

Società per azioni
Capitale sociale
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20124 Milano MI ITALIA



Sesa Group

Report on review of condensed interim consolidated financial statements

31 October 2024

ended 31 October 2024 have not been prepared, in all material respects, in accordance with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34), endorsed by the European Union.

Florence, 24 December 2024

KPMG S.p.A.

(signed on the original)

Giuseppe Pancrazi
Director of Audit



Sesa

Sesa SpA - Sede legale ad Empoli (FI), Via della Piovola 138

Capitale sociale Euro 37.126.927,50

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