Press release in accordance with Consob Regulation n. 11971/99

Esprinet's results as at 31 March 2017 approved by the Board

First quarter 2017 results:

Consolidated sales: € 745.4 million (+21% vs € 615.4 million as at first quarter 2016)
Gross profit: € 39.5 million (+17% vs € 33.7 million)
Operating income (EBIT): € 4.8 million (-24% vs € 6.2 million)
Net income: € 2.8 million (-34% vs € 4.2 million)

Net financial position as at 31 March 2017 negative by € 117.3 million
(vs Net financial position as at 31 December 2016 positive by € 105.4 million)

Vimercate (Monza Brianza), 12 May 2017 The Board of Directors of Esprinet S.p.A. (Italian Stock Exchange: PRT) met today under the chairmanship of Francesco Monti to examine and approve Group's financial results for the period ending on 31 March 2017 prepared in accordance to IFRS and not subject to external auditing.

In the first quarter of the current year the wholesale distribution market grew +8% compared to the same period of 2016 (source: Context, April 2017).
United Kingdom (+13%), Spain (+12%) and Germany (+7%) led the growth while Italy, growing +3%, underperformed the market average

The 'mobile computing' segment (notebooks and tablets) was still the largest one in distributors sales although with a share down to 19% from 20% of the first quarter of 2016 mainly due to the performance of tablets (-20%), and despite the growth of notebooks (+4%).
TLCs, the second largest segment (16% of share), benefitted from the positive trend of smartphones (+7%).
Desktops and software decreased their sales while displays showed a noticeable result thanks to TVs (+69%).
Looking at the performance of vendors, Apple and Hp recorded the highest growth in term of sales while Lenovo and Microsoft were under pressure.
Looking at the first indications about the trends among resellers, the retailers decreased significantly (-3%, source: GFK, May 2017).
The market share of Esprinet in Italy on Context Italian panel showed a slight decrease at a constant perimeter (-0.7 point, down to 31.3% from 32%) but thanks to the good performance recorded in April (reported in the first anticipations about market share trends), the year-to-date share should be stable compared to the same period of 2016.

In Spain (source: Context, April 2017) the market growth was fuelled mainly by smartphones and notebooks as well as desktops, the latter showing a contrary trend vis-à-vis Italy. Consumables were down (particularly ink cartridges -21% and toner -14%) as well as tablets (-14%).
The distributors top seller segment was again the 'mobile computing' one, even if its market share was down to 20% from 22%, followed by software (13%). TLCs showed a lower impact on distributors sales compared to Italy (8% of share), despite the growth of 29%.
Lenovo and Hp were the top sellers while Toshiba and Sony were among the worst performers.
Also In Spain the retailers underperformed the business oriented resellers.
The market share of Esprinet in Spain was down by -2.5 percentage points while April showed a limited inversion of the trend.

In the first quarter of the current year the legal entities pertaining to the Esprinet Group showed a level of operating profit substantially in line with the internal budgets, considering the seasonality of the distribution market, with the exception of Celly and EDSLan which recorded a performance below the internal estimates.

Celly grew significantly abroad but the Italian sales didn't achieved the targets set internally. This was coupled with a significant investment in contributions for entrance fees with selected key retailers which should give a positive outcome in the upcoming quarters. Preliminary April and May sales results point to an improvement in the Italian market performance.
EDSLan performance was affected by the start-up of the new ERP system which took place at the beginning of the current year: the issues arising from the start-up impacted mainly the gross profit margin. Throughout the second and third quarter the management expects to bring back the situation to normality.
The TLCs segment sales and gross margin recovery was in line with the budget thanks to a positive performance of Apple iPhones and the new line up of Samsung smartphones.

The accessories and consumables product lines confirmed their positive results both in Italy and Spain. Due to some reorganizational issues of some key suppliers, storage suffered a negative growth mainly in Italy.
the Group hasn't yet signed new contracts in the 'fulfilment' business of PCs (notebook and desktop) for large retailers, thus affecting sales and margins.
It is worth noting that the Group won significantly higher than budgeted volumes of tenders in the Italian public sector with positive effects on PCs and server sales to be recorded during the second half of the year.

During the first quarter, within the integration plan of the recent acquisitions, the Group identified some opportunities of cost saving on top of the initial budget.
Despite net of unrecurring costs the impact of what abovementioned should be neutral during this year, a significantly positive effect should arise in 2018.

A) Esprinet Group's financial highlights

The Group's main economic, financial and asset results as at 31 March 2017 are hereby summarised:

(euro/000)	Q1 2017	%	Q1 2016	%	Var.	Var. %
Sales	**745,414**	**100.00%**	**615,424**	**100.00%**	**129,990**	***21%***
Cost of sales	(705,879)	-94.70%	(581,753)	-94.53%	(124,126)	*21%*
Gross profit	**39,535**	**5.30%**	**33,671**	**5.47%**	**5,864**	***17%***
Sales and marketing costs	(14,376)	-1.93%	(10,267)	-1.67%	(4,109)	*40%*
Overheads and administrative costs	(20,407)	-2.74%	(17,168)	-2.79%	(3,239)	*19%*
Operating income (EBIT)	**4,752**	**0.64%**	**6,236**	**1.01%**	**(1,484)**	***-24%***
Finance costs - net	(988)	-0.13%	(293)	-0.05%	(695)	*237%*
Other investments expenses / (incomes)	(2)	0.00%	-	0.00%	(2)	*100%*
Profit before income taxes	**3,762**	**0.50%**	**5,943**	**0.97%**	**(2,181)**	***-37%***
Income tax expenses	(969)	-0.13%	(1,698)	-0.28%	729	*-43%*
Net income	**2,793**	**0.37%**	**4,245**	**0.69%**	**(1,452)**	***-34%***
Earnings per share - basic (euro)	0.06		0.08		(0.02)	*-25%*

- **Consolidated sales** equal to € 745.4 million showed an increase of +21% (€ 130.0 million) compared to € 615.4 million of the first quarter 2016. With equal consolidation perimeter, estimated consolidated sales would have been equal to € 621.8 million, increased by +1% compared to the same period of 2016;

- **Consolidated Gross profit** equal to € 39.5 million showed an increase of +17% (€ 5.9 million) compared to the same period of 2016 as consequence of higher sales only partially offset by a decrease in the gross profit margin. With equal consolidation perimeter, estimated consolidated gross profit of the first quarter 2017 would have been equal to € 33.3 million, decreased by -1% compared to the same period of 2016;

- **Consolidated Operating income (EBIT)** of the first quarter 2017, equal to € 4.8 million, showed a reduction of -24% compared to the first quarter 2016 (€ 6.2 million), with an EBIT margin decreased to 0.64% from 1.01%, due to a lower consolidated gross profit margin and a higher incidence of operating costs (-4.67% in

2017 vs -4.46% in 2016). With the same consolidation perimeter, estimated EBIT of the first quarter 2017 would have been equal to € 4.0 million (-35%);

- **Consolidated Profit before income taxes** equal to € 3.8 million, showed a reduction of -37% compared to first quarter 2016, the decrease was higher than the one registered in EBIT, due to an increase in the financial charges (€ -0.7 million);

- **Consolidated Net income** equal to € 2.8 million, showed a reduction of -34% (€ -1.5 million) compared to the first quarter 2016;

- **Basic earnings per ordinary share** as at 31 March 2017, equal to € 0.06, showed a reduction of -25% compared to the value of first quarter 2016 (€ 0.08).

(euro/000)	31/03/2017	%	31/12/2016	%	Var.	*Var. %*
Fixed assets	124,639	28.42%	124,516	58.59%	123	*0%*
Operating net working capital	331,532	75.61%	102,046	48.01%	229,486	*225%*
Other current assets/liabilities	(3,185)	-0.73%	276	0.13%	(3,461)	*-1255%*
Other non-current assets/liabilities	(14,502)	-3.31%	(14,305)	-6.73%	(197)	*1%*
Total uses	**438,484**	**100.00%**	**212,533**	**100.00%**	**225,951**	***106%***
Short-term financial liabilities	100,639	22.95%	151,885	71.46%	(51,246)	*-34%*
Current financial (assets)/liabilities for derivatives	81	0.02%	483	0.23%	(402)	*-83%*
Financial receivables from factoring companies	(11,737)	-2.68%	(1,492)	-0.70%	(10,245)	*687%*
Other financial receivables	(450)	-0.10%	(5,596)	-2.63%	5,146	*-92%*
Cash and cash equivalents	(146,856)	-33.49%	(285,933)	-134.54%	139,077	*-49%*
Net current financial debt	(58,323)	-13.30%	(140,653)	-66.18%	82,330	*-59%*
Borrowings	168,498	38.43%	28,833	13.57%	139,665	*484%*
Debts for investments in subsidiaries	9,006	2.05%	8,661	4.08%	345	*4%*
Non-current financial (assets)/liab. for derivatives	(28)	-0.01%	27	0.01%	(55)	*-204%*
Other financial receivables	(1,870)	-0.43%	(2,292)	-1.08%	422	*-18%*
Net financial debt (A)	117,283	26.75%	(105,424)	-49.60%	222,707	*-211%*
Net equity (B)	321,201	73.25%	317,957	149.60%	3,244	*1%*
Total sources of funds (C=A+B)	**438,484**	**100.00%**	**212,533**	**100.00%**	**225,951**	***106%***

- **Consolidated net working capital** as at 31 March 2017 equal to € 331.5 million compared to € 102.0 million at 31 December 2016;

- **Net financial position** as at 31 March 2017, negative by € 117.3 million, compared with a cash surplus equal to € 105.4 million at 31 December 2016.
  The reduction of net cash surplus was due to the performance of consolidated net working capital as at 31 March 2017 which in turn is influenced by technical events often not related to the average level of working capital and by the level of utilisation of both 'without – recourse' factoring programs referring to the trade receivables and of the corresponding securization program.
  This program is aimed at transferring risks and rewards to the buyer, thus receivables sold are eliminated from balance sheet according to IAS 39.

  Taking into account other technical forms of cash advances other than 'without-recourse assignment', but showing the same effects – such as 'confirming' used in Spain –, the overall impact on financial debt at 31 March 2017 was approx. € 280 million (approx. € 400 million as at 31 December 2016);

- **Consolidated net equity** as at 31 March 2017 equal to € 321.2 million, showed an increase of € 3.2 million compared to € 318.0 million as at 31 December 2016.

B) Financial highlights by geographical area

B.1) Subgroup Italy

The main economic, financial and asset results for the Italian subgroup (Esprinet, V-Valley, EDSlan[1], Mosaico[2] and Celly Group) as at 31 March 2017 are hereby summarised:

(euro/000)	Q1 2017	%	Q1 2016	%	Var.	Var. %
Sales to third parties	494,395		462,313		32,082	*7%*
Intercompany sales	12,465		10,866		1,599	*15%*
Sales	**506,860**		**473,179**		**33,681**	***7%***
Cost of sales	(477,182)		(445,589)		(31,593)	*7%*
Gross profit	**29,678**	**5.86%**	**27,590**	**5.83%**	**2,088**	***8%***
Sales and marketing costs	(11,651)	-2.30%	(8,707)	-1.84%	(2,944)	*34%*
Overheads and administrative costs	(15,014)	-2.96%	(13,941)	-2.95%	(1,073)	*8%*
Operating income (EBIT)	**3,013**	**0.59%**	**4,942**	**1.04%**	**(1,929)**	***-39%***

- **Sales** totalled € 506.9 million and showed an increase of +7% compared to € 473.2 million of the first quarter 2016. Net of values from EDSlan S.r.l. and Mosaico S.r.l. acquisitions completed during the subsequent months of 2016, sales would have been equal to € 484.8 million, showing an increase of +2% in the first quarter;

- **Gross profit**, equal to € 29.7 million showed an increase of +8% compared to € 27.6 million of the first quarter 2016, with a gross profit margin almost unchanged (from 5.83% to 5.86%). Net of values from EDSlan S.r.l. and Mosaico S.r.l. acquisitions, sales would have been equal to € 26.9 million in the first quarter 2017 (-2% compared to the first quarter 2016);

- **Operating income (EBIT)** equal to € 3.0 million, showed a decrease of -39% compared to the same period of 2016 with an EBIT margin decreased from 1.04% to 0.59% as consequence of higher operating costs. Net of business combinations completed after the first quarter 2016, estimated EBIT of the first quarter 2017 would have been equal to € 3.0 million (-39%).

[1] Company active since 9 April 2016.

[2] Company active since 1 December 2016.

(euro/000)	31/03/2017	%	31/12/2016	%	Var.	*Var. %*
Fixed assets	119,608	33.35%	119,337	55.98%	271	*0%*
Operating net working capital	242,388	67.58%	94,709	44.42%	147,679	*156%*
Other current assets/liabilities	7,098	1.98%	9,761	4.58%	(2,663)	*-27%*
Other non-current assets/liabilities	(10,451)	-2.91%	(10,612)	-4.98%	161	*-2%*
Total uses	**358,643**	**100.00%**	**213,195**	**100.00%**	**145,448**	***68%***
Short-term financial liabilities	82,055	22.88%	122,466	57.44%	(40,411)	*-33%*
Current financial (assets)/liabilities for derivatives	19	0.01%	428	0.20%	(409)	*-96%*
Financial receivables from factoring companies	(11,737)	-3.27%	(1,492)	-0.70%	(10,245)	*687%*
Financial (assets)/liab. from/to Group companies	(111,500)	-31.09%	(133,000)	-62.38%	21,500	*-16%*
Other financial receivables	(438)	-0.12%	(509)	-0.24%	71	*-14%*
Cash and cash equivalents	(61,361)	-17.11%	(88,651)	-41.58%	27,290	*-31%*
Net current financial debt	(102,962)	-28.71%	(100,758)	-47.26%	(2,204)	*2%*
Borrowings	150,872	42.07%	5,849	2.74%	145,023	*2479%*
Debts for investments in subsidiaries	7,909	2.21%	7,901	3.71%	8	*0%*
Other financial receivables	(1,870)	-0.52%	(2,292)	-1.08%	422	*-18%*
Net Financial debt (A)	53,949	15.04%	(89,300)	-41.89%	143,249	*-160%*
Net equity (B)	304,694	84.96%	302,495	141.89%	2,199	*1%*
Total sources of funds (C=A+B)	**358,643**	**100.00%**	**213,195**	**100.00%**	**145,448**	***68%***

- **Operating net working capital** as at 31 March 2017 was equal to € 242.4 million, compared to € 94.7 million as at 31 December 2016;

- **Net financial position** as at 31 March 2017, negative by € 54.0 million, compared with a cash surplus equal to € 89.3 million as at 31 December 2016. The impact of both 'without-recourse' sale and securization program of trade receivables as at 31 March 2017 was approx. € 111 million (approx. € 133 million as 31 December 2016).

B.2) Subgroup Iberica

The main economic, financial and asset results for the Iberica Subgroup (Esprinet Iberica, Esprinet Portugal, Tape[3], Vinzeo Technologies[4] and V-Valley Iberian[5]) as at 31 March 2017 are hereby summarised:

(euro/000)	Q1 2017	%	Q1 2016	%	Var.	Var. %
Sales to third parties	251,019		153,111		97,908	*64%*
Intercompany sales	-		-		-	*100%*
Sales	**251,019**		**153,111**		97,908	***64%***
Cost of sales	(241,152)		(146,999)		(94,153)	*64%*
Gross profit	**9,867**	**3.93%**	**6,112**	**3.99%**	**3,755**	***61%***
Sales and marketing costs	(2,714)	-1.08%	(1,551)	-1.01%	(1,163)	*75%*
Overheads and administrative costs	(5,409)	-2.15%	(3,240)	-2.12%	(2,169)	*67%*
Operating income (EBIT)	**1,744**	**0.69%**	**1,321**	**0.86%**	**423**	***32%***

- **Sales** equal to € 251.0 million, showed an increase of +64% compared to € 153.1 million of the first quarter 2016. Net of values from Vinzeo Tecnologies S.A.U. and V-Valley S.L.U. acquisitions completed during the subsequent months of 2016, the variation would have been equal to -2% (sales equal to € 149.4 million);

[3] Company not active as at 31 December 2016.
[4] Company acquired and active since 1 July 2016.
[5] Company active from 1 December 2016.

- **Gross profit** as at 31 March 2017 totalled € 9.9 million, showing an increase of +61% compared to € 6.1 million of the same period of 2016 with a gross profit margin decreased from 3.99% to 3.93%. Net of values from acquisitions, gross profit margin would have been equal to € 6.4 million, with an increase of +5% and higher gross profit margin (4.3%);

- **Operating income (EBIT)** equal to € 1.7 million decreased by € 0.4 million compared to the first quarter 2016, with an EBIT margin to 0.69% from 0.86%. Net of values from Vinzeo Tecnologies S.A.U. and V-Valley S.L.U. acquisitions, EBIT would have been equal to € 1.0 million (-25%).

(euro/000)	31/03/2017	%	31/12/2016	%	Var.	*Var. %*
Fixed assets	79,739	51.49%	79,866	117.72%	(127)	*0%*
Operating net working capital	89,470	57.77%	7,656	11.28%	81,814	*1069%*
Other current assets/liabilities	(10,284)	-6.64%	(15,986)	-23.56%	5,702	*-36%*
Other non-current assets/liabilities	(4,051)	-2.62%	(3,693)	-5.44%	(358)	*10%*
Total uses	**154,874**	**100.00%**	**67,843**	**100.00%**	**87,031**	***128%***
Short-term financial liabilities	18,584	12.00%	29,419	43.36%	(10,835)	*-37%*
Current financial (assets)/liabilities for derivatives	62	0.04%	55	0.08%	7	*13%*
Financial (assets)/liab. from/to Group companies	111,500	71.99%	126,500	186.46%	(15,000)	*-12%*
Other financial receivables	(12)	-0.01%	(5,087)	-7.50%	5,075	*-100%*
Cash and cash equivalents	(85,495)	-55.20%	(197,282)	-290.79%	111,787	*-57%*
Net current financial debt	44,639	28.82%	(46,395)	-68.39%	91,034	*-196%*
Borrowings	17,626	11.38%	22,984	33.88%	(5,358)	*-23%*
Non-current financial (assets)/liab. for derivatives	(28)	-0.02%	28	0.04%	(56)	*-200%*
Net Financial debt (A)	63,334	40.89%	(22,624)	-33.35%	85,958	*-380%*
Net equity (B)	91,540	59.11%	90,467	133.35%	1,073	*1%*
Total sources of funds (C=A+B)	**154,874**	**100.00%**	**67,843**	**100.00%**	**87,031**	***128%***

- **Operating net working capital** as at 31 March 2017 was equal to € 89.5 million compared to € 7.7 million as at 31 December 2016;

- **Net financial position** as at 31 March 2017, negative by € 63.3 million, compared to a cash surplus of € 22.6 million as at 31 December 2016. The impact of 'without-recourse' sale of both trade receivables was approx. € 170 million (approx. € 267 million as at 31 December 2016).

C) <u>Separate income statement by legal entity</u>

Find below the separate income statement showing the contribution of each legal entities as considered significant[6]:
Should be highlighted that business combination effects started from 9 April 2016 with respect to EDSlan S.r.l., from 1 July 2016 with respect to Vinzeo Technologies S.A.U., from 1 December 2016 with respect to Mosaico S.r.l. and V-Valley Iberian S.L.U.:

[6] V-Valley S.r.l. and Tape S.L.U. are both not showed separately as just a 'commission sales agent' of Esprinet S.p.A. and not yet significant, respectively.

(euro/000)	Q1 2017													
	Italy						Iberian Peninsula						Elim. and other	Group
	E.Spa + V-Valley	Mosaico	Celly*	EDSlan	Elim. and other	Total	Esprinet Iberian	Esprinet Portugal	V-Valley Iberian	Vinzeo + Tape	Elim. and other	Total		
Sales to third parties	462,693	10,910	5,959	14,833	-	494,395	141,955	6,886	1,499	100,679	-	251,019	-	745,414
Intersegment sales	16,495	66	113	552	(4,761)	12,465	4,994	5	-	910	(5,910)	-	(12,465)	-
Sales	**479,188**	**10,976**	**6,072**	**15,385**	**(4,761)**	**506,860**	**146,949**	**6,891**	**1,499**	**101,589**	**(5,910)**	**251,019**	**(12,465)**	**745,414**
Cost of sales	(454,995)	(9,918)	(3,356)	(13,700)	4,787	(477,182)	(140,731)	(6,699)	(1,338)	(98,295)	5,911	(241,152)	12,455	(705,879)
Gross profit	**24,193**	**1,058**	**2,716**	**1,685**	**26**	**29,678**	**6,218**	**192**	**161**	**3,294**	**1**	**9,867**	**(10)**	**39,535**
Gross Profit %	*5.0%*	*9.6%*	*44.7%*	*11.0%*	*-0.5%*	*5.9%*	*4.2%*	*2.8%*	*10.7%*	*3.2%*		*3.9%*		*5.3%*
Other incomes	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sales and marketing costs	(7,654)	(288)	(2,419)	(1,295)	5	(11,651)	(1,516)	(82)	(247)	(869)	-	(2,714)	(11)	(14,376)
Overheads and admin. costs	(12,999)	(174)	(828)	(1,014)	1	(15,014)	(3,670)	(147)	(69)	(1,521)	(2)	(5,409)	16	(20,407)
Operating income (Ebit)	**3,540**	**596**	**(531)**	**(624)**	**32**	**3,013**	**1,032**	**(37)**	**(155)**	**904**	**(1)**	**1,744**	**(5)**	**4,752**
EBIT %	*0.7%*	*5.4%*	*-8.7%*	*-4.1%*	*-0.7%*	*0.6%*	*0.7%*	*-0.5%*	*-10.3%*	*0.9%*		*0.7%*		*0.6%*
Finance costs - net														(988)
Share of profits of associates														(2)
Profit before income tax														**3,762**
Income tax expenses														(969)
Net income														**2,793**
- of which attributable to non-controlling interests														(75)
- of which attributable to Group														2,868

(euro/000)	Q1 2016									
	Italy				Iberian Peninsula				Elim. and other	Group
	E.Spa + V-Valley	Celly*	Elim. and other	Total	Esprinet Iberica	Esprinet Portugal	Elim. and other	Total		
Sales to third parties	457,338	4,975	-	462,313	148,622	4,489	-	153,111	-	615,424
Intersegment sales	10,994	351	(479)	10,866	3,436	2	(3,438)	-	(10,866)	-
Sales	**468,332**	**5,326**	**(479)**	**473,179**	**152,058**	**4,491**	**(3,438)**	**153,111**	**(10,866)**	**615,424**
Cost of sales	(443,358)	(2,850)	619	(445,589)	(146,021)	(4,416)	3,438	(146,999)	10,835	(581,753)
Gross profit	**24,974**	**2,476**	**140**	**27,590**	**6,037**	**75**	**-**	**6,112**	**(31)**	**33,671**
Gross Profit %	*5.3%*	*46.5%*	*-29.2%*	*5.8%*	*4.0%*	*1.7%*		*4.0%*		*5.5%*
Other incomes	-	-	-	-	-	-	-	-	-	-
Sales and marketing costs	(7,184)	(1,527)	4	(8,707)	(1,472)	(79)	-	(1,551)	(9)	(10,267)
Overheads and admin. costs	(13,137)	(804)	-	(13,941)	(3,129)	(112)	-	(3,240)	13	(17,168)
Operating income (Ebit)	**4,653**	**145**	**144**	**4,942**	**1,436**	**(116)**	**-**	**1,321**	**(27)**	**6,236**
EBIT %	*1.0%*	*2.7%*	*-30.1%*	*1.0%*	*0.9%*	*-2.6%*		*0.9%*		*1.0%*
Finance costs - net										(293)
Share of profits of associates										-
Profit before income tax										**5,943**
Income tax expenses										(1,698)
Net income										**4,245**
- of which attributable to non-controlling interests										39
- of which attributable to Group										4,206

* Consisting of Celly S.p.A., Celly Nordic OY, Celly Swiss S.a.g.l. e Celly Pacific Limited.

D) Significant events occurred in the period

Syndicated loan of 210.0 million euro

On 28 February 2017, Esprinet S.p.A. signed an unsecured amortising facility agreement with a pool of Italian and Spanish banks for an amount up to 210.0 million euro, consisting of a Term Loan Facility of up 145.0 million euro and a Revolving Facility of 65.0 million euro. This loan has a term of 5 years and is supported by a set of ordinary financial covenants.
The minimum amount for the successful completion of the syndication was set at 175.0 million euro. Although the total amount of participation requests was more than the maximum amount of 210.0 million euro, final amount was fixed at the maximum level.

Main purpose of the facility is to re-finance existing outstanding debt in relation to the existing syndicated loan signed on 31 July 2014 - 40.6 million euro of Term Loan facility and 65.0 million euro of Revolving Facility - and to further consolidate financial structure by lengthening the average maturity of financial debt.

Following the signing of the 210.0 million euro syndicated facility agreement, Esprinet S.p.A. initiated negotiations with the lending banks having the purpose of finalizing a number of bilateral 'IRS - Interest Rate Swap' contracts in order to hedge the interest rate risk on the Term Loan Facility.
Aforementioned negotiations led to the subscription on April 7, 2017 of n. 6 IRS contracts for a total notional value of 105.6 million euro starting August 31, 2017.
IRS contracts covering the terminated term loan facility agreement were extinguished at their fair value of 0.3 million euro.

Renounce by Giuseppe Calì and Stefania Caterina Calì to the challenge of some 2015 resolutions of the Shareholders' Meeting and the Board of Directors of Esprinet S.p.A..

Mr. Giuseppe Calì and Mrs. Stefania Caterina Calì, which had challenged certain resolutions of the Shareholders' Meeting of the Company taken on 30th April 2015, as well as the Board member Andrea Cavaliere, appointed by the abovementioned minority shareholders, who had challenged certain Board resolutions taken on 4 May 2015 and on 14 May 2015, agreed to renounce the challenge brought.

The abovementioned shareholders and Board member took said decision after having examined with the Company, in the context of the judicial proceeding, the respective positions on a juridical ground. Thereafter, these shareholders and the Board member acknowledged the fairness of the said resolutions taken by the Shareholders' Meeting and by the Board of Directors of the Company.

At the same time, Mr. Cavaliere resigned from the Esprinet S.p.A. Board of Directors. Thus, Esprinet S.p.A. Board of Director submitted to the next Shareholders' Meeting any subsequent decisions.

E) Subsequent events

Esprinet S.p.A. Annual Shareholders Meeting

On 4 May 2017 Esprinet Shareholders' meeting, with reference to the ordinary session, approved the separate financial statements for the for the fiscal year ended at 31 December 2016 and the distribution of a dividend of 0.135 euro per ordinary share, corresponding to a pay-out ratio of 26%7. The dividend shall be paid out from 10 May 2017 ex-coupon no. 12 on 8 May 2017 and record date on 9 May 2017.

The Annual Shareholders' Meeting has also:

- approved the first section of the Report on Remuneration art.123 – ter, Par.6 of the Legislative Decree no. 58/1998;
- resolved upon the integration of the number of directors of Esprinet S.p.A. determined in the number of twelve by the Shareholders' Meeting held on April 30th, 2015, appointing Prof. Ariela Caglio as new director in substitution of Mr. Andrea Cavaliere who resigned from his office on February 20th, 2017;
- resolved to authorize the acquisition and disposal of own shares, within 18 months since the resolution, provided that any such purchase does not exceed the maximum of 2,620,217 ordinary shares of Esprinet (5% of the Company's share capital), simultaneously revoking, with respect to the unused portion of it, the former authorization resolved by the Shareholder's Meeting of May 4th, 2016;
- authorized the Company to update the economic conditions of the statutory auditing mandate, assigned to EY S.p.A. within the measure of 12,000 euro for the financial years 2016, 2017 and 2018 each, for recurrent additional activities concerning the consolidated financial statement and of 5,000 euro for the activity of auditory of PPA (Purchase Price Allocation) to be executed only with reference to the financial statement as of December 31th, 2016.

The Shareholders' Meeting, with reference to the extraordinary session, resolved to amend articles 4, 5, 8, 11, 13, 16, 19 of Esprinet S.p.A. Company By-Laws.

Other information

The Board of Directors positively evaluated the independence of newly appointed member Ariela Caglio. Ariela Caglio self-declared its independence according to D.Lgs. 24 February 1998 n. 58 (or the so-called 'TUF-Testo Unico della Finanza') and to the Self-Governance Code within the declaration of acceptance of its appointment as a board member which is part of the corporate records of the Shareholder Meeting held on May 4, 2017.

DECLARATION EX ART. 154-bis, paragraph 2 Legislative Decree n.58/1998 (T.U.F.)

The officer charged with the drawing up of the accounting documents of the company, Pietro Aglianò, declares that, in compliance with the provisions of paragraph 2 of Article 154 bis of Legislative Decree n.58/1998 (T.U.F.), the financial data shown in this press release corresponds to the findings resulting from accounting documents, books and accounting records.

Annex: Summary of economic and financial results as at March 2017.

For further information:

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Esprinet (Borsa Italiana: PRT) is engaged in the "B-to-B" distribution of technology products in Italy and Spain, with about 40.000 resellers served and 600 brands supplied. The 2016 turnover in excess of € 3 billion ranks the Company #1 in Italy and Spain and #4 in Europe.

Summary of main Group's results

(euro/000)	notes	Q1 2017	%	Q1 2016	notes	%	% var. 17/16
Profit & Loss							
Sales		745,414	100.0%	615,424		100.0%	21%
Gross profit		39,535	5.3%	33,671		5.5%	17%
EBITDA	(1)	5,917	0.8%	7,195		1.2%	-18%
Operating income (EBIT)		4,752	0.6%	6,236		1.0%	-24%
Profit before income tax		3,762	0.5%	5,943		1.0%	-37%
Net income		2,793	0.4%	4,245		0.7%	-34%
Financial data							
Cash flow	(2)	3,915		5,130			
Gross investments		828		932			
Net working capital	(3)	328,347		102,322	(4)		
Operating net working capital	(5)	331,532		102,046	(4)		
Fixed assets	(6)	124,639		124,516	(4)		
Net capital employed	(7)	438,484		212,535	(4)		
Net equity		321,201		317,957	(4)		
Tangible net equity	(8)	228,662		225,299	(4)		
Net financial debt	(9)	117,283		(105,424)	(4)		
Main indicators							
Net financial debt / Net equity		0.4		(0.3)	(4)		
Net financial debt / Tangible net equity		0.5		(0.5)	(4)		
EBIT / Finance costs - net		4.8		21.3			
EBITDA / Finance costs - net		6.0		24.5			
Net financial debt/ EBITDA		19.8		(2.4)	(4)		
Operational data							
N. of employees at end-period		1,319		1,024			
Avarage number of employees	(10)	1,324		1,020			
Earnings per share (euro)							
- Basic		0.06		0.08			-25%
- Diluted		0.06		0.08			-25%

(1) EBITDA is equal to the operating income (EBIT) gross of amortisation and depreciation and accruals for risks and charges.
(2) Sum of consolidated net profit before minority interests and amortisation and depreciation.
(3) Sum of current assets, non-current assets held for sale and current liabilities, gross of short-term net financial position.
(4) Data/indicator referring as at 31 December 2016.
(5) Sum of trade receivables, inventory and trade payables.
(6) Non-current assets net of non-current financial assets.
(7) Equal to the sum of the net working capital plus fixed assets net of non-current liabilities except of financial liabilities.
(8) Equal to net equity less goodwill and intangible assets.
(9) Sum of borrowings and short term financial liabilities net of cash and cash equivalents, assets/liabilities for financial derivatives and financial receivables.
(10) Average of the balance at period beginning and end of companies consolidated.

The 2017 economic and financial results and those of the relative periods of comparison have been measured by applying International Financial Standards ('IFRSs').
In the next table, in combination with IFRSs' defined measures, some 'alternative performance measures', not defined from IFRSs, are presented. These 'alternative performance measures', consistently presented in previous reports and not intended as substitute of IFRSs defined measures, are internally used by the management for measuring and controlling the Group's profitability, performance and financial position.
As required by the Guidelines ESMA / 2015/1415 ESMA (European Securities and Market Authority) issued under Article 16 of the ESMA Regulation, updating the previous recommendation CESR / 05-178b of CESR (Committee of European Securities Regulators) and adopted by Consob with Communication no. 0092543 of 12/03/2015, basis of calculation adopted are defined below the table.

Consolidated statement of financial position

(euro/000)	31/03/2017	related parties	31/12/2016	related parties
ASSETS				
Non-current assets				
Property, plant and equipment	15,090		15,284	
Goodwill	91,189		91,189	
Intangible assets	1,350		1,469	
Investments in associates	37		39	
Deferred income tax assets	11,917		11,931	
Derivative financial assets	45		38	
Receivables and other non-current assets	6,926	1,555	6,896	1,286
	126,554	**1,555**	**126,846**	**1,286**
Current assets				
Inventory	402,157		328,886	
Trade receivables	336,303	2	388,672	9
Income tax assets	5,947		6,175	
Other assets	34,344	-	32,091	-
Cash and cash equivalents	146,856		285,933	
	925,607	**2**	**1,041,757**	**9**
Disposal groups assets	-		-	
Total assets	**1,052,161**	**1,557**	**1,168,603**	**1,295**
EQUITY				
Share capital	7,861		7,861	
Reserves	309,546		282,430	
Group net income	2,869		26,667	
Group net equity	**320,276**		**316,958**	
Non-controlling interests	925		999	
Total equity	**321,201**		**317,957**	
LIABILITIES				
Non-current liabilities				
Borrowings	168,498		28,833	
Derivative financial liabilities	17		66	
Deferred income tax liabilities	6,684		6,100	
Retirement benefit obligations	4,935		5,185	
Debts for investments in subsidiaries	3,940		3,942	
Provisions and other liabilities	2,883		3,020	
	186,957		**47,146**	
Current liabilities				
Trade payables	406,928	-	615,512	12
Short-term financial liabilities	100,639		151,885	
Income tax liabilities	834		740	
Derivative financial liabilities	81		483	
Debts for investments in subsidiaries	5,066		4,718	
Provisions and other liabilities	30,455	15	30,162	-
	544,003	**15**	**803,500**	**12**
Disposal groups liabilities	-		-	
Total liabilities	**730,960**	**15**	**850,646**	**12**
Total equity and liabilities	**1,052,161**	**15**	**1,168,603**	**12**

Consolidated separate income statement

(euro/000)	Q1 2017	non-recurring	related parties*	Q1 2016	non-recurring	related parties*
Sales	**745,414**	**-**	-	**615,424**	**-**	1
Cost of sales	(705,879)	-	-	(581,753)	-	-
Gross profit	**39,535**	**-**		**33,671**	**-**	
Sales and marketing costs	(14,376)	-	-	(10,267)	-	-
Overheads and administrative costs	(20,407)	(493)	(1208)	(17,168)	-	(938)
Operating income (EBIT)	**4,752**	**(493)**		**6,236**	**-**	
Finance costs - net	(988)	-	-	(293)	-	-
Other investments expenses/(incomes)	(2)	-		-	-	
Profit before income tax	**3,762**	**(493)**		**5,943**	**-**	
Income tax expenses	(969)	129	-	(1,698)	-	-
Net income	**2,793**	**(364)**		**4,245**	**-**	
- of which attributable to non-controlling interests	(75)			39		
- of which attributable to Group	2,868	(364)		4,206	-	
Earnings per share - basic (euro)	0.06			0.08		
Earnings per share - diluted (euro)	0.06			0.08		

Consolidated statement of comprehensive income

(euro/000)	Q1 2017	Q1 2016
Net income	**2,793**	**4,245**
Other comprehensive income:		
- Changes in 'cash flow hedge' equity reserve	46	(113)
- Taxes on changes in 'cash flow hedge' equity reserve	(8)	31
- Changes in translation adjustment reserve	3	3
Other comprehensive income not to be reclassified in the separate income statement		
- Changes in 'TFR' equity reserve	54	(200)
- Taxes on changes in 'TFR' equity reserve	(12)	55
Other comprehensive income	**82**	**(224)**
Total comprehensive income	**2,875**	**4,021**
- of which attributable to Group	2,950	3,983
- of which attributable to non-controlling interests	(75)	38

Consolidated statement of changes in equity

(euro/000)	Share capital	Reserves	Own shares	Profit for the period	Total net equity	Minority interest	Group net equity
Balance at 31 December 2015	7,861	264,848	(5,145)	30,041	297,605	797	296,808
Total comprehensive income/(loss)	-	(224)	-	4,245	4,021	38	3,983
Allocation of last year net income/(loss)	-	30,041	-	(30,041)	-	-	-
Transactions with owners	-	30,041	-	(30,041)	-	-	-
Increase/(decrease) in 'stock grant' plan reserve	-	386	-	-	386	-	386
Other variations	-	(9)	-	-	(9)	(1)	(8)
Balance at 31 March 2016	7,861	295,042	(5,145)	4,245	302,003	834	301,169
Balance at 31 December 2016	7,861	288,371	(5,145)	26,870	317,957	999	316,958
Total comprehensive income/(loss)	-	82	-	2,793	2,874	(75)	2,949
Allocation of last year net income/(loss)	-	26,870	-	(26,870)	-	-	-
Transactions with owners	-	26,870	-	(26,870)	-	-	-
Change in 'stock grant' plan reserve	-	363	-	-	363	-	363
Other variations	-	7	-	-	7	1	6
Balance at 31 March 2017	7,861	315,693	(5,145)	2,793	321,201	925	320,276

Consolidated net financial position

(euro/000)	31/03/2017	31/12/2016	Var.	30/03/2016	Var.
Short-term financial liabilities	100,639	151,885	(51,246)	46,153	54,486
Current financial (assets)/liabilities for derivatives	81	483	(402)	227	(146)
Financial receivables from factoring companies	(11,737)	(1,492)	(10,245)	(8,562)	(3,175)
Other financial receivables	(450)	(5,596)	5,146	(423)	(26)
Cash and cash equivalents	(146,856)	(285,933)	139,077	(60,284)	(86,572)
Net current financial debt	(58,323)	(140,653)	82,330	(22,889)	(35,433)
Borrowings	168,498	28,833	139,665	56,654	111,844
Debts for investments in subsidiaries	9,006	8,661	345	5,177	3,829
Non-current financial (assets)/liabilities for derivatives	(28)	27	(55)	265	(293)
Other financial receivables	(1,870)	(2,292)	422	(2,292)	422
Net financial debt	117,283	(105,424)	222,707	36,915	80,368

Consolidated statement of cash flows

(euro/000)	Q1 2017	Q1 2016
Cash flow provided by (used in) operating activities (D=A+B+C)	**(220,980)**	**(221,811)**
Cash flow generated from operations (A)	**5,891**	**7,545**
Operating income (EBIT)	4,752	6,236
Depreciation, amortisation and other fixed assets write-downs	1,122	885
Net changes in provisions for risks and charges	(137)	31
Net changes in retirement benefit obligations	(208)	7
Stock option/grant costs	362	386
Cash flow provided by (used in) changes in working capital (B)	**(226,396)**	**(229,263)**
Inventory	(73,272)	(46,577)
Trade receivables	52,369	3,416
Other current assets	3,074	(924)
Trade payables	(208,508)	(185,430)
Other current liabilities	(59)	252
Other cash flow provided by (used in) operating activities (C)	**(475)**	**(93)**
Interests paid, net	(370)	(161)
Foreign exchange (losses)/gains	(105)	67
Net results from associated companies	0	1
Cash flow provided by (used in) investing activities (E)	**(1,118)**	**(595)**
Net investments in property, plant and equipment	(765)	(878)
Net investments in intangible assets	(44)	(25)
Changes in other non current assets and liabilities	(309)	308
Cash flow provided by (used in) financing activities (F)	**83,021**	**2,601**
Medium/long term borrowing	165,000	-
Repayment/renegotiation of medium/long-term borrowings	(54,182)	(8,680)
Net change in financial liabilities	(22,978)	16,613
Net change in financial assets and derivative instruments	(5,135)	(5,287)
Deferred price Celly acquisition	5	-
Deferred price Vinzeo acquisition	347	-
Increase/(decrease) in 'cash flow edge' equity reserve	37	(82)
Changes in third parties net equity	(74)	37
Net increase/(decrease) in cash and cash equivalents (G=D+E+F)	**(139,077)**	**(219,805)**
Cash and cash equivalents at year-beginning	**285,933**	**280,089**
Net increase/(decrease) in cash and cash equivalents	**(139,077)**	**(219,805)**
Cash and cash equivalents at year-end	**146,856**	**60,284**