

Esprinet Group



Interim management statement as at 30 September 2022

Approved by the Board of Directors on 10 November 2022

Parent Company:

Esprinet S.p.A.

VAT no.: IT 02999990969

Companies' Register of Milan, Monza and Brianza, Lodi and Tax Number: 05091320159 R.E.A.
(economic and administrative index) 1158694

Registered Office and Administrative HQ: Via Energy Park, 20 - 20871 Vimercate (MB)

Subscribed and paid-in share capital as at 30/09/2022: 7,860,651 euro

www.esprinet.com - info@esprinet.com

Company Officers

Board of Directors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2023)

Chairman	Maurizio Rota	
Deputy Chairman	Marco Monti	
Chief Executive Officer	Alessandro Cattani	(CSC)
Director	Chiara Mauri	(InD) (CSC)
Director	Angelo Miglietta	(InD) (RNC) (CRC)
Director	Lorenza Morandini	(InD) (CSC)
Director	Emanuela Prandelli	(InD) (RNC)
Director	Renata Maria Ricotti	(InD) (RNC) (CRC)
Director	Angela Sanarico	(InD) (CRC)
Secretary	Manfredi Vianini Tolomei	Studio Chiomenti

Key:

InD: Independent Director

CRC: Member of the Control and Risks Committee

RNC: Member of the Remuneration and Nomination Committee

CSC: Member of the Competitiveness and Sustainability Committee

Board of Statutory Auditors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2023)

Chairman	Maurizio Dallochio
Standing auditor	Maria Luisa Mosconi
Standing auditor	Silvia Muzi
Alternate auditor	Vieri Chimenti
Alternate auditor	Riccardo Garbagnati

Independent Auditors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2027)

PricewaterhouseCoopers S.p.A.

Waiver of obligation to provide information on extraordinary transactions

Pursuant to Article 70, paragraph 8, and Article 71, paragraph 1-bis, of the Issuers' Regulation issued by CONSOB, on 21 December 2012 the Board of Directors of Esprinet S.p.A. resolved to make use of the right to waive the obligation to publish the information documents stipulated for significant transactions relating to mergers, demergers, increases in capital by the contribution of goods in kind, acquisitions and transfers.

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1. Notes on financial performance for the period

(euro/000)	9 months*						Q3						
	notes	2022	%	2021	notes	%	% var. 22/21	2022	%	2021	notes	%	% var. 22/21
Profit & Loss													
Sales from contracts with customers		3,217,700	100.0%	3,210,806		100.0%	0%	1,039,075	100.0%	973,983		100.0%	7%
Gross profit		166,988	5.2%	165,034		5.1%	1%	52,809	5.1%	48,243		5.0%	9%
EBITDA	(1)	52,011	1.6%	57,051	(1)	1.8%	-9%	14,461	1.4%	15,335		1.6%	-6%
Operating income (EBIT)		39,203	1.2%	44,933		1.4%	-13%	10,134	1.0%	10,874		1.1%	-7%
Profit before income tax		31,979	1.0%	39,263		1.2%	-19%	7,183	0.7%	8,949		0.9%	-20%
Net income		23,321	0.7%	28,591		0.9%	-18%	5,289	0.5%	6,541		0.7%	-19%
Financial data													
Cash flow	(2)	36,129		40,708	(2)								
Gross investments		8,781		5,070									
Net working capital	(3)	543,337		(63,728)	(3)								
Operating net working capital	(4)	540,865		(75,832)	(4)								
Fixed assets	(5)	246,963		245,222	(5)								
Net capital employed	(6)	767,345		158,941	(6)								
Net equity		384,868		386,118									
Tangible net equity	(7)	274,665		275,390	(7)								
Net financial debt	(8)	382,477		(227,177)	(8)								
Main indicators													
Net financial debt / Net equity		1.0		(0.6)									
Net financial debt / Tangible net equity		1.4		(0.8)									
EBIT / Finance costs – net		5.4		7.9									
EBITDA / Finance costs – net		7.2		10.1									
Net financial debt/ EBITDA	(9)	4.0		(2.8)	(9)								
ROCE	(10)	11.0%		17.6%	(10)								
Operational data													
N. of employees at end-period		1,770		1,663									
Average number of employees	(11)	1,745		1,631	(11)								
Earnings per share (euro)													
- Basic		0.47		0.58		-19%		0.11		0.13		-15%	
- Diluted		0.47		0.57		-18%		0.11		0.13		-15%	

(*) Financial data indicators are calculated on 31 December 2021 figures.

(1) EBITDA is equal to the operating profit (EBIT) gross of amortisation, depreciation and write-downs.

(2) Sum of consolidated net profit and amortisation/depreciation.

(3) Sum of current assets, non-current assets held for sale and current liabilities, gross of net current financial debts.

(4) Sum of trade receivables, inventory and trade payables.

(5) Equal to non-current assets net of non-current derivative financial assets.

(6) Equal to invested capital as at period end, calculated as the sum of net working capital plus fixed assets net of non-current non-financial liabilities.

(7) Equal to shareholders' equity less goodwill and intangible assets.

(8) Sum of financial payables, financial liabilities for leasing, cash and cash equivalents, assets/liabilities for derivative instruments and financial receivables from factoring companies.

(9) 12-month rolling EBITDA.

(10) Calculated as the ratio of (i) EBIT, net of non-recurring items, the effects of IFRS 16 and taxes calculated at the effective tax rate of the latest issued consolidated financial statements, to (ii) average invested capital (calculated as the sum of net working capital and fixed capital) as at the closing date of the period under review and the four preceding quarters.

(11) Calculated as the average of opening balance and closing balance of consolidated companies.

The economic and financial results of this period and of the relative periods of comparison have been measured by applying the International Financial Reporting Standards ('IFRSs'), adopted by the EU in force in the reference period.

In the chart above, in addition to the conventional economic and financial indicators laid down by IFRSs, some 'alternative performance indicators', although not defined by the IFRSs, are presented. These 'alternative performance indicators', consistently presented in previous periodic Group reports, are not intended to substitute IFRSs' indicators; they are used internally by the management for measuring and controlling the Group's profitability, performance, capital structure and financial position since they are considered particularly significant.

As required by the ESMA/2015/1415 Guidelines issued by ESMA (European Securities and Market Authority) under Art. 16 of the ESMA Regulation, updating the previous recommendation CESR/05-178b of the CESR (Committee of European Securities Regulators) and adopted by CONSOB with Communication No. 0092543 of 03/12/2015, the basis of calculation adopted is defined below the table.

2. Contents and format of the interim management statement

2.1 Consolidation policies, accounting principles and valuation criteria

The ordinary shares of Esprinet S.p.A. (ticker: PRT.MI) have been listed in the STAR segment (High Requirements Securities Segment) of the MTA (Italian Electronic Stock Market) of Borsa Italiana since 27 July 2001.

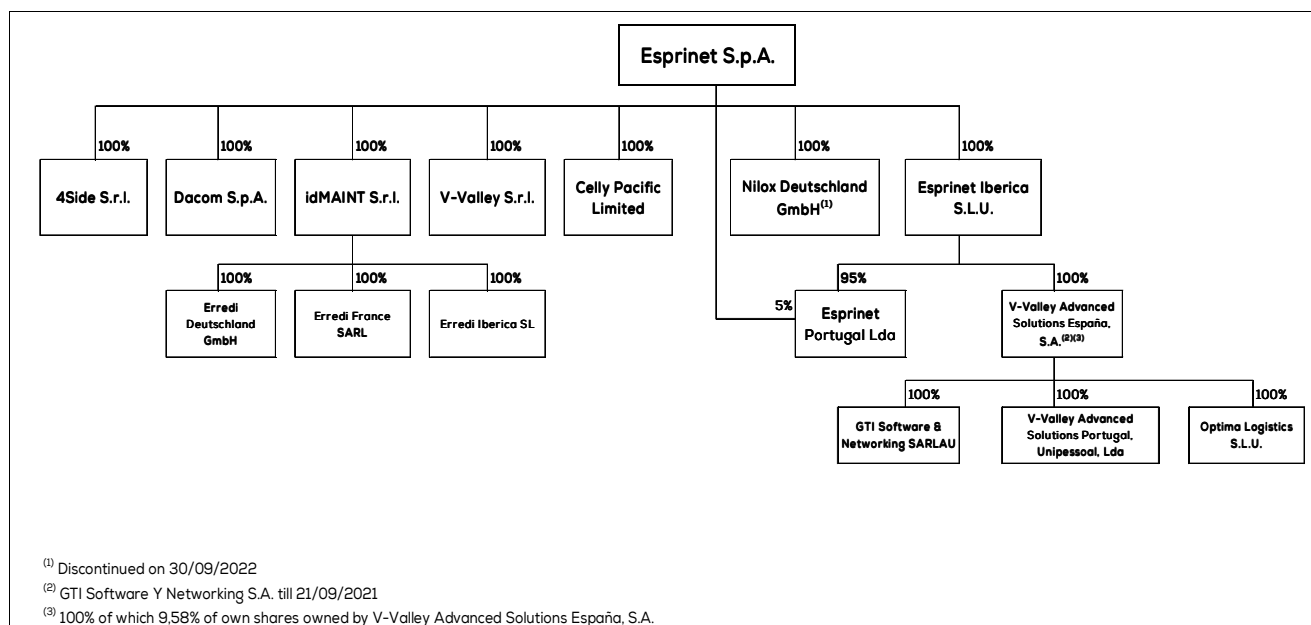
Due to this admission, the interim management statement as at 30 September 2022, not audited, has been drawn up as per Article 2.2.3, paragraph 3 a) 'Regulation of the markets organised and managed by Borsa Italiana S.p.A.' ("Stock Market Regulation") as provided for by Art. 154-ter, paragraph 5, of Italian Legislative Decree No. 58/1998 (T.U.F. - Finance Consolidation Act).

Financial data presented in this document result from the application of the same accounting principles (IFRSs - International Financial Reporting Standards), consolidation principles and methods, valuation criteria, conventional definitions and accounting estimates used in previous consolidated financial statements for interim and annual periods, unless otherwise indicated.

In compliance with CONSOB Communication No. DEM/8041082 of 30 April 2008 ('Quarterly financial report of companies listed in Italy') the financial data in this interim management statement are comparable with the data shown in previous reports and are in line with the financial statements published in the annual financial report as at 31 December 2021 to which reference should be made for all the explanatory notes to the annual report.

2.2 General information about the Esprinet Group

The structure of the Esprinet Group as at 30 September 2022 is as follows:



From a legal standpoint, the parent company Esprinet S.p.A. was founded in September 2000 following the merger of two leading Italian distributors, Comprel S.p.A. and Celomax S.p.A. The Esprinet Group later assumed its current composition as a result of the carve-out of micro-electronic components from the parent company and of various business combinations and establishment of new companies.

This report will refer to the 'Italian Subgroup' and the 'Iberian Subgroup'.

As at period end, the Italian Subgroup includes not only the parent company Esprinet S.p.A., but also the companies it directly controls, V-Valley S.r.l., Celly Pacific LTD., Nilox Deutschland GmbH (in liquidation since 16 September 2019), 4Side S.r.l., Dacom S.p.A. and idMAINT S.r.l.

For the purposes of the representation under the Italian Subgroup, the subsidiary idMAINT S.r.l. is also understood to include its wholly-owned subsidiaries Erredi Deutschland GmbH, Erredi France SARL, Erredi Iberica S.L. (collectively the "idMAINT Group"), merely companies for procuring sales in service of Dacom S.p.A.

As at the same date, the Iberian Subgroup is instead made up of the Spanish operating sub-holding Esprinet Iberica S.L.U. and its subsidiaries Esprinet Portugal Lda and V-Valley Advanced Solutions España, S.A (formerly GTI Software Y Networking S.A.). For the purposes of representation within the Iberian Subgroup, the subsidiary V-Valley Advanced Solutions España, S.A. is understood to also include its wholly-owned subsidiaries V-Valley Advanced Solutions Portugal Unipessoal Lda, GTI Software & Networking SARLAU, Optima Logistics S.L.U.

Esprinet S.p.A. has its legal and administrative headquarters in Vimercate, Italy (Monza and Brianza) and has its own logistic sites in Cambiago (Milan) and Cavenago (Monza and Brianza). Esprinet S.p.A. uses the services provided by Intesa Sanpaolo S.p.A. for specialist activities.

2.3 Scope of consolidation

The consolidated financial statements are prepared on the basis of the interim accounts of the parent company Esprinet S.p.A. and its direct and/or indirect subsidiaries or associated companies, approved by their respective Boards of Directors¹.

Wherever necessary, the accounts of subsidiaries were suitably adjusted to ensure consistency with the accounting standards used by the parent company and all relate to the interim periods that have the same closing date as the parent company.

The table below lists companies included in the scope of consolidation as at 30 September 2022, all consolidated on a line-by-line basis.

¹With the exception of Celly Pacific LTD, Erredi Deutschland GmbH, Erredi France SARL, Erredi Iberica S.L. as they do not possess said Body.

Company name	Head Office	Share capital (euro) *	Group Interest	Shareholder	Interest held
Holding company:					
Esprinet S.p.A.	Vimercate (MB)	7,860,651			
Direct subsidiaries:					
Celly Pacific LTD	Hong Kong (China)	935	100.00%	Esprinet S.p.A.	100.00%
Esprinet Iberica S.L.U.	Zaragoza (Spain)	55,203,010	100.00%	Esprinet S.p.A.	100.00%
Nilox Deutschland GmbH	Düsseldorf (Germany)	400,000	100.00%	Esprinet S.p.A.	100.00%
V-Valley S.r.l.	Vimercate (MB)	20,000	100.00%	Esprinet S.p.A.	100.00%
Dacom S.p.A.	Milan (MI)	3,600,000	100.00%	Esprinet S.p.A.	100.00%
idMAINT S.r.l.	Milan (MI)	42,000	100.00%	Esprinet S.p.A.	100.00%
4Side S.r.l.	Legnano (MI)	100,000	100.00%	Esprinet S.p.A.	100.00%
Subsidiaries indirectly controlled:					
Esprinet Portugal Lda	Porto (Portugal)	2,500,000	100.00%	Esprinet Iberica S.L.U. Esprinet S.p.A.	95.00% 5.00%
Erredi Deutschland GmbH	Eschborn (Germany)	50,000	100.00%	idMAINT S.r.l.	100.00%
Erredi France SARL	Roissy-en-France (France)	50,000	100.00%	idMAINT S.r.l.	100.00%
Erredi Iberica S.L.	Santa Coloma de Cervelló (Spain)	5,000	100.00%	idMAINT S.r.l.	100.00%
V-Valley Advanced Solutions España, S.A. **	Madrid (Spain)	1,202,000	100.00%	Esprinet Iberica S.L.U. V-Valley Advanced Solutions	90.42%
Optima Logistics S.L.U.	Madrid (Spain)	3,005	100.00%	España, S.A.	100.00%
V-Valley Advanced Solutions Portugal, Unipessoal, Lda	Sacavém (Portugal)	10,000	100.00%	V-Valley Advanced Solutions España, S.A.	100.00%
GTI Software & Networking SARLAU	Casablanca (Morocco)	707,252	100.00%	V-Valley Advanced Solutions España, S.A.	100.00%

(*) Share capital values, with reference to the companies publishing financial statements in a currency other than euro, are displayed at historical value.

(**) 100% by virtue of 9.58% of treasury shares held by V-Valley Advanced Solutions España, S.A.

There were no changes in the scope of consolidation with respect to both 31 December 2021 and 30 September 2021. Compared to 30 September 2021, the Group's share in 4Side S.r.l. increased from 51% to 100% in November 2021.

By contrast, in relation to the individual companies, although with no impact on the overall scope, compared to 30 September 2021, note should be taken of the mergers by incorporation of V-Valley Iberian S.L.U. in V-Valley Advanced Solutions España S.A. (formerly GTI Software Y Networking S.A.) and of Celly S.p.A. in Esprinet S.p.A. resulting in the latter obtaining direct control of the investment in Celly Pacific Limited, effective from October 2021, and of Vinzeo Technologies S.A.U. in Esprinet Iberica S.L.U., effective from September 2022.

2.4 Principal assumptions, estimates and rounding

Within the scope of preparing this interim management statement, several estimates and assumptions have been made on the values of revenue, costs, assets and liabilities in the financial statements and on the information relating to potential assets and liabilities as at the date of the interim financial statements. Unless otherwise stated, they have been consistently applied to all the years presented.

If, in the future, these estimates and assumptions, which are based on the best assessment by the management, should differ from actual circumstances, they will be amended accordingly during the period in which those circumstances arise.

A detailed description of the assumptions and estimates adopted can be found in the Notes to the Consolidated Financial Statements of the Esprinet Group as at 31 December 2021, to which reference is made.

In this interim period, as permitted by IAS 34, income taxes were calculated based on the best estimate of the tax burden expected for the entire financial year, while in the annual consolidated financial statements, the current taxes have been calculated accurately based on the tax rates in force as at the reporting date. Prepaid and deferred taxes have been instead estimated based on the tax rates expected to be in force at the time when the relevant assets or liabilities will be realised or settled.

Figures in this document are expressed in thousands of euro, unless otherwise indicated. Furthermore, in some cases the tables might have some inaccuracies due to the rounding-up to thousands.

2.5 Amendments of accounting standards

No reclassification or changes in the critical accounting estimates regarding previous periods, pursuant to IAS 8, have been made in this interim management statement.

3. Consolidated income statement and notes

3.1 Consolidated income statement

Below is the consolidated income statement, showing sales by '*function*' in accordance with the IFRSs, along with the additional information required under CONSOB Resolution No. 15519 of 27 July 2006:

(euro/000)	Notes	9 months 2022	non-recurring	related parties*	9 months 2021	non-recurring	related parties*
Sales from contracts with customers	33	3,217,700	-	4	3,210,806	-	16
Cost of sales		(3,050,712)	-	-	(3,045,772)	-	(6)
Gross profit	35	166,988	-		165,034	-	
Sales and marketing costs	37	(52,539)	-	-	(49,540)	-	-
Overheads and administrative costs	38	(74,642)	(2,341)	2	(70,953)	(827)	2
Impairment loss/reversal of financial assets	39	(604)	-		392	-	
Operating income (EBIT)		39,203	(2,341)		44,933	(827)	
Finance costs - net	42	(7,224)	-	-	(5,670)	-	-
Profit before income taxes		31,979	(2,341)		39,263	(827)	
Income tax expenses	45	(8,658)	653	-	(10,672)	231	-
Net income		23,321	(1,688)		28,591	(596)	
- of which attributable to non-controlling interests		-			(132)		
- of which attributable to Group		23,321	(1,688)		28,723	(596)	
Earnings per share - basic (euro)	46	0.47			0.58		
Earnings per share - diluted (euro)	46	0.47			0.57		

(euro/000)	Notes	Q3 2022	non-recurring	related parties*	Q3 2021	non-recurring	related parties*
Sales from contracts with customers	33	1,039,075	-	1	973,983	-	6
Cost of sales		(986,266)	-	-	(925,740)	-	-
Gross profit	35	52,809	-		48,243	-	
Sales and marketing costs	37	(16,198)	-	-	(14,571)	-	-
Overheads and administrative costs	38	(25,840)	(1,954)	1	(23,049)	(827)	1
Impairment loss/reversal of financial assets	39	(637)	-		251	-	
Operating income (EBIT)		10,134	(1,954)		10,874	(827)	
Finance costs - net	42	(2,951)	-	-	(1,925)	-	-
Profit before income taxes		7,183	(1,954)		8,949	(827)	
Income tax expenses	45	(1,894)	545	-	(2,408)	231	-
Net income		5,289	(1,409)		6,541	(596)	
- of which attributable to non-controlling interests		-	-		(54)	-	
- of which attributable to Group		5,289	(1,409)		6,595	(596)	
Earnings per share - basic (euro)	46	0.11			0.13		
Earnings per share - diluted (euro)	46	0.11			0.13		

^(*) Emoluments to key managers excluded.

3.2 Consolidated statement of comprehensive income

(euro/000)	9 months 2022	9 months 2021	Q3 2022	Q3 2021
Net income	23,321	28,591	5,289	6,541
<i>Other comprehensive income:</i>				
- Changes in translation adjustment reserve	46	22	50	23
<i>Other comprehensive income not to be reclassified in the separate income statement</i>				
- Changes in 'TFR' equity reserve	630	165	209	189
- Taxes on changes in 'TFR' equity reserve	(151)	(40)	(50)	(46)
Other comprehensive income	525	147	209	166
Total comprehensive income	23,846	28,738	5,498	6,707
- of which attributable to Group	23,846	28,856	5,498	6,690
- of which attributable to non-controlling interests	-	(118)	-	17

3.3 Notes on financial performance of the Group

A) *Esprinet Group's financial highlights*

The Group's main earnings as at 30 September 2022 are hereby summarised:

(€/000)	9 months 2022	9 months 2021	% Var.	Q3 2022	Q3 2021	% Var.
Sales from contracts with customers	3,217,700	3,210,806	0%	1,039,075	973,983	7%
Cost of goods sold excl. factoring/securitisation	3,046,583	3,042,430	0%	984,545	924,646	6%
Financial cost of factoring/securitisation ⁽¹⁾	3,193	2,564	25%	1,392	814	71%
Gross Profit⁽²⁾	167,924	165,812	1%	53,138	48,523	10%
<i>Gross Profit %</i>	<i>5.22%</i>	<i>5.16%</i>		<i>5.11%</i>	<i>4.98%</i>	
Personnel costs	64,643	61,156	6%	19,729	18,564	6%
Other operating costs	48,929	46,778	5%	16,995	13,798	23%
EBITDA adjusted⁽³⁾	54,352	57,878	-6%	16,414	16,161	2%
<i>EBITDA adjusted %</i>	<i>1.69%</i>	<i>1.80%</i>		<i>1.58%</i>	<i>1.66%</i>	
Depreciation and amortisation	4,232	3,952	7%	1,469	1,669	-12%
IFRS 16 Right of Use depreciation	8,576	8,166	5%	2,857	2,791	2%
Goodwill impairment	-	-	n/s	-	-	n/s
EBIT adjusted⁽³⁾	41,544	45,760	-9%	12,088	11,701	3%
<i>EBIT adjusted %</i>	<i>1.29%</i>	<i>1.43%</i>		<i>1.16%</i>	<i>1.20%</i>	
Non recurring costs ⁽⁴⁾	2,341	827	>100%	1,954	827	>100%
EBIT	39,203	44,933	-13%	10,134	10,874	-7%
<i>EBIT %</i>	<i>1.22%</i>	<i>1.40%</i>		<i>0.98%</i>	<i>1.12%</i>	
IFRS 16 interest expenses on leases	2,447	2,378	3%	801	797	1%
Other financial (income) expenses	2,152	1,938	11%	887	644	38%
Foreign exchange (gains) losses	2,625	1,354	94%	1,263	484	>100%
Profit before income taxes	31,979	39,263	-19%	7,183	8,949	-20%
Income taxes	8,658	10,672	-19%	1,894	2,408	-21%
Net income	23,321	28,591	-18%	5,289	6,541	-19%
- of which attributable to non-controlling interests	-	(132)	-100%	-	(54)	-100%
- of which attributable to the Group	23,321	28,723	-18%	5,289	6,595	-20%

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

⁽⁴⁾ Of which, with reference to the first 9 months, 2.3 million euro in 2022 (0.8 million euro in the corresponding period of the previous year) otherwise included in "Other operating costs".

Sales from contracts with customers amounted to 3,217.7 million euro, essentially in line with the result in the first nine months of 2021 (3,210.8 million euro), recovering the delay registered in the first half (-3% compared to the first six months of 2021), thanks to the third quarter performance (+7% compared to the nine-month period in 2021).

Gross profit amounted to 167.9 million euro, marking an increase of +1% compared to the first nine months of 2021 (165.8 million euro), due mainly to the improvement in the percentage margin, which rose from 5.16% to 5.22%, thanks also to the greater incidence of high margin business lines. In the third quarter alone, gross profit, amounting to 53.1 million euro, recorded an improvement of +10% compared to the same period of the previous year, due not only to the improvement in the percentage margin, up from 4.98% to 5.11%, but also the recovery in volumes.

EBITDA Adjusted, calculated gross of non-recurring costs of 2.3 million euro, incurred by the parent company Esprinet S.p.A. in relation to the start of the process targeted at the launch of the voluntary public tender offer for all of the ordinary shares of the Italian company Cellularline S.p.A., amounted to 54.4 million euro, -6% compared to 57.9 million euro in the first nine months of 2021. The incidence on revenues, at 1.69% compared to 1.80% in the first nine months of 2021, is affected by the increase in operating costs mainly as a result of the dynamics linked to the flows of personnel, of the costs of running the logistics hubs launched in 2021, the resumption of mobility and promotional and

communication activities upon lifting of the Covid-19 restrictions. Only the third quarter shows a trend in contrast to the nine months, up by +2% compared to the third quarter of the previous year.

EBIT Adjusted, measured before the aforementioned non-recurring expenses, amounted to 41.5 million euro, down -9% compared to the first nine months of 2021, with an incidence on revenues decreased from 1.43% to 1.29%. In the third quarter alone, an increase of +3% was recorded compared with the corresponding period of the previous year.

EBIT, amounting to 39.2 million euro, decreased by -13% compared to the first nine months of 2021. In the third quarter alone, it recorded a decrease of -7% compared with the same period of the previous year.

Profit before income taxes amounted to 32.0 million euro (-19% compared to the first nine month of 2021), falling further with respect to EBIT owing to the negative trends in the euro/US dollar exchange rate which continued in the third quarter, leading to a decrease of -20% compared to the same quarter of 2021.

Net income amounted to 23.3 million euro (28.6 million euro in the first nine months 2021). In the third quarter, a decrease of -1.2 million euro was recorded, compared with the corresponding quarter of the previous year.

The Group's main financial results as at 30 September 2022 are hereby summarised:

(euro/000)	30/09/2022	31/12/2021
Fixed assets	246,963	245,222
Operating net working capital	540,865	(75,832)
Other current assets/liabilities	2,472	12,104
Other non-current assets/liabilities	(22,955)	(22,553)
Total uses	767,345	158,941
Short-term financial liabilities	262,716	55,195
Lease liabilities	10,293	9,829
Current financial (assets)/liabilities for derivatives	-	2
Financial receivables from factoring companies	(4,978)	(3,128)
Current debts for investments in subsidiaries	715	1,854
Other current financial receivables	(10,281)	(9,857)
Cash and cash equivalents	(65,369)	(491,471)
Net current financial debt	193,096	(437,576)
Borrowings	88,170	106,531
Lease liabilities	100,496	102,253
Non - current debts for investments in subsidiaries	715	1,615
Net financial debt (A)	382,477	(227,177)
Net equity (B)	384,868	386,118
Total sources of funds (C=A+B)	767,345	158,941

The distribution of technology is characterised by a highly seasonal nature and, consequently, the invested capital, in support of the business, shows significant fluctuations from one quarter to another and when compared to the situation as at 31 December as a result of the changes in net working capital.

Net Invested Capital as at 30 September 2022 amounted to 767.3 million euro and was financed by:

- shareholders' equity, amounting to 384.9 million euro (386.1 million euro as at 31 December 2021);
 - a negative net financial position of 382.5 million euro, a decrease compared to both 31 December (positive for 227.2 million euro) and 30 September 2021 (negative for 200.8 million euro) and 30 June 2022 (negative for 256.9 million euro).

The value of the exact net financial position as at period-end is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring, confirming and securitisation) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net financial indebtedness noted during the period. The aforementioned factoring and securitisation programmes, which define the complete transfer of risks and benefits to the assignees and therefore involve the derecognition of receivables from the statement of financial position assets in compliance with IFRS 9, determine an overall effect on the level of consolidated net financial payables as at 30 September 2022 of 404.3 million euro (561.0 million euro as at 31 December 2021 and 347.2 million euro as at 30 September 2021).

B) Financial highlights by geographical area

B.1) Italian Subgroup

The Italy Sub-Group's main earnings as at 30 September 2022 are hereby summarised:

(€/000)	9 months 2022	9 months 2021	% Var.	Q3 2022	Q3 2021	% Var.
Sales from contracts with customers	1,972,365	2,039,786	-3%	636,452	602,191	6%
Cost of goods sold excl. factoring/securitisation	1,863,655	1,928,175	-3%	602,283	570,750	6%
Financial cost of factoring/securitisation ⁽¹⁾	1,739	1,536	13%	837	454	84%
Gross Profit⁽²⁾	106,971	110,075	-3%	33,332	30,987	8%
<i>Gross Profit %</i>	<i>5.42%</i>	<i>5.40%</i>		<i>5.24%</i>	<i>5.15%</i>	
Personnel costs	40,741	38,784	5%	12,394	11,356	9%
Other operating costs	36,973	36,384	2%	12,500	10,303	21%
EBITDA adjusted⁽³⁾	29,257	34,907	-16%	8,438	9,328	-10%
<i>EBITDA adjusted %</i>	<i>1.48%</i>	<i>1.71%</i>		<i>1.33%</i>	<i>1.55%</i>	
Depreciation and amortisation	2,712	2,574	5%	936	883	6%
IFRS 16 Right of Use depreciation	6,326	5,993	6%	2,110	2,057	3%
Goodwill impairment	-	-	n/s	-	-	n/s
EBIT adjusted⁽³⁾	20,219	26,340	-23%	5,392	6,388	-16%
<i>EBIT adjusted %</i>	<i>1.03%</i>	<i>1.29%</i>		<i>0.85%</i>	<i>1.06%</i>	
Non recurring costs ⁽⁴⁾	2,341	827	>100%	1,954	827	>100%
EBIT	17,878	25,513	-30%	3,438	5,561	-38%
<i>EBIT %</i>	<i>0.91%</i>	<i>1.25%</i>		<i>0.54%</i>	<i>0.92%</i>	

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

⁽⁴⁾ Of which, with reference to the first 9 months, 2.3 million euro in 2022 (0.8 million euro in the corresponding period of the previous year) otherwise included in "Other operating costs".

Sales from contracts with customers amounted to 1,972.4 million euro, down by -3% compared to 2,039.8 million euro in the first nine months of 2021, with a recovery in the third quarter (+6% compared to the same quarter of the previous year).

Gross profit totalled 107.0 million euro, marking a reduction of -3% compared to the first nine months of 2021 (110.1 million euro), as a result of the trend in sales, with the percentage margin instead slightly above that of the corresponding period of the previous year (5.42% compared to 5.40%). In the third quarter alone, gross profit, amounting to 33.3 million euro, recorded growth of +8% compared to the same period of the previous year, with a percentage margin up from 5.15% to 5.24%.

EBITDA Adjusted, amounting to 29.3 million euro, -16% compared to 34.9 million euro in the first nine months of 2021, is calculated gross of non-recurring costs of 2.3 million euro, incurred by the parent

company Esprinet S.p.A. in relation to the voluntary public tender offer for all of the ordinary listed shares of the Italian company Cellularline S.p.A.. The incidence on sales, at 1.48% compared to 1.71% in the first nine months of 2021, is affected by the increase in operating costs mainly as a result of the dynamics linked to the flows of personnel, of the operating costs of the logistics hub launched in September 2021, the resumption of mobility and promotional and communication activities on lifting of the Covid-19 restrictions. The third quarter alone shows a more limited reduction of -10% compared to the corresponding period of the previous year, with an incidence that stood at 1.33% compared to 1.55% recorded in the third quarter of 2021, but resulting from the same phenomena.

EBIT Adjusted, measured before the aforementioned non-recurring expenses, amounted to 20.2 million euro and showed a decrease of -23% compared to the nine months of 2021, with an incidence on sales down to 1.03% from 1.29% in the previous period. In the third quarter alone, a decrease of +16% was recorded compared with the corresponding period of the previous year.

EBIT, amounting to 17.9 million euro, recorded more marked trends compared to Adjusted EBIT, as a result of the aforementioned non-recurring expenses.

The Italian Sub-Group's main financial results as at 30 September 2022 are hereby summarised:

(euro/000)	30/09/2022	31/12/2021
Fixed assets	202,161	199,337
Operating net working capital	309,068	(61,426)
Other current assets/liabilities	16,962	30,725
Other non-current assets/liabilities	(10,260)	(10,800)
Total uses	517,931	157,836
Short-term financial liabilities	181,653	33,950
Lease liabilities	7,395	7,184
Current debts for investments in subsidiaries	715	1,854
Financial receivables from factoring companies	(4,978)	(3,128)
Financial (assets)/liab. from/to Group companies	(15,000)	(40,000)
Other current financial receivables	(10,281)	(9,857)
Cash and cash equivalents	(42,089)	(253,463)
Net current financial debt	117,415	(263,460)
Borrowings	45,895	48,515
Lease liabilities	81,298	82,931
Non-current debts for investments in subsidiaries	715	1,615
Net Financial debt (A)	245,323	(130,399)
Net equity (B)	272,608	288,235
Total sources of funds (C=A+B)	517,931	157,836

The net financial position was a negative 245.3 million euro, worsening compared to the liquidity surplus of 130.4 million euro as at 31 December 2021, and compared to net debt of 99.9 million euro as at 30 September 2021.

The value of the exact net financial position as at period-end is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring, confirming and securitisation) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net financial indebtedness noted during the period. The aforementioned programmes for the factoring and securitisation of trade receivables, which define the complete transfer of risks and benefits to assignees and therefore allow the derecognition from balance sheet assets, determine an overall

effect on the level of consolidated net financial debts as at 30 September 2022 of 218.9 million euro (319.6 million euro as at 31 December 2021 and 216.5 million euro as at 30 September 2021).

B.2) Iberian Subgroup

The Iberian Sub-Group's main earnings as at 30 September 2022 are hereby summarised:

(€/000)	9 months 2022	9 months 2021	% Var.	Q3 2022	Q3 2021	% Var.
Sales from contracts with customers	1,270,361	1,198,008	6%	409,750	381,683	7%
Cost of goods sold excl. factoring/securitisation	1,208,083	1,141,266	6%	389,476	363,792	7%
Financial cost of factoring/securitisation ⁽¹⁾	1,453	1,028	41%	554	360	54%
Gross Profit⁽²⁾	60,825	55,714	9%	19,720	17,531	12%
Gross Profit %	4.79%	4.65%		4.81%	4.59%	
Personnel costs	23,903	22,372	7%	7,336	7,207	2%
Other operating costs	12,264	10,637	15%	4,610	3,574	29%
EBITDA adjusted⁽³⁾	24,658	22,705	9%	7,774	6,750	15%
EBITDA adjusted %	1.94%	1.90%		1.90%	1.77%	
Depreciation and amortisation	1,241	1,159	7%	420	718	-42%
IFRS 16 Right of Use depreciation	2,250	2,173	4%	747	734	2%
Goodwill impairment	-	-	n/s	-	-	n/s
EBIT adjusted⁽³⁾	21,167	19,373	9%	6,607	5,298	25%
EBIT adjusted %	1.67%	1.62%		1.61%	1.39%	
Non recurring costs	-	-	n/s	-	-	n/s
EBIT	21,167	19,373	9%	6,607	5,298	25%
EBIT %	1.67%	1.62%		1.61%	1.39%	

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

Sales from contracts with customers amounted to 1,270.4 million euro, marking an increase of +6% compared to 1,198.0 million euro, recorded in the first nine months of 2021 and +7% in the third quarter alone compared to the same period of the previous year.

Gross profit amounted to 60.8 million euro, an improvement of +9% compared to 55.7 million euro recorded in the first nine months of 2021, due to both higher sales realised and further improvement in the percentage margin from 4.65% to 4.79%. In fact, in the third quarter alone, the gross profit grew even more markedly compared to the same quarter of 2021 (+12%), with a percentage margin of 4.81%, up from 4.59%.

EBITDA Adjusted and EBITDA, equivalent since there were no non-recurring items in the two periods compared, amounted to 24.7 million euro, +9% compared to 22.7 million euro in the first nine months of 2021, driven by the improvement in the gross profit, which fully absorbed the growth in operating costs as a result mainly of the dynamics related to the flows of personnel, the costs of operating the logistics hub launched in March 2021 and credit risk protection measures. The impact on sales rose from 1.90% to 1.94% in the corresponding period of 2021. In the third quarter of 2022 alone, an increase of +15% was recorded compared with the corresponding quarter of the previous year.

EBIT Adjusted and EBIT, equivalent since there were no non-recurring items, amounted to 21.2 million euro, marking an increase of +9% compared to the first nine months of 2021 and with an even better result in the third quarter alone (+25% equal to +6.6 million euro) compared to the same quarter of the previous year.

The Iberian Sub-Group's main financial results as at 30 September 2022 are hereby summarised:

(euro/000)	30/09/2022	31/12/2021
Fixed assets	119,550	120,490
Operating net working capital	231,894	(14,151)
Other current assets/liabilities	(14,491)	(18,622)
Other non-current assets/liabilities	(12,695)	(11,753)
Total uses	324,258	75,964
Short-term financial liabilities	81,063	21,245
Lease liabilities	2,898	2,645
Current financial (assets)/liabilities for derivatives	-	2
Financial (assets)/liab. from/to Group companies	15,000	40,000
Cash and cash equivalents	(23,280)	(238,008)
Net current financial debt	75,681	(174,116)
Borrowings	42,275	58,016
Lease liabilities	19,198	19,322
Net Financial debt (A)	137,154	(96,778)
Net equity (B)	187,104	172,742
Total sources of funds (C=A+B)	324,258	75,964

The net financial position was a negative 137.2 million euro, marking a decrease compared to both the liquidity surplus of 96.8 million euro as at 31 December 2021, and the negative net financial position of 100.9 million euro as at 30 September 2021.

The value of the exact net financial position as at period-end is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring, confirming and securitisation) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net financial indebtedness noted during the period. The aforementioned programmes for the factoring and securitisation of trade receivables, which define the complete transfer of risks and benefits to assignees and therefore allow their derecognition from balance sheet assets, determine an overall effect on the level of consolidated net financial debts as at 30 September 2022 of 185.4 million euro (241.4 million euro as at 31 December 2021 and 130.6 million euro as at 30 September 2021).

3.4 Notes to consolidated income statement items

In this section the paragraph numbers refer to the corresponding 'Notes' in the consolidated income statement.

33) Sales

The following provides a breakdown of the Group's sales performance during the period.

Sales by geographic area

(euro/million)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	Var.	% Var.
Italy	1,911.3	59.4%	1,983.2	61.8%	-4%	613.3	59.0%	583.2	59.9%	30.1	5%
Spain	1,188.7	36.9%	1,125.5	35.1%	6%	381.5	36.7%	350.1	35.9%	31.4	9%
Portugal	74.8	2.3%	70.4	2.2%	6%	26.0	2.5%	30.0	3.1%	(4.0)	-13%
Other EU countries	29.7	0.9%	20.7	0.6%	43%	14.4	1.4%	6.0	0.6%	8.4	140%
Extra EU countries	13.2	0.4%	11.0	0.3%	20%	3.9	0.4%	4.7	0.5%	(0.8)	-17%
Sales from contracts with clients	3,217.7	100.0%	3,210.8	100.0%	0%	1,039.1	100.0%	974.0	100.0%	65.1	7%

The Group recorded sales in Italy of 1,911.3 million euro (-4% compared to the nine months of 2021) in a market characterised by a flat trend, according to Context data: following a negative trend in the first two quarters, the result for the third quarter brings Italian distribution turnover back almost to the levels of the previous year. In Spain, the Group recorded sales of 1,188.7 million euro, +6% compared to 2021, outperforming a market which increased by 4%.

Sales in Portugal amounted to 74.8 million euro, up by +6%, in a market which posted growth of +11%. In the third quarter alone, growth was recorded in Italy and Spain and a decline in Portugal.

Sales by product family and customer type

(euro/million)	9 months 2022	%	9 months 2021	%	Var.	% Var.	Q3 2022	%	Q3 2021	%	Var.	% Var.
Retailers & E-Tailers	1,276.5	39.7%	1,413.0	44.0%	(136.5)	-10%	430.7	41.4%	467.7	48.0%	(37.0)	-8%
IT Resellers	2,140.6	66.5%	1,930.9	60.1%	209.7	11%	686.2	66.0%	555.7	57.0%	130.5	23%
IFRS15 and other adjustments *	(199.4)	-6.2%	(133.1)	-4.1%	(66.3)	50%	(77.8)	-7.5%	(49.4)	-5.1%	(28.4)	58%
Sales from contracts with customers	3,217.7	100.0%	3,210.8	100.0%	6.9	0%	1,039.1	100.0%	974.0	100.0%	65.1	7%

(*) Accounting adjustments for representation of principal vs agent, revenue recognition, future adjustments etc.

In the first nine months of 2022, the southern European market recorded growth of 9% in the *Business Segment* (IT Reseller), accelerating further with respect to the figure in the first half, and a decrease of 7% in the *Consumer Segment* (Retailer, E-tailer), nonetheless an improvement over the close of June 2022 (-12%).

With respect to the same period of the previous year, Group sales outperformed the market in the *Business Segment* (+11%) and underperformed in the *Consumer Segment* (-10%). The weight of sales to IT Resellers in the three quarters of 2022 net of reconciliation adjustments, rose to 63% compared to 60% in the same period of the previous year, gradually reducing the weight of the channel subject to greater discount pressures.

The performance in the third quarter alone appears to be better in both customer segments, with even more marked growth in the *Business Segment* and a more limited decline in the *Consumer Segment*.

(euro/million)	9 months 2022	%	9 months 2021	%	Var.	% Var.	Q3 2022	%	Q3 2021	%	Var.	% Var.
PC (notebook, tablet, desktop, monitor)	1,123.5	34.9%	1,170.7	36.5%	(47.2)	-4%	357.7	34.4%	340.8	35.0%	16.9	5%
Printing devices and supplies	263.5	8.2%	292.4	9.1%	(28.9)	-10%	83.2	8.0%	85.8	8.8%	(2.6)	-3%
Other IT products	251.9	7.8%	255.6	8.0%	(3.7)	-1%	81.0	7.8%	71.5	7.3%	9.5	13%
Total IT Clients	1,638.9	50.9%	1,718.7	53.5%	(79.8)	-5%	521.9	50.2%	498.1	51.1%	23.8	5%
Smartphones	835.6	26.0%	834.4	26.0%	1.2	0%	282.0	27.1%	256.5	26.3%	25.5	10%
White goods	66.2	2.1%	49.5	1.5%	16.7	34%	20.0	1.9%	16.1	1.7%	3.9	24%
Gaming hardware and software	20.8	0.6%	25.5	0.8%	(4.7)	-18%	8.8	0.8%	15.1	1.6%	(6.3)	-42%
Other consumer electronics products	170.9	5.3%	114.7	3.6%	56.2	49%	55.5	5.3%	44.4	4.6%	11.1	25%
Total Consumer Electronics	1,093.5	34.0%	1,024.1	31.9%	69.4	7%	366.3	35.3%	332.1	34.1%	34.2	10%
Hardware (networking, storage, server & others)	470.2	14.6%	365.6	11.4%	104.6	29%	152.2	14.6%	118.8	12.2%	33.4	28%
Software, Services, Cloud	214.5	6.7%	235.5	7.3%	(21.0)	-9%	76.5	7.4%	74.4	7.6%	2.1	3%
Total Advanced Solutions	684.7	21.3%	601.1	18.7%	83.6	14%	228.7	22.0%	193.2	19.8%	35.5	18%
IFRS15 and other adjustments *	(199.4)	-6.2%	(133.1)	-4.1%	(66.3)	50%	(77.8)	-7.5%	(49.4)	-5.1%	(28.4)	57%
Sales from contracts with customers	3,217.7	100.0%	3,210.8	100.0%	6.9	0%	1,039.1	100.0%	974.0	100.0%	65.1	7%

(*) Accounting adjustments for representation of principal vs agent, revenue recognition, future adjustments etc.

An analysis of the details of the product categories shows that the *IT Clients segment* recorded a decrease of 5% for the Group, due to the performance of PCs (-4%) and Printers and Consumables (-10%). According to Context data, in the first nine months of 2022 the IT Clients market recorded a decrease of 6%, where PCs, mainly due to the weak demand in the consumer area in the first six months of the year, are still decreasing (-11%) and Printing recorded a drop of -5%.

By contrast, the Group recorded an increase of 7% in the *Consumer Electronics* segment, thanks to the contribution from Household Appliances (+34%), and Other products (+49%), whose perimeter also incorporates televisions. Smartphones, on the other hand, recorded a substantially flat trend compared to the same period of last year, while Gaming decreased by 18%. Therefore, the Group outperforms the market in the Consumer Electronics segment: according to Context data; in fact, the distribution panel in the first three quarters of 2022 grew by 2%, with the following breakdown: Smartphones (-0%), Other products (+6%), Household appliances (+5%) and Gaming (+15%).

In the *Advanced Solutions* segment, the Group, in line with the market growth, again according to the data of the UK research company Context, registered an increase of 14% in sales, rising to 684.7 million euro, compared to 601.1 million euro in the January–September 2021 period. Note should also be taken of ESPRINET's performance in the XaaS ('Everything as a Service') area, whose sales stood at 125.6 million euro in the first nine months of 2022 (+24%).

Sales by products and services

(euro/million)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Product sales	1,941.1	60.3%	2,007.8	62.5%	-3%	627.0	60.3%	590.6	60.6%	6%
Services sales	6.2	0.2%	5.0	0.2%	24%	2.3	0.2%	1.7	0.2%	35%
Sales - Subgroup Italy	1,947.3	60.5%	2,012.8	62.7%	-3%	629.3	60.6%	592.3	60.8%	6%
Product sales	1,266.2	39.4%	1,194.7	37.2%	6%	407.0	39.2%	379.9	39.0%	7%
Services sales	4.2	0.1%	3.3	0.1%	27%	2.8	0.3%	1.8	0.2%	56%
Sales - Subgroup Spain	1,270.4	39.5%	1,198.0	37.3%	6%	409.8	39.4%	381.7	39.2%	7%
Sales from contracts with customers	3,217.7	100.0%	3,210.8	100.0%	0%	1,039.1	100.0%	974.0	100.0%	7%

The values expressed in relation to the comparison periods differ from those published previously as a result of a review and better identification of the services provided to customers.

Sales as 'Principal' or 'Agent'

In accordance with the IFRS 15 accounting standard, the Esprinet Group has identified the distribution of the hardware and software products, the distribution of its own-brand products and the provision of non-intermediated services as the activities in which its role requires it to represent the sales as 'principal'. Conversely, the distribution of cloud software and the brokerage of services were detected as business lines to be disclosed as 'agent'. The following table illustrates this distinction:

(euro/million)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers as 'principal'	3,207.1	99.7%	3,201.3	99.7%	0%	1,035.6	99.7%	970.8	99.7%	7%
Sales from contracts with customers as 'agent'	10.6	0.3%	9.5	0.3%	12%	3.5	0.3%	3.2	0.3%	9%
Sales from contracts with customers	3,217.7	100.0%	3,210.8	100.0%	0%	1,039.1	100.0%	974.0	100.0%	7%

35) Gross profit

(euro/000)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700	100.0%	3,210,806	100.0%	0%	1,039,075	100.0%	973,983	100.0%	7%
Cost of sales	3,050,712	94.8%	3,045,772	94.9%	0%	986,266	94.9%	925,740	95.0%	7%
Gross profit	166,988	5.19%	165,034	5.14%	1%	52,809	5.08%	48,243	4.95%	9%

Gross profit amounted to 167.0 million euro, marking an increase of +1% compared to the first nine months of 2021 (165.1 million euro), due mainly to the improvement in the percentage margin, which rose from 5.14% to 5.19%, thanks also to the greater incidence of high margin business lines. In the third quarter alone, gross profit, amounting to 52.8 million euro, recorded an improvement of +9% compared to the same period of the previous year, with a percentage margin up from 4.95% to 5.08%.

As is prevalent in the sectors where the Group operates, the cost of sales is adjusted downwards to take into account the premiums/rebates for the achievement of targets, development and co-marketing provisions, cash discounts (so-called 'prompt payment discounts' or 'cash discounts') and other incentives. It is further reduced by the credit notes issued by vendors in relation to protection agreed for the value of stock.

Finally, gross profit is affected by the difference between the amount of trade receivables sold without recourse to factoring companies within the usual revolving programmes and the amounts collected. This is calculated as approximately 3.2 million euro for the nine-month period under review (compared to 2.6 million euro in the same period of the previous year).

37-38-39) Operating costs

(euro/000)	9months 2022	%	9months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700		3,210,806		0%	1,039,075		973,983		7%
Sales and marketing costs	52,539	1.63%	49,540	1.54%	6%	16,198	1.56%	14,571	1.50%	11%
Overheads and administrative costs	74,642	2.32%	70,953	2.21%	5%	25,840	2.49%	23,049	2.37%	12%
Impairment loss/reversal of financial assets	604	0.02%	(392)	-0.01%	<-100%	637	0.06%	(251)	-0.03%	<-100%
Operating costs	127,785	3.97%	120,101	3.74%	6%	42,675	4.11%	37,369	3.84%	14%
- of which non recurring	2,341	0.07%	827	0.03%	>100%	1,954	0.19%	827	0.08%	>100%
'Recurring' operating costs	125,444	3.90%	119,274	3.71%	5%	40,721	3.92%	36,542	3.75%	11%

In the first nine months of 2022, operating costs increased by +6% (+14% in the third quarter alone compared to the same period of the previous year).

Net of non-recurring expenses incurred by the parent company (2.3 million euro in the first nine months of 2022, of which 2.0 million euro in the third quarter alone, in relation to the performance of the process aimed at launching the Voluntary Public Tender Offer for all ordinary shares of the Italian company Cellularline S.p.A., compared to 0.8 million euro incurred in the third quarter of 2021 for the construction of the new logistics hub in Cavenago), operating costs were up by +5% in the first nine months and +11% in the third quarter alone.

The increase is the result of the growth in the workforce according to the company development plans, the management of the additional logistics hubs launched in Spain and Italy in 2021, the resumption of promotional and communication activities and the movement of people with the lifting of the restrictions and removal of the safeguards put in place to combat the Covid-19 pandemic and, particularly in the third quarter of 2022, a resumption of the actions necessary to tackle credit risk, which had been particularly low having recorded, up to the first half of 2022, a favourable trend in collection management.

Reclassification by nature of some categories of operating costs

For the purposes of providing more information, some categories of operating costs allocated by 'function' have been reclassified by 'nature'.

Labour costs and number of employees

(euro/000)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700		3,210,806		0%	1,039,075		973,983		7%
Wages and salaries	46,962	1.46%	44,363	1.38%	6%	14,420	1.39%	13,132	1.35%	10%
Social contributions	13,522	0.42%	13,095	0.41%	3%	4,070	0.39%	3,856	0.40%	6%
Pension obligations	2,164	0.07%	1,944	0.06%	11%	737	0.07%	692	0.07%	7%
Other personnel costs	1,130	0.04%	736	0.02%	54%	287	0.03%	199	0.02%	44%
Employee termination incentives	378	0.01%	646	0.02%	-41%	53	0.01%	523	0.05%	-90%
Share incentive plans	488	0.02%	373	0.01%	31%	162	0.02%	163	0.02%	-1%
Total labour costs ⁽¹⁾	64,644	2.01%	61,157	1.90%	6%	19,729	1.90%	18,565	1.91%	6%

⁽¹⁾ Cost of temporary workers excluded.

As at 30 September 2022, labour costs amounted to 64.6 million euro, up by +6% compared to the corresponding period of the previous year, with a change almost in line with the growth in average staff employed compared to the same period of the previous year (+7%).

The employees number of the Group - split by qualification - is shown in the table below:

	Executives	Clerks and middle manager	Workers	Total	Average*
Esprinet S.p.A.	20	871	-	891	
Celly Pacific LTD	-	3	-	3	
Dacom S.p.A.	-	27	6	33	
idMAINT S.r.l.	-	13	-	13	
Erredi Deutschland GmbH	-	2	-	2	
Erredi France SARL	-	1	-	1	
Erredi Iberica SL	-	9	-	9	
Nilox Deutschland GmbH	-	-	-	-	
4Side S.r.l.	3	10	-	13	
V-Valley S.r.l.	-	-	-	-	
Subgroup Italy	23	936	6	965	941
Esprinet Iberica S.L.U.	-	475	77	552	
Esprinet Portugal Lda	-	50	-	50	
V-Valley Advanced Solutions España, S.A.	-	187	-	187	
Optima Logistics S.L.U.	-	-	-	-	
V-Valley Advanced Solutions Portugal, Unipessoal, Lda	-	-	-	-	
GTI Software & Networking SARL	-	16	-	16	
Subgroup Spain	-	728	77	805	804
Group as at 30 September 2022	23	1,664	83	1,770	1,745
Group as at 31 December 2021	21	1,613	86	1,720	1,659
Var 30/09/2022 - 31/12/2021	2	51	(3)	50	86
Var %	10%	3%	-3%	3%	5%
Group as at 30 September 2021	22	1,549	92	1,663	1,631
Var 30/09/2022 - 30/09/2021	1	115	(9)	107	114
Var %	5%	7%	-10%	6%	7%

* Average of the balance as at period-beginning and period-end.

Amortisation, depreciation, write-downs and accruals for risks

(euro/000)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700		3,210,806		0%	1,039,075		973,983		7%
Depreciation of tangible assets	3,414	0.11%	3,203	0.10%	7%	1,186	0.11%	1,097	0.11%	8%
Amortisation of intangible assets	818	0.03%	748	0.02%	9%	284	0.03%	572	0.06%	-50%
Depreciation of right-of-use assets	8,576	0.27%	8,166	0.25%	5%	2,857	0.27%	2,791	0.29%	2%
Amort. & depreciation	12,808	0.40%	12,117	0.38%	6%	4,326	0.42%	4,460	0.46%	-3%
Accruals for risks and charges (B)	188	0.01%	466	0.01%	-60%	99	0.01%	367	0.04%	-73%
Amort. & depr., write-downs, accruals for risks (C=A+B)	12,996	0.40%	12,583	0.39%	3%	4,425	0.43%	4,827	0.50%	-8%

42) Financial income and expense

(euro/000)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700		3,210,806		0%	1,039,075		973,983		7%
Interest expenses on borrowings	1,291	0.04%	1,421	0.04%	-9%	435	0.04%	444	0.05%	-2%
Interest expenses to banks	446	0.01%	120	0.00%	>100%	297	0.03%	64	0.01%	>100%
Other interest expenses	39	0.00%	7	0.00%	>100%	4	0.00%	6	0.00%	-33%
Upfront fees amortisation	418	0.01%	397	0.01%	5%	155	0.01%	132	0.01%	17%
Financial charges for actualization	-	0.00%	(5)	0.00%	NA	-	0.00%	(2)	0.00%	NA
IAS 19 expenses/losses	37	0.00%	14	0.00%	>100%	12	0.00%	4	0.00%	>100%
IFRS financial lease interest expenses	2,447	0.08%	2,378	0.07%	3%	801	0.08%	797	0.08%	1%
Total financial expenses (A)	4,678	0.15%	4,332	0.13%	8%	1,704	0.16%	1,445	0.15%	18%
Interest income from banks	(11)	0.00%	(4)	0.00%	>100%	(9)	0.00%	(1)	0.00%	>100%
Interest income from others	(67)	0.00%	(24)	0.00%	>100%	(6)	0.00%	2	0.00%	<-100%
Derivatives ineffectiveness	-	0.00%	11	0.00%	NA	-	0.00%	(6)	0.00%	NA
Total financial income (B)	(78)	0.00%	(17)	0.00%	>100%	(15)	0.00%	(5)	0.00%	>100%
Net financial exp. (C=A+B)	4,600	0.14%	4,315	0.13%	7%	1,689	0.16%	1,440	0.15%	17%
Foreign exchange gains	(983)	-0.03%	(665)	-0.02%	48%	(245)	-0.02%	(40)	0.00%	>100%
Foreign exchange losses	3,607	0.11%	2,020	0.06%	79%	1,507	0.15%	525	0.05%	>100%
Net foreign exch. (profit)/losses (D)	2,624	0.08%	1,355	0.04%	94%	1,262	0.12%	485	0.05%	>100%
Net financial (income)/costs (E=C+D)	7,224	0.22%	5,670	0.18%	27%	2,951	0.28%	1,925	0.20%	53%

The overall balance of financial income and expenses, a negative 7.2 million euro, worsened by 1.5 million euro compared to the same period in the previous year (5.7 million euro), essentially as a result of the trends recorded in the Euro/US dollar exchange rate from the start of 2022, which saw the Euro fall 14% against the dollar.

In the third quarter of 2022 alone, the balance of financial income and expenses, a negative 3.0 million euro, showed an increase compared to 1.9 million euro in the corresponding period of the previous year, again mainly as a result of the trends in exchange rate management.

45) Taxes

(euro/000)	9 months 2022	%	9 months 2021	%	% Var.	Q3 2022	%	Q3 2021	%	% Var.
Sales from contracts with customers	3,217,700		3,210,806		0%	1,039,075		973,983		7%
Current and deferred taxes	8,658	0.27%	10,672	0.33%	-19%	1,894	0.18%	2,408	0.25%	-21%
Profit before taxes	31,979		39,263			7,183		8,949		
Tax rate	27%		27%			26%		27%		

Estimated income taxes of 8.7 million euro recorded a decrease of -19% compared to the corresponding period of 2021, due to a lower tax base with a tax rate in line with the same period of

the previous year. Also with reference to the third quarter alone, the reduction in taxes is mainly due to a lower tax base, with the difference in the tax rate instead negligible (26% compared to 27%).

46) Net income and earnings per share

(euro/000)	9 months 2022	9 months 2021	Var.	% Var.	Q3 2022	Q3 2021	Var.	% Var.
Net income attributable to Group	23,321	28,722	(5,401)	-19%	5,289	6,594	(1,305)	-20%
Weighted average no. of shares in circulation: basic	49,406,099	49,583,960			49,406,099	49,406,099		
Weighted average no. of shares in circulation: diluted	50,034,411	50,165,078			50,078,656	50,117,250		
Earnings per share in euro - basic	0.47	0.58	(0.11)	-19%	0.11	0.13	(0.02)	-15%
Earnings per share in euro - diluted	0.47	0.57	(0.10)	-18%	0.11	0.13	(0.02)	-15%

For the purposes of calculating "basic" earnings per share, the 1,011,318 own shares on hand were excluded (1,528,024 rights as at 31 December 2021, reduced in compliance with the resolution of 14 April 2022 cancelling 516,706 rights).

For the purposes of calculating "diluted" earnings per share, 1,011,318 shares were considered, that will potentially be involved in the Stock Grant Plan approved on 7 April 2021 by the Shareholders' Meeting of Esprinet S.p.A. (number of shares quantified in relation to the estimated level of attainment of the targets set in the Long-Term Compensation Plan and the estimated probability of continuation of the professional relationship by the individual beneficiaries).

4. Consolidated statement of financial position and notes

4.1 Consolidated statement of financial position

The table below shows the consolidated statement of financial position drawn up according to IFRSs, together with the information required pursuant to CONSOB Resolution No. 15519 of 27 July 2006:

(euro/000)	30/09/2022	related parties*	31/12/2021	related parties*
ASSETS				
Non-current assets				
Property, plant and equipment	18,857		13,856	
Right-of-use assets	105,478		107,504	
Goodwill	102,200		102,200	
Intangible assets	8,003		8,527	
Deferred income tax assets	10,100		10,713	
Receivables and other non-current assets	2,325	-	2,422	-
	246,963	-	245,222	-
Current assets				
Inventory	793,953		529,502	
Trade receivables	549,829	3	585,522	5
Income tax assets	985		310	
Other assets	68,385	-	70,330	-
Cash and cash equivalents	65,369		491,471	
	1,478,521	3	1,677,135	5
Total assets	1,725,484	3	1,922,357	5
EQUITY				
Share capital	7,861		7,861	
Reserves	353,686		334,074	
Group net income	23,321		44,183	
Group net equity	384,868		386,118	
Non-controlling interests	-		-	
Total equity	384,868		386,118	
LIABILITIES				
Non-current liabilities				
Borrowings	88,170		106,531	
Lease liabilities	100,496		102,253	
Deferred income tax liabilities	15,917		14,784	
Retirement benefit obligations	4,564		5,232	
Debts for investments in subsidiaries	715		1,615	
Provisions and other liabilities	2,474		2,537	
	212,336		232,952	
Current liabilities				
Trade payables	802,917	-	1,190,856	-
Short-term financial liabilities	262,716		55,195	
Lease liabilities	10,293		9,829	
Income tax liabilities	2,199		4,287	
Derivative financial liabilities	-		2	
Debts for investments in subsidiaries	715		1,854	
Provisions and other liabilities	49,440	-	41,264	-
	1,128,280	-	1,303,287	-
Total liabilities	1,340,616	-	1,536,239	-
Total equity and liabilities	1,725,484	-	1,922,357	-

^(*) Further details on transactions with Related Parties can be found in the section by the same title.

4.2 Notes to the most significant statement of financial position items

4.2.1 Gross investments

(euro/000)	30/09/2022			31/12/2021
	Esprinet Group	Subgroup Italy	Subgroup Iberian	Esprinet Group
Plant and machinery	542	392	150	1,856
Ind. And comm. Equipment & Other assets	5,222	4,446	776	3,559
Assets under construction and advances	2,722	2,719	3	302
Total Property, plant and equipment	8,486	7,557	929	5,717
Industrial patents and intellectual rights	295	266	29	355
Assets under construction and advances	-	-	-	110
Total intangible assets	295	266	29	465
Total gross investments	8,781	7,823	958	6,182

Investments as at 30 September 2022 mainly refer to the periodic renewal and adaptation of the technological and plant facilities, the purchase of products intended for rental and, in relation to the item *"assets under construction"*, plant and machinery being installed in the Italian warehouse in Cavenago, leased in 2021.

There are no other temporarily unused property, plant and equipment intended for sale.

The investments in *'Industrial patent and intellectual property rights'* refer essentially to the software licences for long-term renewal and the upgrading of the management information system.

The amortisation rates applied to each asset category are unchanged compared with those as at 31 December 2021.

4.2.2 Net financial position and covenants

(euro/000)	30/09/2022	31/12/2021	Var.	30/09/2021	Var.
Short-term financial liabilities	262,716	55,195	207,521	116,763	145,953
Lease liabilities	10,293	9,829	464	9,709	584
Current debts for investments in subsidiaries	715	1,854	(1,139)	1,959	(1,244)
Current financial (assets)/liabilities for derivatives	-	2	(2)	(8)	8
Financial receivables from factoring companies	(4,978)	(3,128)	(1,850)	(1,670)	(3,308)
Other current financial receivables	(10,281)	(9,857)	(424)	(9,858)	(423)
Cash and cash equivalents	(65,369)	(491,471)	426,102	(117,736)	52,367
Net current financial debt	193,096	(437,576)	630,672	(841)	193,937
Borrowings	88,170	106,531	(18,361)	96,245	(8,075)
Lease liabilities	100,496	102,253	(1,757)	103,688	(3,192)
Non - current debts for investments in subsidiaries	715	1,615	(900)	1,730	(1,015)
Net financial debt	382,477	(227,177)	609,654	200,822	181,655

For the definition of financial payables adopted, please refer to the paragraph '*Main measurement criteria and accounting policies*' contained in the consolidated financial statements as at 31 December 2021.

The Group's net financial position, negative for 382.5 million euro, corresponds to a net balance of gross financial payables of 350.9 million euro, payables for purchase of equity investments of 1.4 million euro, financial receivables of 15.2 million euro, financial liabilities for leasing of 110.8 million euro and cash and cash equivalents equal to 65.4 million euro.

Cash and cash equivalents consist mainly of free and unrestricted bank deposits of a transitional nature as they are formed temporarily at the end of the month as a result of the Group's distinctive financial cycle.

A feature of this cycle is the high concentration of funds received from customers and factoring companies – the latter in the form of net income from the non-recourse assignment of trade receivables – normally received at the end of each calendar month, while payments to suppliers, also tending to be concentrated at the end of the period, are usually spread more equally throughout the month. For this reason, the spot figure at the end of a period does not represent the net financial indebtedness or the average treasury resources for the same period.

The revolving programme for without-recourse sale of account receivables, focusing on selected customer segments, particularly in the large-scale distribution sector, continued during the first nine months of 2022 both in Italy and in Spain as part of the processes aimed at the structural optimisation of the management of working capital. In addition to this, the securitisation programme for additional trade receivables also continued during the period, launched in Italy in July 2015 and renewed uninterruptedly every three years, most recently in July 2021. Considering the fact that the aforementioned programmes entail the full transfer of the risks and benefits to the assignees, the receivables subject to assignment are eliminated from the statement of financial position assets in compliance with IFRS 9. The overall effect on the level of net financial debts as at 30 September 2022 is quantified at roughly 404.3 million euro (561.0 million euro as at 31 December 2021 and 347.2 million euro as at 30 September 2021).

Financial liabilities include some medium/long-term loans listed secured by typical economic-financial covenant structures for transactions of said kind, that contain standard acceleration clauses for reimbursements in the event they are not respected.

Two unsecured "amortising" 5-year loans expiring in February 2024, granted to the subsidiary Esprinet Iberica S.L.U. for a total value of 6.1 million euro in principal as at 30 September 2022, require the annual commitment of observance of (i) a given ratio of extended net financial indebtedness to EBITDA at consolidated level and (ii) a maximum value of medium/long-term loans in favour of Esprinet Iberica.

The unsecured amortising 5-year loan granted to Esprinet S.p.A. by Cassa Depositi e Prestiti S.p.A., expiring in December 2025, for a total of 24.5 million euro in principal as at 30 September 2022, also provides for the annual commitment of observance of a given ratio of net financial indebtedness to EBITDA at consolidated level, but also half-yearly observance of a given ratio of consolidated net financial indebtedness to shareholders' equity.

In addition to medium/long-term loans, also an unsecured 3-year RCF-Revolving Credit Facility, amounting to 180.0 million euro and drawn down for 40.0 million euro as at 30 September 2022, taken out by Esprinet S.p.A. on 31 August 2022 with the same pool of domestic and international banks that provided the previous RCF of 152.5 million euro, expiring in September 2022 and cancelled on 31 August 2022 in conjunction with the subscription of said new RCF, is secured by the following structure of financial covenants, to be verified every six months on the basis of the data of the consolidated and certified financial statements:

- ratio of net financial indebtedness to EBITDA (only to be verified annually);

- ratio of extended net financial indebtedness to shareholders' equity;
- ratio of EBITDA to net financial expense;
- absolute amount of 'gross financial position'.

The various medium/long-term loan agreements, including those that do not make provision for financial covenants and the above-mentioned Revolving Credit Facility, also contain the usual "negative pledge", "pari passu" and similar clauses that, as at the date of drafting of this interim management report, were respected.

4.2.3 Goodwill

Goodwill amounted to 102.2 million euro, coinciding with the value as at 31 December 2021.

The following table summarises the goodwill allocations to the 2 CGUs (Cash Generating Units) identified, in accordance with the combination of the operating segments used for Segment Information purposes required by the international accounting standards. The same table also shows the relationships between the operating segments and the legally autonomous entities, which form the Group:

(euro/000)	30/09/2022	31/12/2021	Var.	
Esprinet S.p.A.	19,384	19,384	-	CGU 1 B2B distribution of Information Technology and Consumer Electronics (Italy)
Esprinet Iberica S.L.U.	82,816	82,816	-	CGU 2 B2B distribution of Information Technology and Consumer Electronics (Spain)
Total	102,200	102,200	-	

The annual impairment test, required by IAS 36, was carried out in reference to the financial statements as at 31 December 2021 and no impairment loss was identified with reference to the CGUs existing at that date.

IAS 36 also requires that the impairment test on the goodwill be carried out more frequently in the presence of indicators of impairment loss ('triggering events'), which may be both external or internal as regards the company.

IAS 34 clarifies that, at the time of drafting of interim financial statements, where the presence of said triggering events is identified, the impairment test must be carried out with the same methods as the annual impairment test.

For the purposes of the drafting of this interim management report, the Esprinet Group evaluated the existence, and in the case in point examined the actual implications, for each CGU, of the following indicators of impairment:

- any deterioration in the macroeconomic and macro-financial conditions;
- any deterioration in the economic environment and market of operations;
- operating discontinuity;
- discontinuity in cost factors;
- unfavourable trend in market rates or other capital remuneration rates as such to affect the discount rate used in calculating the value in use;
- any verification of negative operating events;
- reduction in the value of the stock market capitalisation with respect to reported shareholders' equity.

At the end of the analysis, elements of decreases were verified in the Italian market in which the CGU1 operates which, however, positively continued, like CGU2, to favour activities in the higher profit margin sectors and reduced costs.

Thanks to said actions, results just below the forecasts were recorded and, based on the forecasts, which management believes are likely to recover by the end of the year in consideration of the seasonal nature of the business, which historically sees the last quarter of the year have a particularly significant impact on business, and the prospect of the launch of the process of technological

upgrading and cybernetic security by private firms and the Public Administration (the latter financed by the National Plans adopted by the various Governments as part of the NextGenEU programme), whose start has been deferred with respect to the initial estimates.

Evaluations were also carried out in relation to the estimate of a possible increase in the WACCs used to quantify the value in use of the CGUs given the increases in the reference interest rates in the period.

The presumed "durable" worsening in results and increase in the WACC are included in the worst-case scenarios drawn up as part of the sensitivity analyses conducted as at 31 December 2021, which showed that by also "stressing" the value of the WACC upwards by +300 basis points and simultaneously "stressing" EBITDA downwards by -20% with respect to the forecast value, there would be no need to write down the value of goodwill.

By contrast, in relation to the stock market capitalisation value with respect to the reported shareholders' equity, it is represented that, regardless of the theoretical observations and the technical factors, which may generate differences between the two balances, the stock market valuation is lower than the reported shareholders' equity as at 30 September 2022 (316.1 million euro compared to 384.9 million euro) but its average value in the nine-month period is considerably higher (440.5 million euro), given the decrease was in line with the one registered on the majority of securities and price lists as a result of the macroeconomic context in the period.

This circumstantial context did not even affect the confidence of analysts who did not change, or expressed, valuations significantly higher than the share price as at 30 September 2022.

Therefore, it was concluded that, for both CGUs, there was no need to conduct an impairment test on the goodwill, whose value was therefore confirmed as the one registered as at 31 December 2021.

For more detailed information on goodwill and the impairment test performed as at 31 December 2021, please refer to the explanatory notes reported under item 'Goodwill' in the *Notes to the Consolidated Financial Statements* as at 31 December 2021.

5. Consolidated statement of changes in shareholders' equity

(euro/000)	Share capital	Reserves	Own shares	Profit for the period	Total net equity	Minority interest	Group net equity
Balance as at 31 December 2020	7,861	354,111	(4,800)	31,791	388,963	2,095	386,868
Total comprehensive income/(loss)	-	147	-	28,591	28,738	(118)	28,856
Allocation of last year net income/(loss)	-	31,791	-	(31,791)	-	-	-
Dividend payment	-	(27,234)	-	-	(27,234)	(447)	(26,787)
Purchases of own shares	-	-	(19,859)	-	(19,859)	-	(19,859)
Transactions with owners	-	4,557	(19,859)	(31,791)	(47,093)	(447)	(46,646)
Grant of share under share plans	-	(4,065)	4,396	-	331	-	331
Currently active Share plans	-	881	-	-	881	-	881
Other variations	-	(103)	-	-	(103)	-	(103)
Balance as at 30 September 2021	7,861	355,528	(20,263)	28,591	371,717	1,530	370,187
Balance as at 31 December 2021	7,861	354,440	(20,263)	44,080	386,118	-	386,118
Total comprehensive income/(loss)	-	525	-	23,321	23,846	-	23,846
Allocation of last year net income/(loss)	-	44,080	-	(44,080)	-	-	-
Dividend payment	-	(26,679)	-	-	(26,679)	-	(26,679)
Acquisition and deletion of Esprinet own shares	-	(6,933)	6,933	-	-	-	-
Transactions with owners	-	10,468	6,933	(44,080)	(26,679)	-	(26,679)
Equity plans in progress	-	1,586	-	-	1,586	-	1,586
Other variations	-	(3)	-	-	(3)	-	(3)
Balance as at 30 September 2022	7,861	367,016	(13,330)	23,321	384,868	-	384,868

6. Consolidated statement of cash flows²

(euro/000)	9 months 2022	9 months 2021
Cash flow provided by (used in) operating activities (D=A+B+C)	(568,334)	(410,451)
Cash flow generated from operations (A)	53,460	57,829
Operating income (EBIT)	39,203	44,933
Income from business combinations	-	(168)
Depreciation, amortisation and other fixed assets write-downs	12,808	12,117
Net changes in provisions for risks and charges	(63)	180
Net changes in retirement benefit obligations	(74)	(445)
Stock option/grant costs	1,586	1,212
Cash flow provided by (used in) changes in working capital (B)	(607,030)	(461,587)
Inventory	(264,451)	(130,202)
Trade receivables	35,693	187,089
Other current assets	3,544	(19,931)
Trade payables	(388,194)	(498,440)
Other current liabilities	6,378	(103)
Other cash flow provided by (used in) operating activities (C)	(14,764)	(6,693)
Interests paid	(3,263)	(3,273)
Received interests	78	28
Foreign exchange (losses)/gains	(2,369)	(1,077)
Income taxes paid	(9,210)	(2,371)
Cash flow provided by (used in) investing activities (E)	(8,611)	(14,437)
Net investments in property, plant and equipment	(8,414)	(4,552)
Net investments in intangible assets	(294)	(285)
Net investments in other non-current assets	97	16
Subsidiaries business combination	-	(9,616)
Cash flow provided by (used in) financing activities (F)	150,843	(16,304)
Medium/long-term borrowing	13,000	1,500
Repayment/renegotiation of medium/long-term borrowings	(20,757)	(22,712)
Leasing liabilities reimbursement	(8,110)	(6,829)
Net change in financial liabilities	195,805	60,094
Net change in financial assets and derivative instruments	(2,276)	(1,264)
Deferred price acquisition	(2,039)	-
Dividend payments	(24,780)	(27,234)
Own shares acquisition	-	(19,859)
Net increase/(decrease) in cash and cash equivalents (G=D+E+F)	(426,102)	(441,192)
Cash and cash equivalents at year-beginning	491,471	558,928
Net increase/(decrease) in cash and cash equivalents	(426,102)	(441,192)
Cash and cash equivalents at year-end	65,369	117,736

The table below shows the changes in the period and the correspondence with the exact position at the end of the same period:

² Effects of relationships with related parties are omitted as non significant.

(euro/000)	9 months 2022	9 months 2021
Net financial debt at year-beginning	(227,177)	(302,777)
Cash flow provided by (used in) operating activities	(568,334)	(410,451)
Cash flow provided by (used in) investing activities	(8,611)	(14,437)
Cash flow provided by (used in) changes in net equity	(24,780)	(47,093)
Total cash flow	(601,725)	(471,981)
Unpaid interests	(1,112)	(795)
Unpaid leasing interests	(266)	(261)
Lease liabilities posting	(6,551)	(17,099)
Net Financial debts (no cash) acquisitions	-	(10,224)
Deferred price acquisitions	-	(3,239)
Net financial debt at year-end	382,477	200,822
Short-term financial liabilities	262,716	116,763
Lease liabilities	10,293	9,709
Customers financial receivables	(10,281)	(9,858)
Current financial (assets)/liabilities for derivatives	-	(8)
Financial receivables from factoring companies	(4,978)	(1,670)
Current Debts for investments in subsidiaries	715	1,959
Cash and cash equivalents	(65,369)	(117,736)
Net current financial debt	193,096	(841)
Borrowings	88,170	96,245
Lease liabilities	100,496	103,688
Non current Debts for investments in subsidiaries	715	1,730
Net financial debt at year-beginning	382,477	200,822

7. Relationships with related parties

Group operations with related parties, as defined by IAS 24, were effected in compliance with current laws and according to mutual economic advantage.

Any products sold to individuals were sold under the same conditions as those usually applied to employees.

Transactions between the parent company Esprinet S.p.A. and its subsidiaries included in the scope of consolidation were de-recognised in the interim consolidated financial statements and therefore do not appear in this section.

During the period, relationships with related parties consisted essentially in the sale of products and services under market conditions between Group's entities and companies where the key management personnel or shareholders of Esprinet S.p.A. play important roles.

Relationships with key managers consisted in the compensation awarded for services rendered by the same.

Revenues realised are related to the sales of consumer electronic products to business and private customers under normal market conditions.

The total value of the aforementioned transactions is not material compared with the total volume of the Group's activities.

8. Segment information

8.1 Introduction

An operating segment is a component of the Group:

- a) that engages in business activities from which it may earn sales and incur expenses (including sales and expenses relating to transactions with other components of the same Group);
- b) whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance;
- c) for which financial information is separately available.

The Esprinet Group is organised in the geographical business areas of Italy and the Iberian Peninsula (operating segments) where it performs the business-to-business (B2B) distribution of Information Technology (IT) and consumer electronics.

The B2B IT and consumer electronics distribution is aimed at professional resellers, including large-scale distributors/retailers, and regards traditional IT products (desktop PCs, PC notebooks, printers, photocopiers, servers, standard software, etc.), advanced products (datacentres, networking, cybersecurity software, cloud solutions, support services), consumables (cartridges, tapes, toners, magnetic media), networking products (modems, routers, switches), tablets, mobile telephone devices (smartphones) and related accessories, and state-of-the-art digital and entertainment products such as cameras, video cameras, videogames, LCD TVs and MP3 readers.

A 'geographical segment' is involved in investments and transactions aimed at providing products or services within a particular economic environment that is subject to risks and returns that are different from those achievable in other geographical segments.

The organisation by geographical segments represents the main form of management and analysis of Group results by the CODMs (Chief Operating Decision Makers).

8.2 Segment results

The separate income statement, statement of financial position and other significant information regarding each of the Esprinet Group's operating segments are as follows:

Separate income statement and other significant information by operating segments

(euro/000)	9 months 2022			
	Italy	Iberian Pen.	Elim. and	Group
	Distr. IT & CEB2B	Distr. It & CEB2B	other	
Sales to third parties	1,947,338	1,270,361	-	3,217,700
Intersegment sales	25,027	-	(25,027)	-
Sales from contracts with customers	1,972,365	1,270,361	(25,027)	3,217,700
Cost of sales	(1,866,330)	(1,209,536)	25,154	(3,050,712)
Gross profit	106,035	60,825	127	166,988
Gross Profit %	5.38%	4.79%		5.19%
Sales and marketing costs	(36,020)	(16,519)	-	(52,539)
Overheads and admin. costs	(52,022)	(22,650)	30	(74,642)
Impairment loss/reversal of financial assets	(115)	(489)	-	(604)
Operating income (Ebit)	17,878	21,167	157	39,203
EBIT %	0.91%	1.67%		1.22%
Finance costs - net				(7,224)
Profit before income tax				31,979
Income tax expenses				(8,658)
Net income				23,321
- of which attributable to non-controlling interests				-
- of which attributable to Group				23,321
Depreciation and amortisation	9,038	3,491	279	12,808
Other non-cash items	3,848	151	-	3,999
Investments	7,823	958	-	8,781
Total assets	1,103,476	716,016	(94,008)	1,725,484

(euro/000)	9 months 2021			
	Italy	Iberian Pen.	Elim. and	Group
	Distr. IT & CEB2B	Distr. IT & CEB2B	other	
Sales to third parties	2,012,799	1,198,008	-	3,210,806
Intersegment sales	26,987	-	(26,987)	-
Sales from contracts with customers	2,039,786	1,198,008	(26,987)	3,210,806
Cost of sales	(1,930,489)	(1,142,294)	27,011	(3,045,772)
Gross profit	109,297	55,714	24	165,034
Gross profit %	5.36%	4.65%		5.14%
Sales and marketing costs	(34,273)	(15,267)	-	(49,540)
Overheads and admin. costs	(49,727)	(21,250)	24	(70,953)
Impairment loss/reversal of financial assets	216	176	-	392
Operating income (Ebit)	25,513	19,373	48	44,933
EBIT %	1.25%	1.62%		1.40%
Finance costs - net				(5,670)
Profit before income tax				39,263
Income tax expenses				(10,672)
Net income				28,591
- of which attributable to non-controlling interests				(132)
- of which attributable to Group				28,723
Depreciation and amortisation	8,566	3,332	219	12,117
Other non-cash items	3,021	335	-	3,356
Investments	4,058	1,012	-	5,070
Total assets	952,746	557,542	(108,436)	1,401,852

(euro/000)	Q3 2022			
	Italy	Iberian Pen.	Elim. and other	Group
	Distr. IT & CEB2B	Distr. It & CEB2B		
Sales to third parties	629,324	409,750		1,039,075
Intersegment sales	7,128	-	(7,128)	-
Sales from contracts with customers	636,452	409,750	(7,128)	1,039,075
Cost of sales	(603,449)	(390,030)	7,213	(986,266)
Gross profit	33,003	19,720	85	52,809
Gross Profit %	5.19%	4.81%		5.08%
Sales and marketing costs	(11,283)	(4,915)	-	(16,198)
Overheads and admin. costs	(18,040)	(7,803)	3	(25,840)
Impairment loss/reversal of financial assets	(242)	(395)	-	(637)
Operating income (Ebit)	3,438	6,607	88	10,134
EBIT %	0.54%	1.61%		0.98%
Finance costs - net				(2,951)
Profit before income tax				7,183
Income tax expenses				(1,894)
Net income				5,289
- of which attributable to non-controlling interests				-
- of which attributable to Group				5,289
Depreciation and amortisation	3,048	1,167	113	4,328
Other non-cash items	1,267	84	-	1,351
Investments	3,432	90	-	3,522
Total assets	1,103,476	716,016	(94,008)	1,725,484

(euro/000)	Q3 2021			
	Italy	Iberian Pen.	Elim. and other	Group
	Distr. IT & CEB2B	Distr. It & CEB2B		
Sales to third parties	592,301	381,683		973,983
Intersegment sales	9,890	-	(9,890)	-
Sales from contracts with customers	602,191	381,683	(9,890)	973,983
Cost of sales	(571,484)	(364,152)	9,896	(925,740)
Gross profit	30,707	17,531	6	48,243
Gross profit %	5.10%	4.59%		4.95%
Sales and marketing costs	(9,910)	(4,660)	(1)	(14,571)
Overheads and admin. costs	(15,331)	(7,728)	10	(23,049)
Impairment loss/reversal of financial assets	95	156	-	251
Operating income (Ebit)	5,561	5,299	15	10,874
EBIT %	0.92%	1.39%		1.12%
Finance costs - net				(1,925)
Profit before income tax				8,949
Income tax expenses				(2,408)
Net income				6,541
- of which attributable to non-controlling interests				(54)
- of which attributable to Group				6,595
Depreciation and amortisation	2,939	1,452	69	4,460
Other non-cash items	1,257	313	-	1,570
Investments	1,123	433	-	1,556
Total assets	952,746	557,542	(108,436)	1,401,852

Statement of financial position by operating segments

(euro/000)	30/09/2022			
	Italy	Iberian Pen.		
	Distr. IT & CE B2B	Distr. IT & CE B2B	Elim. and other	Group
ASSETS				
Non-current assets				
Property, plant and equipment	15,435	3,422	-	18,857
Right-of-use assets	84,569	20,909	-	105,478
Goodwill	19,384	81,777	1,039	102,200
Intangible assets	766	7,237	-	8,003
Investments in others	75,824	-	(75,824)	-
Deferred income tax assets	4,354	5,709	37	10,100
Receivables and other non-current assets	1,829	496	-	2,325
	202,161	119,550	(74,748)	246,963
Current assets				
Inventory	454,115	339,935	(97)	793,953
Trade receivables	328,279	221,550	-	549,829
Income tax assets	984	1	-	985
Other assets	75,849	11,700	(19,164)	68,385
Cash and cash equivalents	42,089	23,280	-	65,369
	901,316	596,466	(19,261)	1,478,521
Total assets	1,103,477	716,016	(94,009)	1,725,484
EQUITY				
Share capital	7,861	54,693	(54,693)	7,861
Reserves	255,817	117,987	(20,118)	353,686
Group net income	8,930	14,250	141	23,321
Group net equity	272,608	186,930	(74,670)	384,868
Non-controlling interests	-	174	(174)	-
Total equity	272,608	187,104	(74,844)	384,868
LIABILITIES				
Non-current liabilities				
Borrowings	45,895	42,275	-	88,170
Lease liabilities	81,298	19,198	-	100,496
Deferred income tax liabilities	3,478	12,439	-	15,917
Retirement benefit obligations	4,564	-	-	4,564
Debts for investments in subsidiaries	715	-	-	715
Provisions and other liabilities	2,218	256	-	2,474
	138,168	74,168	-	212,336
Current liabilities				
Trade payables	473,326	329,591	-	802,917
Short-term financial liabilities	181,653	96,063	(15,000)	262,716
Lease liabilities	7,395	2,898	-	10,293
Income tax liabilities	330	1,869	-	2,199
Debts for investments in subsidiaries	715	-	-	715
Provisions and other liabilities	29,282	24,323	(4,165)	49,440
	692,701	454,744	(19,165)	1,128,280
Total liabilities	830,869	528,912	(19,165)	1,340,616
Total equity and liabilities	1,103,477	716,016	(94,009)	1,725,484

	31/12/2021			
(euro/000)	Italy	Iberian Pen.		
	Distr. IT & CE B2B	Distr. IT & CE B2B	Elim. and other	Group
ASSETS				
Non-current assets				
Property, plant and equipment	10,577	3,279	-	13,856
Right-of-use assets	86,617	20,887	-	107,504
Goodwill	19,384	81,777	1,039	102,200
Intangible assets	801	7,726	-	8,527
Investments in others	75,725	-	(75,725)	-
Deferred income tax assets	4,284	6,348	81	10,713
Receivables and other non-current assets	1,949	473	-	2,422
	199,337	120,490	(74,605)	245,222
Current assets				
Inventory	349,006	180,751	(255)	529,502
Trade receivables	351,984	233,538	-	585,522
Income tax assets	89	221	-	310
Other assets	105,552	8,594	(43,816)	70,330
Cash and cash equivalents	253,463	238,008	-	491,471
	1,060,094	661,112	(44,071)	1,677,135
Total assets	1,259,431	781,602	(118,676)	1,922,357
EQUITY				
Share capital	7,861	54,693	(54,693)	7,861
Reserves	258,447	95,707	(20,080)	334,074
Group net income	21,927	22,193	63	44,183
Group net equity	288,235	172,593	(74,710)	386,118
Non-controlling interests	-	149	(149)	-
Total equity	288,235	172,742	(74,859)	386,118
LIABILITIES				
Non-current liabilities				
Borrowings	48,515	58,016	-	106,531
Lease liabilities	82,931	19,322	-	102,253
Deferred income tax liabilities	3,144	11,640	-	14,784
Retirement benefit obligations	5,232	-	-	5,232
Debts for investments in subsidiaries	1,615	-	-	1,615
Provisions and other liabilities	2,424	113	-	2,537
	143,861	89,091	-	232,952
Current liabilities				
Trade payables	762,416	428,440	-	1,190,856
Short-term financial liabilities	33,950	61,245	(40,000)	55,195
Lease liabilities	7,184	2,645	-	9,829
Income tax liabilities	3,978	309	-	4,287
Derivative financial liabilities	-	2	-	2
Debts for investments in subsidiaries	1,854	-	-	1,854
Provisions and other liabilities	17,953	27,128	(3,817)	41,264
	827,335	519,769	(43,817)	1,303,287
Total liabilities	971,196	608,860	(43,817)	1,536,239
Total equity and liabilities	1,259,431	781,602	(118,676)	1,922,357

9. Atypical and/or unusual operations

The management does not believe that any transactions were atypical or unusual according to the definition provided by CONSOB in communication No. DEM 6064293 of 28 July 2006.

10. Significant non-recurring events and operations

In the first nine months of 2022, the following non-recurring items were identified:

- miscellaneous costs, totalling 2.3 million euro, relating to costs incurred by the parent company Esprinet S.p.A. in relation to the process targeted at the launch of the voluntary Public Tender Offer for all of the ordinary shares of the Italian company Cellularline S.p.A..

In the corresponding period of 2021, the following non-recurring transactions and events were identified:

- miscellaneous costs of 0.8 million euro, incurred by the parent company Esprinet S.p.A. in relation to the construction of a new logistics hub located in Cavenago.

The following table shows the impact of the above events and transactions on the income statement (including the related tax effects):

(euro/000)	Non - Recurring Charge Type	9 months 2022	9 months 2021	Var.	Q3 2022	Q3 2021	Var.
Overheads and administrative costs	Business combination	(2,341)	-	(2,341)	(1,954)	-	(1,954)
Overheads and administrative costs	Extension warehouse costs		(827)	827	-	(827)	827
Total SG&A	Total SG&A	(2,341)	(827)	(1,514)	(1,954)	(827)	(1,127)
Operating Income (EBIT)	Operating Income (EBIT)	(2,341)	(827)	(1,514)	(1,954)	(827)	(1,127)
Profit before income taxes	Profit before income taxes	(2,341)	(827)	(1,514)	(1,954)	(827)	(1,127)
Income tax expenses	Non -recurring events impact	653	231	422	545	231	314
Net income/(loss)	Net income/(loss)	(1,688)	(596)	(1,092)	(1,409)	(596)	(813)

11. Significant events occurring in the period

The significant events that occurred during the period are briefly described as follows:

Annual Shareholders' Meeting of the parent company Esprinet S.p.A.

The Ordinary and Extraordinary Shareholders' Meeting of Esprinet S.p.A. was held on 14 April 2022, which, as regards the various items on the agenda:

Ordinary session:

- approved the financial statements for the year ended 31 December 2021, allocating 18.5 million euro of the net income realised to increase the extraordinary reserve;
- resolved the distribution of a dividend of 0.54 euro per share, excluding own shares in the portfolio as at 25 April 2022;
- acknowledged the Consolidated Financial Statements and the Sustainability Report as at 31 December 2021;
- approved the Report on Remuneration;
- authorised the purchase of own ordinary shares for 18 months from the approval date and, nonetheless, up to a maximum limit of 5% of the Company's share capital;
- approved the integration of the remuneration of the independent auditors following the expansion of the consolidation scope and the auditing of the ESEF financial statements.

Extraordinary session:

- approved the cancellation of 516,706 own ordinary shares in the Company's portfolio, acquired in implementation of the Shareholders' Meeting resolution of 7 April 2021, with no reduction of share capital.

Cancellation of own shares on hand

On 10 May 2022, the resolution of cancelling 516,706 own shares on hand was filed at the Register of Companies of Milan, Monza Brianza and Lodi, with no reduction in the share capital of Esprinet S.p.A. in compliance with the Extraordinary Shareholders' Meeting held on 14 April 2022.

Voluntary Public Tender Offer for the shares of Cellularline S.p.A.

On 6 May 2022, Esprinet S.p.A., in line with the provisions of its 2022-24 Strategic Plan, sent to the Board of Directors of Cellularline S.p.A., an Italian company listed on Euronext STAR Milan, a non-binding expression of interest aimed at promoting a voluntary public tender offer concerning all the ordinary shares of the company, targeted at its delisting (the "OPA" or "Public Tender Offer").

On 8 September 2022, CONSOB, having completed the preliminary investigation activities required by the legislation, approved the Public Tender Offer document.

The tender offer was promoted through the wholly-owned subsidiary 4Side S.r.l. (the "Offeror"), subject to the fulfilment of certain conditions of effectiveness that may be waived by the Offeror, established at a price of 3.75 euro per share and with a subscription period between 19 September 2022 and 14 October 2022.

In order to cover the financial requirements stemming from the payment obligations connected with the voluntary Public Tender Offer, calculated in the assumption of the full acceptance of the Public Tender Offer by all shareholders and, therefore, equal to the maximum outlay, the Offeror would have used the shareholders' loans provided by Esprinet S.p.A., which could have been converted to capital contributions and/or other shareholders' equity contributions.

In turn, Esprinet S.p.A. would have obtained the funds through the disbursement in its favour, close to the date of payment of the consideration, of a cash loan of up to 120.0 million euro. In addition, Esprinet S.p.A. would have been able to call on an additional cash credit facility of up to 35.0 million euro in order to wholly or partly refinance Cellularline's financial indebtedness.

Strengthening and renewal of the financial structure

On 29 July 2022 and 31 August 2022, Esprinet S.p.A. stipulated an amortising 3-year loan agreement with two pools of domestic and international banks for a maximum amount of 155.0 million euro and an unsecured 3-year RCF-Revolving Credit Facility for 180.0 million euro.

The loan agreement for a maximum amount of 155.0 million euro is aimed, inter alia, at supporting the potential voluntary public tender offer for all of the ordinary shares of Cellularline S.p.A., through the wholly-owned subsidiary 4Side S.r.l., and meeting any needs for the replacement of the committed indebtedness structure of said entity.

The RCF of 180.0 million euro represents the natural replacement of the three-year RCF signed on 30 September 2019, given it is targeted, like the latter, at supporting the Group's working capital and business development requirements.

The amount of the loan is higher than the 152.5 million euro of the previous RCF based on the greater subscription offers received by the banks which, taking account of the integration operations

concluded between some of them in the meantime, are the same ones that made up the previous pool.

The two loans are both secured by a structure of financial covenants typical for these types of transactions, as well as the usual "negative pledge", "pari passu" and similar clauses.

The economic-financial covenants are as follows:

- ratio of net financial indebtedness to EBITDA;
- ratio of extended net financial indebtedness to shareholders' equity;
- ratio of EBITDA to net financial expense;
- absolute amount of gross financial indebtedness.

Both pools of financing banks are composed of Intesa Sanpaolo S.p.A., Unicredit S.p.A., Banca Nazionale del Lavoro S.p.A., Banco BPM S.p.A. and Crédit Agricole Italia S.p.A. while Caixabank S.A. and Banca Monte dei Paschi di Siena S.p.A. are also involved in the RCF disbursing pool.

Previously, on 27 May 2022 and 16 June 2022, Esprinet S.p.A., as part of the consolidation and periodic renewal of its sources of committed financing, had subscribed two additional unsecured amortised 3-year loans of 8.0 million euro and 5.0 million euro (principal) with domestic banks.

Merger by incorporation of Vinzeo Technologies S.A.U. in Esprinet Ibérica S.L.U.

A deed of merger by incorporation in Esprinet Iberica S.L.U. of its wholly-owned subsidiary Vinzeo Technologies S.A.U. was signed on 4 August 2022.

The transaction falls under the process of maximising the commercial and operating synergies between the two companies, with Vinzeo Technologies S.A.U. operating primarily in the distribution of PCs (notebooks, tablets, desktops, monitors) and consumer electronics, both also subject to the activities of the parent company Esprinet Iberica S.L.U..

The merger takes effect from 1 September 2022 for legal purposes, the date on which Esprinet Iberica S.L.U. took over all the legal relationships of Vinzeo Technologies S.A.U., therefore assuming all its rights and obligations prior to the merger.

The accounting and tax effects of the merger are instead backdated to 1 January 2022.

Developments in tax disputes

Esprinet S.p.A. has a number of pending lawsuits involving requests for the payment of indirect taxes brought against the Company, in relation to transactions undertaken between 2011 and 2013. Since several customers had filed declarations of intent but, subsequent to a tax audit, failed to fulfil the requirements needed to qualify as a frequent exporter, the tax authorities are now claiming VAT from the Company on those sales transactions.

The total value of the aforementioned disputes amounts to 25.2 million euro plus penalties and interest, in relation to which 32.1 million euro, in the form of an all-inclusive amount, has already been paid, as envisaged by the administrative procedure, pending the final judgement, and booked to the financial statements under the item 'Other tax receivables'.

As part of the aforementioned disputes, on 28 February 2022, a negative ruling was filed pertaining to the second instance hearing held on 14 February 2022 relating to a dispute concerning the 2013 tax year (disputed tax equal to 14.5 million euro). With the support of its advisors, Esprinet filed an appeal against this ruling to the Court of Cassation on 23 May 2022.

On 21 July 2022 and 5 October 2022, the Inland Revenue-Collection Agency granted the instalment of the amounts envisaged by the administrative procedure in relation to two VAT disputes for the year 2013.

The instalment plan was granted in 18 monthly payments with a unit value of, respectively, 0.2 million euro starting from August 2022 and 0.7 million euro starting from October 2022.

12. Subsequent events

Relevant events occurred after period end are briefly described below:

Definitive results of the voluntary Public Tender Offer for the shares of Cellularline S.p.A.

On 19 October 2022, the final results of the voluntary Public Tender Offer promoted by the wholly-owned subsidiary of Esprinet S.p.A. 4Side S.r.l. (the "**Offeror**") concerning the acquisition of the ordinary shares of Cellularline S.p.A. (the "**Issuer**") were disclosed, a company with shares listed on Euronext STAR Milan.

The number of shares subscribed to the tender offer was equal to approximately 11.48% of the Issuer's share capital, a quantity lower than the non-waiver threshold of 50% plus one share of the Issuer's share capital.

The shares tendered in the Offer were therefore returned to the availability of their respective holders, without any charges or expenses borne by them, already on Monday 17 October 2022.

Purchase of 100% of the company shares of Bludis S.r.l.

On 3 November 2022, after the signing of a binding agreement with the seller the day before, Esprinet S.p.A. acquired 100% of the capital of Bludis S.r.l..

Bludis S.r.l. is the vehicle under Italian law in which, in July 2022, the company SPIN S.r.l. conferred the business unit active in the distribution of software solutions in the *Communication, Cybersecurity and IT Management* areas, which works mainly with innovative and emerging Vendors. In 2021, this business unit generated turnover of 12.9 million euro with an EBITDA of 2.2 million euro.

The acquisition of the share capital of Bludis S.r.l. is estimated at 8.7 million euro, paid in cash for 7.0 million euro and based on a provisional financial position with a neutral NFP. The final price will be determined on the basis of adjustment mechanisms linked to the calculation of actual shareholders' equity on the date of the transaction and to the credit position. The balance will be paid within 180 days of the transaction date.

The transaction is part of a broader business strategy in line with the 2022-2024 business plan, which focuses on increasing profitability also through growth in value-added distribution in the *Solutions* segment.

Bludis S.r.l., within the Esprinet Group, will be maintained as a separate legal entity.

In order to ensure operational continuity, the registered office will be kept in Rome and the governance envisages that Giuseppe Di Girolamo, the current Chief Executive Officer, will remain in office on the Board of Directors of the acquired Company, with the same role and with commercial responsibility.

Developments in tax disputes

For a better presentation, developments in tax disputes occurred after the period under review are disclosed under the paragraph 'significant events occurring in the period'.

Vimercate, 10 November 2022

On behalf of the Board of Directors

The Chairman

Maurizio Rota

13. Declaration of the manager responsible for preparing the accounting documents

DECLARATION UNDER ARTICLE 154-bis, par. 2 of the Financial Consolidation Act.

OBJECT: Interim management statement as at 30 September 2022

The undersigned Pietro Aglianò, the manager responsible for preparing the accounting documents of

ESPRINET S.p.A.

in accordance with the provisions set forth in Article 154 bis, of the "Finance Consolidation Act"

HEREBY DECLARES

that the Interim management report as at 30 September 2022 corresponds to the accounting documents, books and records.

Vimercate, 10 November 2022

The Manager responsible for preparing
the company accounting documents

(Pietro Aglianò)