

(Courtesy translation from Italian)



Cerved Group S.p.A.

Half-Year Report

June 30, 2021



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COMPANY DATA

Parent Company's Registered Office

Cerved Group S.p.A.
Via Dell'Unione Europea 6A, 6B
San Donato Milanese (MI)

Parent Company's Statutory Data

Subscribed and paid-in share capital of Euro 50,521,142.00

Milan Company Register No. 08587760961

Milan R.E.A. No. 2035639

Tax I.D. and VAT No. 08587760961

Corporate website: company.cerved.com

COMPOSITION OF CORPORATE BODIES

| | | |
|---|---|--|
| Board of Directors¹ | Gianandrea De Bernardis | Executive Chairperson |
| | Andrea Mignanelli | CEO |
| | Andrea Casalini | Independent Director |
| | Mara Anna Rita Caverni | Independent Director |
| | Fabio Cerchiai | Director and Lead Independent Director |
| | Sabrina Delle Curti | Director |
| | Valentina Montanari | Independent Director |
| | Umberto Carlo Maria Nicodano | Director |
| | Mario Francesco Pitto | Independent Director |
| | Aurelio Regina | Independent Director |
| | Alessandra Stabilini | Independent Director |
| | Control, Risk and Sustainability Committee | Alessandra Stabilini |
| Mara Anna Rita Caverni | | |
| Valentina Montanari | | |
| Compensation and Nominating Committee | Aurelio Regina | Chairperson |
| | Umberto Carlo Maria Nicodano | |
| | Fabio Cerchiai | |
| | Valentina Montanari | |
| Related Party Committee | Andrea Casalini | Chairperson |
| | Umberto Carlo Maria Nicodano | |
| | Marco Francesco Pitto | |
| | Alessandra Stabilini | |
| Board of Statutory Auditors² | Antonella Bientinesi | Chairperson |
| | Gilberto Comi | Standing Auditor |
| | Costanza Bonelli | Standing Auditor |
| | Paolo Baruffi | Alternate Auditor |
| | Antonio Mele | Alternate Auditor |
| Independent Auditors | PricewaterhouseCoopers S.p.A. | |
| Corporate Accounting Documents Officer³ | Francesca Perulli | |

¹ Elected by the Shareholders' Meeting on April 16, 2019 for a term of office ending with the approval of the statutory financial statements at December 31, 2021.

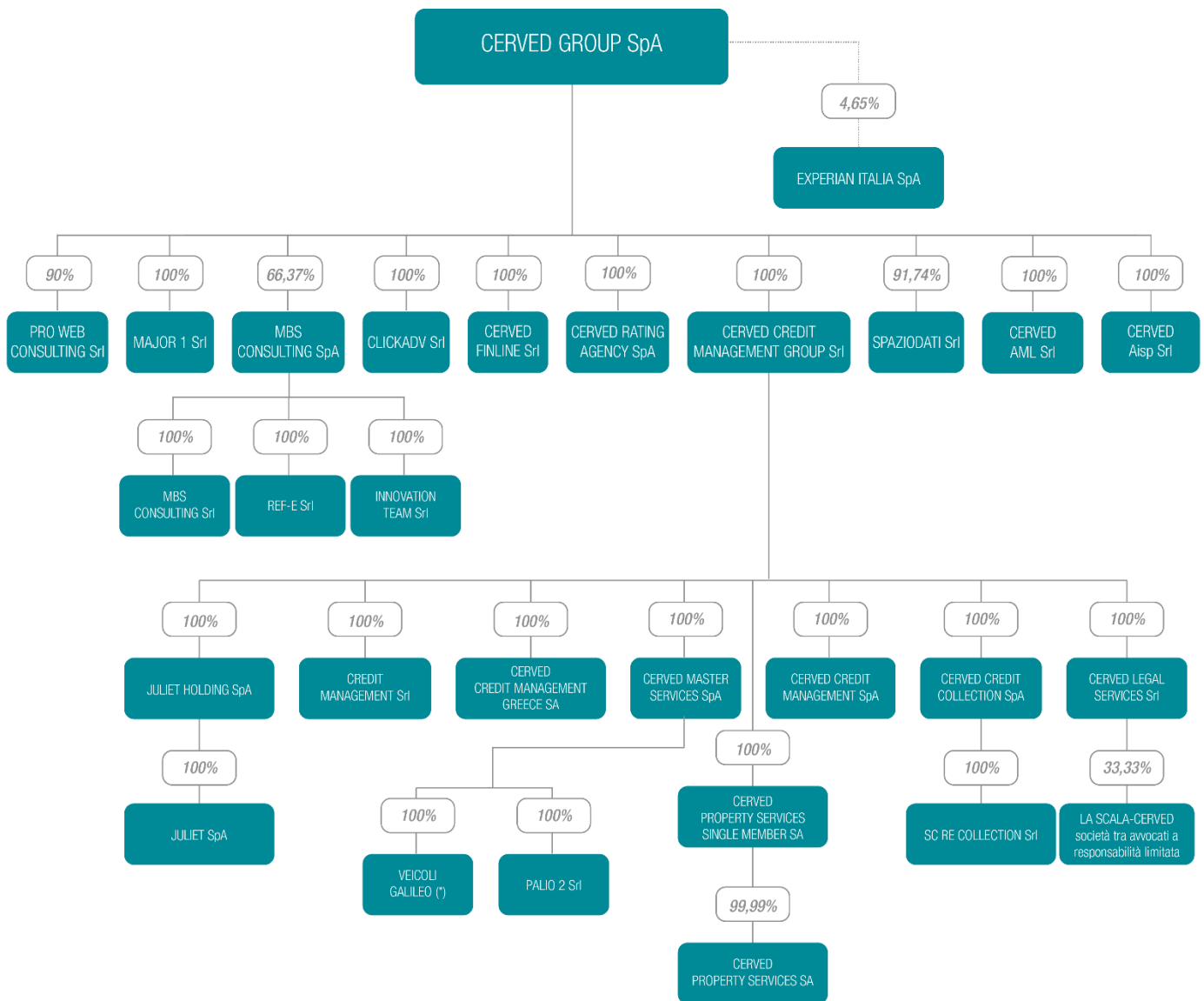
² Elected by the Shareholders' Meeting on May 20, 2020 for a term of office ending with the approval of the statutory financial statements at December 31, 2022.

³ Elected by the Board of Directors on April 19, 2019.

STRUCTURE OF THE GROUP

The Cerved Group is the leading Italian operator in offering credit assessment and management services to banks, companies and professionals. Through Cerved Credit Management Group S.r.l. and its subsidiaries, it is one of the leading independent players in the management of non-performing loans and, through Cerved Rating Agency, one of the leading European rating agencies.

The diagram that follows depicts the structure of the Cerved Group at June 30, 2021:



*Galileo Vehicles: Galileo SPV 10 S.r.l., Galileo SPV 20 S.r.l., Galileo SPV 30 S.r.l., Galileo SPV 40 S.r.l., Galileo SPV 50 S.r.l., Galileo SPV 60 S.r.l., Galileo SPV 70 S.r.l., Galileo SPV 80 S.r.l., Galileo SPV 90 S.r.l., Galileo SPV 100 S.r.l..

HALF-YEAR REPORT AT JUNE 30, 2021

FOREWORD

Insofar as the six-month period ended June 30, 2021 (hereinafter "**June 30, 2021-year**"), is concerned, the purpose of the numerical data listed and the comments provided in this Half-Year Report is to present an overview of the Group's financial position and operating performance, as well as of the changes that took place during the reporting period and any significant events that may have occurred and their impact on the result for the period.

ORGANISATIONAL PROFILE OF THE GROUP

Cerved offers the most complete range of information products and services for Financial Institutions, Businesses, Insurance Companies, the Public Administration, Professional and Private Individuals, as well as services aimed at assessing and managing non-performing loans.

Here below is a more detailed description of the Business Units (BU) and of the Service Line identified within each BU:

| Business unit | Service line |
|-------------------------------|--|
| RISK INTELLIGENCE | Credit Risk Credit & ESG ratings Real Estate Reg & Compliance |
| MARKETING INTELLIGENCE | Market Intelligence Sales Intelligence Digital Marketing Advanced Analytics |
| CREDIT MANAGEMENT | Banking UTP & NPLs Corporate Receivables Legal Services Credit Operations |

Here below is a brief description of the contents of each Service Line:

Risk Intelligence

- **Credit Risk:**
 - data and scoring for the evaluation of creditworthiness, modular software for the management of the e2e credit process, customisable software;
 - CeBi-solution system conventions for balance sheet exchange, outsourcing and quali-quantitative assessments to support banks' credit processes, Decision Analytics platforms, Advanced Analytics.
- **Credit & ESG Rating:**
 - "regulatory" ratings (ECAI, solicited); "non-regulatory" ratings ("second opinion", self-diagnosis); ancillary services (ratings, scores, analysis & research, other products;
 - ESG Rating and Sustainability Report for Key Clients, ESG Assessments for Large Clients, ESG Score for SMEs.
 -

- **Real Estate:**
 - mortgage and property register surveys, monitoring and real estate document services; real estate appraisals; technical services and Due Diligence.
- **Reg & Compliance:**
 - AML software; Suite Hawk: application modules compliant with AML regulations; Visius: "due diligence" platform from Cerved and providers; Anti-Fraud Lists; Graph for You; Anti-Fraud Score, selling of partner products (Experian), BPO Services.
 - software, professional services, training.

Marketing Intelligence

- **Market & Sales Intelligence:**
 - Platforms (i.e. Atoka+ new Cerved Market Intelligence platform) for market intelligence and targeting; design solutions for Sales & Marketing; benchmarking & Competitive Analysis; Service Design; Targeting & Origination; CRM enrichment solutions;
 - Atoka Suite (Enterprise, Atoka +, Atoka saas); new Atoka-Driven Businesses.
- **Digital Marketing**
 - Digital Learning: classroom courses, e-learning platform;
 - Digital Intelligence: consulting services for large companies with dedicated work teams; digital services for large clients focused on performance marketing; Data insight (B2B & B2C).
- **Advanced Analytics**
 - management consulting services mainly in the finance segment; Research on products, customers and distribution.

Both the Risk Intelligence and Marketing Intelligence BUs make use of two transversal sales channels:

- **Corporate**, divided between Top/Large and the commercial network dedicated to SMEs;
- **Financial Institutions**, focused on banking and financial customers.

Credit Management

- **Banking UTP & NPLs:** management of non-performing loans of banking origin: mortgages, loans to SMEs;
- **Corporate Receivables:** specialisation in non-performing loans in the enterprises, consumer finance, Utilities and Telco sectors.
- **Legal services:** support in the judicial phase of debt recovery through an extensive network of lawyers domiciled throughout Italy.
- **Credit Operations:**
 - management of customer portfolios classified as performing loans, personal loans, mortgages, corporate loans;
 - valuation of portfolios of non-performing loans sold by banks and financial institutions;
 - management of personal property and real estate;
 - services of: Master Servicing, establishment and administration of special purpose entities (SPV), Calculation Agent and Investor Reporting and Portfolio Management.

The combination of the Risk Intelligence and Marketing Intelligence Business Units is referred to hereinafter with "Data Intelligence". Business Units represented above correspond to the "operating segments", in accordance with the IFRS 8 "Operating Segments", which requires that information be presented in a manner consistent with the approach used by management to make operating decisions and for the analysis of related performance.

Again in accordance with IFRS 8, the operating segments were in turn structured into Cash Generating Units (CGUs), which define the "operating units" that generate cash flows independent of the cash flows generated by other assets or groups of assets.

GROUP RESULTS AT JUNE 30, 2021

Foreword

In compliance with Consob Communication No. 0092543 of December 3, 2015, some indications relating to the composition of the performance indicators used in this document are provided below.

These indicators, including EBITDA, are not identified as an accounting measure in the context of IFRSs and therefore must not be considered an alternative measure for the assessment of the Group's operating result. Because their composition is not governed by the reference accounting standards, the computation criterion applied by the Group could be different from the one adopted by other parties and, consequently, not comparable.

"Non-operating components" include non-recurring charges/(income), restructuring costs and costs for extraordinary transactions, as well as write-downs of property, plant and equipment and intangible assets resulting from impairment tests.

EBITDA correspond to the operating profit before depreciation and amortization, non-recurring charges/(income) and non-operating components. Adjusted EBITDA is the EBITDA net of personnel costs for share-based incentive plans.

The "Adjusted Net Income", which the Group believes represents the operating performance of the Group net of non-recurring events and events not related to ordinary operations, is determined, as better explained below, by adjusting the net profit for the period for non-operating components, for the amortization of capital gains allocated to intangible assets in business combination, for the financial charges incurred upon obtaining loans and recognised in the income statement using the amortized cost method, for non-recurring financial income and charges, for non-recurring taxes and financial income and charges relating to the adjustment to the income statement of the amount of liabilities for put options subscribed with minority shareholders.

The table below shows a condensed statement of comprehensive income at June 30, 2021 compared with the half-year ended June 30, 2020 and June 30, 2019:

| (in thousands of Euro) | June 30, 2021 | % | June 30, 2020 | % | Change 21-20 | % Change | June 30, 2019 | % |
|---|------------------|---------------|------------------|---------------|-----------------|---------------|------------------|---------------|
| Revenues | 251,257 | 99.8% | 239,025 | 99.7% | 12,231 | 5.1% | 245,915 | 99.9% |
| Other income | 406 | 0.2% | 685 | 0.3% | (279) | -40.7% | 283 | 0.1% |
| Total Revenues and Income | 251,663 | 100.0% | 239,710 | 100.0% | 11,953 | 5.0% | 246,198 | 100.0% |
| Cost of raw materials and other materials | (260) | -0.1% | (310) | -0.1% | 50 | -16.1% | (581) | -0.2% |
| Cost of services | (63,185) | -25.1% | (60,131) | -25.1% | (3,054) | 5.1% | (62,695) | -25.5% |
| Personnel costs | (77,224) | -30.7% | (72,602) | -30.3% | (4,622) | 6.4% | (65,347) | -26.5% |
| Other operating costs | (3,465) | -1.4% | (3,429) | -1.4% | (36) | 1.1% | (4,105) | -1.7% |
| Impairment of receivables and other provisions | (1,806) | -0.7% | (3,856) | -1.6% | 2,051 | -53.2% | (2,455) | -1.0% |
| Total operating costs | (145,940) | -58.0% | (140,328) | -58.5% | (5,612) | 4.0% | (135,184) | -54.9% |
| Adjusted EBITDA | 105,723 | 42.0% | 99,382 | 41.5% | 6,341 | 6.4% | 111,014 | 45.1% |
| Performance Share Plan | (2,328) | -0.9% | (251) | -0.1% | (2,077) | 827.4% | (3,140) | -1.3% |
| EBITDA ⁽¹⁾ | 103,394 | 41.1% | 99,131 | 41.4% | 4,264 | 4.3% | 107,874 | 43.8% |
| Depreciation and amortisation | (37,236) | -14.8% | (41,686) | -17.4% | 4,450 | -10.7% | (40,785) | -16.6% |
| Operating profit before non-operating components | 66,158 | 26.3% | 57,444 | 24.0% | 8,714 | 15.2% | 67,089 | 27.2% |
| Non-operating and non-recurring components ¹ | (4,693) | -1.9% | (14,206) | -5.9% | 9,513 | -67.0% | (23,006) | -9.3% |
| Operating profit | 61,465 | 24.4% | 43,238 | 18.0% | 18,227 | 42.2% | 44,083 | 17.9% |
| Financial income | 443 | 0.2% | 12,467 | 5.2% | (12,024) | -96.5% | 539 | 0.2% |
| Financial charges | (21,510) | -8.5% | (9,826) | -4.1% | (11,684) | 118.9% | (11,470) | -4.7% |
| Non-recurring financial income/(charges) | - | 0.0% | (15,793) | -6.6% | 15,793 | -100.0% | - | 0.0% |
| Income taxes | (15,915) | -6.3% | (11,324) | -4.0% | (4,591) | 40.5% | (13,665) | -5.6% |
| Non-recurring taxes | 59,800 | 23.8% | 790 | -0.4% | 59,011 | 7473.2% | 5,248 | 2.1% |
| Net profit | 84,283 | 33.5% | 19,552 | 8.2% | 64,732 | 331.1% | 24,735 | 10.0% |
| Net result from discontinued operations | - | - | - | - | - | - | 21 | 0.0% |
| Net profit | 84,283 | 33.5% | 19,552 | 8.2% | 64,732 | 331.1% | 24,756 | 10.1% |

EBITDA corresponds to the operating profit before depreciation and amortisation and non-operative charges/(income). EBITDA is not identified as an accounting measure in the context of IFRSs and must not, therefore, be considered an alternative measure for the assessment of the Group's operating result. Because the composition of EBITDA is not governed by the reference accounting standards, the computation criterion applied by the Group could be different from the one adopted by other parties and, consequently, not comparable.

A table is reported below for the calculation of the adjusted net profit, used in order to represent the operational performance of the Group, net of non-recurring events and events not relating to ordinary operations.

¹ Non-operating components at June 30, 2021 include: i) costs for early retirement incentives and costs for services related to extraordinary transactions for Euro 2,708 thousand, ii) the non-recurring cost for the Performance Share Plan for Euro 9,952 thousand, iii) a provision for risks of Euro 246 thousand partially offset by iv) the income for indemnity from the sale of the loan portfolio managed by Banca Popolare di Bari for Euro 8,650 thousand.

| (in thousands of Euro) | Ref | At June 30, 2021 | At June 30, 2020 | At June 30, 2019 |
|--|--------|------------------|------------------|------------------|
| Net profit | | 84,283 | 19,552 | 24,756 |
| Non-operating components | (i) | 3,146 | 3,459 | 4,195 |
| Acceleration of Performance Share Plans | (ii) | 9,952 | - | - |
| Amortisation of the increases in value allocated to the Business Combinations | (iii) | 18,916 | 21,789 | 20,191 |
| Financing fees – amortised cost | (iv) | 1,243 | 1,583 | 1,753 |
| Non-recurring financial charges | | - | 15,793 | |
| Tax impact | (v) | (8,381) | (11,026) | (7,186) |
| Impairment of goodwill | | - | 14,787 | |
| Value adjustment of put option | (vi) | 12,138 | (12,105) | 1,967 |
| Write-down of servicing contracts net of the tax effect | (vii) | 177 | 1,488 | 42,401 |
| Compensation from counterparty for transfer of loan portfolio net of related taxes | (viii) | (6,237) | (4,615) | (28,840) |
| Non-recurring taxes - tax realignment | (ix) | (59,800) | - | - |
| Adjusted net profit | | 55,437 | 50,706 | 59,236 |
| Adjusted net profit attributable to non-controlling interests | | 1,370 | 2,710 | 5,345 |
| Adjusted net profit attributable to owners of the parent | | 54,067 | 47,996 | 53,891 |
| Group net adjusted result / Revenues % | | 21.5% | 20.0% | 21.9% |

The adjusted net profit represents the net profit in the income statement at June 30, 2021 net of:

- (i) non-operating costs mainly related to costs for early retirement incentives and cost of services related to extraordinary transactions executed during the period in addition to costs inherent to the public offer in progress;
- (ii) the cost relating to the partial acceleration of the remuneration plan called "Performance Share Plan 2022-2024", described in the paragraph Performance Share Plan;
- (iii) amortisation of intangible assets recognised in connection with business combinations carried out in previous years;
- (iv) financial charges incurred in previous periods in connection with the signing of the new Forward Start loan agreement and recognized in the income statement by the amortized cost method;
- (v) tax effect of the items described above;
- (vi) adjustment of the liability linked to put options executed with minority shareholders at fair value;
- (vii) the impairment of intangible assets linked to the Servicing contract with Banca Popolare di Bari, for Euro 177 thousand (equal to Euro 246 thousand net of the tax effect of Euro 69 thousand);
- (viii) the non-recurring income of Euro 8,650 thousand linked to the compensation recognised by Banca Popolare di Bari to Credit Management S.r.l. following the disposal of a portion of the loans portfolio managed by the company net of the relative tax for Euro 2,413 thousand;
- (ix) non-recurring taxes linked to the tax realignment transaction (Art. 110, par. 8 and 8-bis of Italian Law Decree No. 104 of August 14, 2020) and linked to the entire provision for deferred tax liabilities (Euro 67,006 thousand) net of the recognition of the substitute tax for Euro 7,206 thousand;

Review of the Group's Performance in the Period Ended June 30, 2021

The first semester ended June 30, 2020 had been affected by the impacts of the COVID-19 pandemic, with the lockdown from the first days of March throughout the Italian territory and gradual recovery starting from May 2020. The first half-year of 2021, albeit still affected by a general economic crisis due to the persistence of the pandemic, shows the first signs of recovery, with total Revenues and Income rising from Euro 239,710 thousand in the first half-year of 2020 to Euro 251,663 thousand in the first half-year of 2021, up by Euro 11,953 thousand, or 5.0%.

| Consolidated revenues in millions of Euro | At June 30 2021 | At June 30 2020 | % Change | At June 30 2019 |
|--|----------------------------|----------------------------|-----------------|----------------------------|
| Consolidated revenues | 251.7 | 239.7 | 5.0% | 246.2 |
| Divisional revenues in millions of Euro | At June 30 2021 | At June 30 2020 | % Change | At June 30 2019 |
| Risk Intelligence | 146.3 | 134.3 | 9.0% | 143.2 |
| Marketing Intelligence | 31.6 | 29.9 | 5.8% | 17.5 |
| Data Intelligence Revenues | 177.9 | 164.2 | 8.4% | 160.7 |
| Credit Management | 73.7 | 75.5 | -2.4% | 85.5 |
| Divisional revenues | 251.7 | 239.7 | 5.0% | 246.2 |

With reference to the **Data Intelligence** area, made up of the Risk Intelligence and Marketing Intelligence Business Units, in the first six months of 2021 revenues amounted to Euro 177.9 million, 10.7% higher than the Euro 160.7 million of the first six months of 2019.

Below are more detailed comments per reference Business Units:

Risk Intelligence Revenues

The revenues relative to the Risk Intelligence Business Unit moved from Euro 134,271 thousand in 2020 to Euro 146,333 thousand in 2021, an increase of 9.0% compared to the previous period:

- the Corporate segment recorded an increase compared to the first half-year of 2020 (+9.8%), especially in the Credit Risk and Credit & ESG Rating area;
- the Financial Institutions segment also recorded an increase compared to 2020 (+8.0%), mainly due to the Credit Risk and Credit & ESG Rating services and the support services to banks in the disbursement of loans guaranteed by the Central Guarantee Fund.

Marketing Intelligence Revenues

The revenues of the Marketing Intelligence Business Unit increased from Euro 29,899 thousand in 2020 to Euro 31,608 thousand in 2021, up (+5.8%) compared to the previous period, mainly due to the combined effect:

- of the recovery of the delay detected in the first quarter of 2021 in the Advanced Analytics area on some projects;
- and of a good revenue growth in Sales Intelligence and Digital Marketing services.

Credit Management Revenues

Revenues of the Credit Management Business Unit went from Euro 75,539 thousand in 2020 to Euro 73,721 thousand in 2021, down by Euro 1,818 thousand, equal to -2.4%. This result was affected mainly by:

- the decline in the Banking Service Line, which in the first half-year still benefited from the tail-end of the contract with Monte Paschi di Siena for an amount of Euro 3.1 million;
- the delay in collections due to the COVID-19 pandemic, which led to the closure of the courts for three months starting from April 2020, with impact on the timings of judicial auctions.

The table that follows shows the Revenues and Adjusted EBITDA of the business segments.

| (in thousands of Euro) | Period from January 1, to June 30, 2021 | | | | Period from January 1, to June 30, 2020 | | | |
|--|--|---------------------------|----------------------|----------------|--|---------------------------|----------------------|----------------|
| | Risk Intelligence | Marketing Intelligence | Credit Management | Total | Risk Intelligence | Marketing Intelligence | Credit Management | Total |
| Revenues by segment | 147,470 | 32,195 | 74,273 | 253,939 | 134,885 | 30,352 | 77,229 | 242,467 |
| Intra-segment revenues | (1,137) | (587) | (552) | (2,276) | (614) | (453) | (1,690) | (2,757) |
| Total revenues from third parties | 146,333 | 31,608 | 73,721 | 251,663 | 134,271 | 29,899 | 75,539 | 239,710 |
| Adjusted EBITDA | 76,498 | 9,909 | 19,316 | 105,723 | 69,640 | 6,737 | 23,004 | 99,382 |
| Adjusted EBITDA % | 52.3% | 31.3% | 26.2% | 42.0% | 51.9% | 22.6% | 30.5% | 41.5% |
| Performance Share Plan | | | | (2,328) | | | | (251) |
| Non-recurring financial income/(charges) | | | | (4,693) | | | | (14,206) |
| Depreciation and amortisation | | | | (37,236) | | | | (41,686) |
| Operating profit | | | | 61,465 | | | | 43,238 |
| Financial income | | | | 443 | | | | 12,467 |
| Financial charges | | | | (21,510) | | | | (9,826) |
| Non-recurring financial income/(charges) | | | | - | | | | (15,793) |
| Profit before taxes | | | | 40,398 | | | | 30,086 |
| Income taxes | | | | (15,915) | | | | (9,621) |
| Non-recurring taxes | | | | 59,800 | | | | (913) |
| Net profit | | | | 84,283 | | | | 19,552 |

Adjusted EBITDA and Operating Costs Performance

Adjusted EBITDA accounted for 42.0% of revenues, compared to 41.5% of the previous period, from Euro 99,382 thousand in 2020 to Euro 105,723 thousand in 2021. The recovery in margins is essentially due to positive results of the Risk and Marketing Intelligence Business Units with respect to the Credit Management Business Unit, whose drop in revenues was not reflected in the operating leverage, due to the higher incidence of fixed structural costs.

| Consolidated Adjusted EBITDA <i>in millions of Euro</i> | At June 30 2021 | At June 30 2020 | % Growth | At June 30 2019 |
|---|----------------------------------|----------------------------------|-----------------|----------------------------------|
| Consolidated Adjusted EBITDA | 105.7 | 99.4 | 6.4% | 111.0 |
| Divisional Adjusted EBITDA <i>in millions of Euro</i> | At June 30 2021 | At June 30 2020 | % Growth | At June 30 2019 |
| Risk Intelligence | 76.5 | 69.6 | 9.8% | 77.0 |
| Marketing Intelligence | 9.9 | 6.7 | 47.1% | 3.2 |
| Data Intelligence Adjusted EBITDA | 86.4 | 76.4 | 13.1% | 80.1 |
| Credit Management | 19.3 | 23.0 | -16.0% | 30.9 |
| Divisional Adjusted EBITDA | 105.7 | 99.4 | 6.4% | 111.0 |
| Divisional Adjusted EBITDA margin | 42.0% | 41.5% | | 45.1% |
| <i>Risk Intelligence</i> | 52.3% | 51.9% | | 53.7% |
| <i>Marketing Intelligence</i> | 31.3% | 22.6% | | 18.1% |
| <i>Credit Management</i> | 26.2% | 30.5% | | 36.1% |

With reference to the **Data Intelligence** area, made up of the Risk Intelligence and Marketing Intelligence Business Units, the Adjusted EBITDA in the first six months of 2021 amounted to Euro 86.4 million, 7.8% higher than the Euro 80.1 million for the first six months of 2019.

Operating costs rose from Euro 140,328 thousand in the first half-year of 2020 to Euro 145,940 thousand in the first half-year of 2021, an increase of Euro 5,612 thousand (+4.0%), as described below:

- the cost of raw materials and other costs contracted by Euro 50 thousand, falling from Euro 310 thousand in 2020 to Euro 260 thousand in 2021;
- costs for services increased by Euro 3,054 thousand, from Euro 60,131 thousand in 2020 to Euro 63,185 thousand in 2021 (+5.1%), mainly due to the increase in the cost of debt collection and fixed costs related to software rental fees such as the new management software for the Human Resources department, Workday, and the Microsoft Office 365 licenses;
- personnel costs increased by Euro 4,622 thousand, from Euro 72,602 thousand in 2020 to Euro 77,224 thousand in 2021 (+6.4%) mainly due to the entry into the scope of consolidation of the companies Cerved AML S.r.l. (Hawk Group, from December 1, 2020) and the lower use of holidays compared to the previous year;
- in the first half-year of 2021, other operating costs were equal to Euro 3,465 thousand and substantially in line with those observed in the first half-year of 2020;
- provisions for risks and impairment of receivables decreased by Euro 2,051 thousand, from Euro 3,856 thousand in the first half-year of 2020 to Euro 1,506 thousand as at June 30, 2021. Compared to the comparative period, in which credit collection forecasts had been significantly impacted by the effects of the COVID-19 pandemic, the first half-year of 2021 showed a certain stability in the trend of collections that therefore allowed the containment of subsequent provisions.

With regard to the **Performance Share Plan**, a cost of Euro 2,328 thousand was recorded, against Euro 251 thousand in the first half-year of 2020. Please refer to the Performance Share Plan paragraph for an exhaustive examination of the subject.

Depreciation and amortisation decreased compared to the first half-year of 2020 from Euro 41,686 thousand to Euro 37,236 thousand in 2021, mainly due to the absence of amortisation relating to the assets allocated to the Juliet S.p.A servicing contract and to the assets allocated to the Purchase Price Allocation (PPA) of the Click CGU, written down in full during the previous year.

The **non-operating and non-recurring components**, equal to charges of Euro 4,693 thousand as at June 30, 2021, compared to charges of Euro 14,206 thousand in the same period in 2020, mainly concern:

- Euro 2,708 thousand of incidental costs incurred in connection with extraordinary transactions executed during the period and relating to the public offer in progress;
- staff incentives provided to employees in connection with the integration of Group companies for Euro 288 thousand;
- other operating costs for Euro 66 thousand;
- a non-recurring provision for Euro 83 thousand related to an existing arbitration;
- the non-recurring cost of Euro 9,952 thousand relating to the advance of the Performance Share Plan and the adjustment of the related fair value;
- a non-recurring income related to the compensation being formalised with Banca Popolare di Bari for Euro 8,650 thousand, as described in the paragraph "Significant events of the first half-year" and the partial write-down of a related intangible asset for Euro 246 thousand.

Financial income decreased by Euro 12,024 thousand, falling from Euro 12,467 thousand in 2020 to Euro 443 thousand in 2021. In the first half-year of 2020, the item was positively impacted by the fair value adjustment of the options on MBS Consulting S.p.A and Pro Web Consulting S.r.l., whose underlying liabilities were reduced in relation to the forecast impacts of COVID-19.

Financial charges, equal to Euro 21,510 thousand, increased by Euro 11,684 thousand, from Euro 9,826 thousand in 2020, mainly due to the recognition of the update of the fair value of options on minorities.

Recurrent taxes for the year increased by Euro 4,591 thousand, from Euro 11,324 thousand as at June 30, 2020 to Euro 15,915 thousand as at June 30, 2021 mainly due to the increase in pre-tax profit.

Non-recurring taxes for the year benefit for Euro 59,800 thousand from the positive impact relating to the tax realignment in accordance with the regulations envisaged by the "Urgent measures to support and relaunch the economy" (so-called August Decree, Art. 100, par. 8-8bis of the Law Decree of August 14, 2020), as commented in the paragraph "Significant events of the first half-year".

STATEMENT OF FINANCIAL POSITION OF THE CERVED GROUP

The schedule below shows a statement of financial position of the Group at June 30, 2021, December 31, 2020 and June 30, 2020 reclassified by "Sources and Uses":

| | At June 30, 2021 | At December 31, 2020 | At June 30, 2020 |
|--------------------------------|------------------|----------------------|------------------|
| (In thousands of Euro) | | | |
| Uses | | | |
| Net working capital | 52,461 | 61,200 | 45,790 |
| Non-current assets | 1,165,974 | 1,178,836 | 1,199,463 |
| Non-current liabilities | (63,342) | (139,743) | (136,434) |
| Net invested capital | 1,155,092 | 1,100,293 | 1,108,818 |
| Sources | | | |
| Shareholders' equity | 595,932 | 512,609 | 499,838 |
| Net financial debt | 559,160 | 587,684 | 608,980 |
| Total financing sources | 1,155,092 | 1,100,293 | 1,108,818 |

The table that follows shows a breakdown of "Net working capital" at June 30, 2021, December 31, 2020 and June 30, 2020.

| | At June 30, 2021 | At December 31, 2020 | At June 30, 2020 |
|---|------------------|----------------------|------------------|
| (In thousands of Euro) | | | |
| Net working capital | | | |
| Inventory | - | - | 34 |
| Trade receivables | 241,065 | 254,176 | 217,786 |
| Trade payables | (42,736) | (46,908) | (47,058) |
| Payables for deferred revenues, net of commercial costs | (65,214) | (77,922) | (70,098) |
| Net commercial working capital (A) | 133,115 | 129,346 | 100,664 |
| Other current receivables | 6,617 | 7,434 | 13,024 |
| Net current tax payables | (21,545) | (11,552) | (13,552) |
| Other current payables, net of "Payables for deferred revenues" | (65,727) | (64,029) | (54,346) |
| Other net working capital components (B) | (80,655) | (68,146) | (54,874) |
| Net working capital (A + B) | 52,461 | 61,200 | 45,790 |

At June 30, 2021, net working capital amounted to Euro 52,461 thousand. The changes that occurred in the main components of net working capital are reviewed below, together with a comparison with the statement of financial position data at December 31, 2020:

- trade receivables fell from Euro 254,176 thousand at December 31, 2020 to Euro 241,065 thousand at June 30, 2021, down by Euro 13,111 thousand which reflects the collection dynamics during the period;
- trade payables fell from Euro 46,908 thousand at December 31, 2020 to Euro 42,736 thousand at June 30, 2021, a decrease of Euro 4,172 thousand mainly related to payment dynamics during the period;
- payables for deferred revenues, net of the corresponding commercial costs, which refer to services invoiced but not yet provided to customers, decreased by Euro 12,708 thousand, due to the growth dynamics in the consumption of prepaid services invoiced the previous year;
- other current receivables decreased from Euro 7,434 thousand at December 31, 2020 to Euro 6,617 thousand at June 30, 2021;

- other current payables, shown net of payables for deferred revenues, increased from Euro 64,029 thousand at December 31, 2020 to Euro 65,727 thousand at June 30, 2021.

The main components of non-current assets, which totalled Euro 1,165,974 thousand at June 30, 2021, include goodwill and the intangible assets.

The Group's net investments in property, plant and equipment and intangible assets totalled Euro 17,204 thousand for the period.

Non-current liabilities, equal to Euro 63,342 thousand at June 30, 2021, are down from Euro 139,743 thousand at December 31, 2020 due to the release of deferred tax liabilities following the tax realignment operation for Euro 67,006 thousand.

FINANCIAL DEBT OF THE CERVED GROUP

On March 4, 2021 ESMA published the Guidelines on disclosure obligations pursuant to the EU Regulation 2017/1129 ("Prospectus Regulations"). With "Warning notice No. 5/21" of April 29, 2021, Consob specified that the references contained in previous Consob communications to the CESR Recommendations on the prospectus are intended to be replaced with the ESMA Guidelines in question, including the references in Communication No. DEM/6064293 of July 28, 2006 on the net financial position.

Therefore, based on the new forecasts, listed issuers will have to submit, in the explanatory notes to the annual and half-yearly financial statements, published from May 5, 2021, a new prospectus on the subject of debt, to be drawn up in accordance with the indications contained in paragraphs 175 and following of the aforementioned ESMA Guidelines. In this regard, it should be noted that there is no longer a reference to "Net financial position", but to "Total financial debt".

The table that follows shows a breakdown of the Group's financial debt at June 30, 2021, December 31, 2020 and June 30, 2020:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 | At June 30, 2020 |
|---|---------------------|-------------------------|---------------------|
| A. Cash on hand | 36 | 30 | 28 |
| B. Cash and cash equivalents | 60,558 | 56,487 | 46,844 |
| C. Other non-current financial assets | - | - | - |
| D. Liquidity (A + B + C) | 60,594 | 56,517 | 46,872 |
| E. Non-current financial debt (including debt instruments, but excluding the current portion of non-current financial debt) | (11,505) | (27,438) | (33,448) |
| F. Current portion of non-current borrowings | (3,233) | (6,680) | (11,841) |
| G. Current financial debt (E + F) | (14,738) | (34,118) | (45,289) |
| H. Net current financial debt (G + D) | 45,857 | 22,399 | 1,583 |
| I. Non-current financial debt (excluding the current portion and debt instruments) | (560,928) | (559,669) | (562,550) |
| J. Debt instruments | (44,089) | (50,414) | (48,012) |
| K. Trade payables and other non-current payables | | | |
| L. Non-current financial debt (I + J + K) | (605,017) | (610,083) | (610,562) |
| M. Total financial debt (H + L) | (559,160) | (587,684) | (608,979) |

At June 30, 2021, the Group's total financial debt was Euro 559,160 thousand, compared with Euro 587,684 thousand at December 31, 2020. Please note the repayment in January 2021 of the revolving credit facility for Euro 10,000 thousand.

With reference to the aforementioned ESMA publication, it should be noted that at June 30, 2021, in addition to the value indicated above, the Group had an overall debt for put options with some minority shareholders equal to Euro 48,780 thousand (Euro 54,873 thousand at December 31, 2020) of which Euro 20,412 thousand short-term (Euro 20,072 thousand as at December 31, 2020).

INFORMATION ON THE COVID-19 PHENOMENON

According to what is indicated in Consob Warning Notice No. 6/20 of April 9, 2020 and in Consob Warning Notice No. 1/21 of February 16, 2021, with reference to the impacts of the COVID-19 pandemic, it should be noted that the strong reduction in infections and deaths recorded in recent months, promoted by the successful outcome of the vaccination campaign, has allowed the reopening of many sectors severely affected by the pandemic and is gradually bringing the economy closer to a normal situation.

This has led to an upward revision of expectations on the rebound of the Italian economy. However, some uncertainties remain, first of all linked to the potential impact of the delta variant, which in the United Kingdom is affecting the youngest groups of the population, not yet vaccinated.

A rapid and effective application of the National Recovery and Resilience Plan (Piano Nazionale di Ripresa e Resilienza - PNRR), capable of stimulating growth and productivity, will be decisive for a lasting recovery of the Italian economy.

As regards the Cerved Group, it is recalled that:

- (i) at June 30, 2021, no further impairment indicators emerged with respect to those that led to the preparation of the impairment test on the economic and financial situation at December 31, 2020;
- (ii) in light of the results at June 30, 2021, it was not considered necessary to update the impairment test.

TAKEOVER BID

On March 8, 2021, Castor S.r.l. with sole shareholder, announced that it had taken the decision, at the same date, to promote a voluntary tender offer concerning all the ordinary shares of Cerved Group S.p.A., including treasury shares directly or indirectly held, from time to time, by the Issuer (the "Offer"), pursuant to and for the purposes of Article 102, paragraph 1, of Legislative Decree No. 58 of February 24, 1998, as subsequently amended (the "TUF"), as well as Article 37 of the regulation adopted by Consob with Resolution No. 11971 of May 14, 1999, as subsequently amended (the "Issuers' Regulation"). In order to support the Board of Directors in carrying out activities for the evaluation and analysis of the Offer and of its terms, for the purposes of the disclosure that Cerved S.p.A. is required to publish pursuant to Art. 103 of the TUF, the Company appointed UBS AG – London Branch and Mediobanca – Banca di Credito Finanziario S.p.A. as financial advisors and Studio Legale Bonelli Errede and Studio Legale Carbonetti as legal advisors.

On March 25, 2021, Castor announced that the decision to promote the Offer through a newly established joint-stock company called Castor Bidco S.p.A. (the "Bidder") had been taken on the same date. In this context, an equity commitment letter was signed between the Bidder and Castor, pursuant to which the latter undertook to make capital contributions and/or shareholder loans in favour of the Bidder, intended to meet the financial coverage of the maximum disbursement of the Offer. Castor and/or the Bidder reserve the right to cover a portion of the maximum disbursement of the Offer through a bank loan, whose terms and conditions will be disclosed to the market, if necessary.

Likewise, on March 25, 2021, the Bidder announced that the Antitrust Authority had decided not to proceed with the investigation of the transaction in question, as it does not give rise to the establishment or strengthening of dominant position, such as to substantially and permanently eliminate or reduce competition.

Lastly, on March 25, 2021, the Bidder announced that (i) it had filed with Consob on the same date, pursuant to Article 102, paragraph 3 of the TUF, as well as Article 37-ter of the Issuers' Regulation, the offer document, intended for publication, relating to the Offer promoted by the Bidder, and (ii) it had submitted to the competent Authorities, again on the same date, pursuant to Article 102, paragraph 4 of the TUF and Article 37-ter, paragraph 1, lett. b) of the Issuers' Regulation, the communications and requests for obtaining the authorisations required by the applicable regulations in relation to the Offer.

On May 7, 2021 Cerved Group S.p.A. announced that its Independent Directors had appointed as advisors for the Offer Morgan Stanley & Co. International Plc. for the financial aspects and Studio Freshfields Bruckhaus Deringer for the legal aspects.

On May 12, 2021, as announced by the Bidder by means of a press release issued on May 14, 2021, the Presidency of the Council of Ministers of the Italian Republic approved, pursuant to Art. 2 of Law Decree No. 21 of March 15, 2012, the possible acquisition by the Bidder of control of Cerved Group S.p.A., in line with the latter's business plan, which must ensure: a) the offer of Risk Intelligence and Marketing Intelligence services not limited to the banking/financial sectors; b) the development of the rating activity based also on environmental and social sustainability assessments; c) the strengthening of the services offered in the context of subsidised finance and in particular in facilitating the timely disbursement of credit to companies affected by the crisis; d) adequate levels of investment, including in technologies, in order to guarantee the certainty, integrity and security of data; e) the expansion abroad of some service lines (for example, rating and sales intelligence), favouring the countries of the Euro area with greater interactions with Italy.

In light of the foregoing, the Bidder communicated in the same context the waiver of the so-called "Golden Power Condition" referred to in paragraph 7 (iii) of the communication published on March 8, 2021 pursuant to Art. 102, paragraph 1, of Legislative Decree No. 58 of February 24, 1998 and Art. 37 of the Issuers' Regulation.

On June 1, 2021, as announced by the Bidder by means of a press release issued on June 2, 2021, the Bank of Italy issued, pursuant to Art. 110 and 19 of Legislative Decree No. 385 of September 1, 1993, the authorisation for the assumption of an irrevocable commitment to the indirect purchase of a controlling interest in Cerved Master Services S.p.A.

On July 6, 2021, the Bidder communicated that the Bank of Greece had issued, on the same date, the authorisation for the acquisition of a qualified indirect investment in Cerved Credit Management Greece S.A. equal to 100% of the related share capital.

On July 7, 2021, as announced by the Bidder by means of a press release issued on July 8, 2021, Consob approved the offer document, which was filed with Consob itself and is available to the public: (a) at the Bidder's registered office in Milan, Via Alessandro Manzoni 38; (b) at the intermediary responsible for coordinating the collection of acceptances, Intesa Sanpaolo S.p.A., IMI Corporate & Investment Banking, in Milan, Largo Mattioli 3; (c) on the Bidder's website (<https://castorgrowth.com/>); (d) on the website of Cerved Group S.p.A. (<https://company.cerved.com/>); (e) at the registered office of the appointed intermediaries; and (f) on the website of the global information agent, Georgeson S.r.l. (www.georgeson.com/it). The Offer's period of acceptance, agreed with Borsa Italiana pursuant to Art. 40, paragraph 2, of the Issuers' Regulations, will start at 8:30 (Italian time) of July 16, 2021 and will end at 17:30 (Italian time) of August 5, 2021 inclusive, unless extended. The consideration relating to the Cerved Group S.p.A. shares tendered to the Offer, equal to Euro 9.50 for each Cerved Group S.p.A. share tendered (the "Consideration"), will be paid on the fifth trading day following the closing date of the tender period, i.e. August 12, 2021 (unless the tender period is extended).

On July 15, 2021, the Board of Directors of Cerved Group S.p.A. unanimously approved the press release drawn up pursuant to Art. 103, paragraphs 3 and 3-bis, of Legislative Decree No. 58/1998 (the "TUF") and Art. 39 of the Issuers' Regulation, relating to the Offer (the "Issuer's Statement"). In particular, the Board of Directors considered the Offer Consideration to be inadequate from a financial point of view. For the purposes of the aforementioned assessment of the inadequacy of the Consideration, from a financial point of view, the Board of Directors took into account, among other things, the fairness opinions issued by its financial advisors, Mediobanca – Banca di Credito Finanziario S.p.A. and UBS AG – London Branch, as well as by Morgan Stanley & Co. International Plc., financial advisor appointed by the independent directors of Cerved Group S.p.A. to support them in their independent assessments. This documentation is available on the website of Cerved Group S.p.A. at the address <http://company.cerved.com>, section "Investor Relations & Sustainability (ESG)", "Takeover bid" area.

It should be noted that, during the same meeting, the Board of Directors resolved not to accept the Offer for a total of 1,515,609 Cerved Group S.p.A. shares owned by the same Cerved Group S.p.A., representing 0.776% of the related share capital.

SIGNIFICANT EVENTS OF THE FIRST HALF-YEAR

On January 20, 2021, the Board of Directors of Cerved Group S.p.A. resolved, with the favourable opinion of the Compensation and Nominating Committee, to adhere to the New Corporate Governance Code for Listed Companies promoted by Borsa Italiana.

On March 7, 2021, Cerved Group S.p.A. announced that, as part of the assessments relating to the valuation of the Credit Management division, negotiations are underway - without any exclusivity obligation - with private equity funds for the sale of the subsidiary Cerved Credit Management Group S.r.l.

On March 25, 2021, the Board of Directors of Cerved Group S.p.A. approved the 2021-2023 Business Plan and the related "Guidance/Strategic Outlook", described in the section "2021-2023 Business Plan of the Cerved Group".

On April 27, 2021, the Shareholders' Meeting of Cerved Group S.p.A. approved the financial statements at December 31, 2020 and the proposal of the Board of Directors to cover the loss resulting from the 2020 financial statements, amounting to Euro 296,070 by using the same amount of reserves from retained earnings.

Finally, the Shareholders' Meeting resolved to appoint E&Y S.p.A to audit the Company's accounts for the years 2023-2031.

In relation to the pending dispute between Cerved Credit Management S.p.A. ("CCM") and Credito Valtellinese S.p.A. ("Creval"), and in addition to what has already been indicated in the Annual Financial Report at December 31, 2020, on April 28, 2021 Creval formulated a compensation request against CCM for Euro 3.1 million, quantifying some of the compensation claims already generically deducted in counterclaim in the context of the arbitration currently pending before the Milan Arbitration Chamber (Proc. No. 321).

On May 18, 2021 a further stake in the company Pro Web Consulting S.r.l. was acquired at a price of Euro 3,332 thousand, thus increasing the controlling interest from 80.00% to 90.00%.

On May 26, 2021, the Board of Directors of the subsidiary Cerved Aisp S.r.l. approved the authorisation for the formal filing of the authorisation application with the Bank of Italy for the exercise of the account information service (AIS) pursuant to Art. 114-novies of the Consolidated Law on Banking and Chapter II, Section V, of the Bank of Italy provision of July 23, 2019 containing "Supervisory provisions for payment institutions and electronic money institutions". On July 7, 2021 Cerved Aisp S.r.l. received a request for additional documentation from the Bank of Italy, with consequent suspension of the authorisation terms which will resume from the date the requested information is sent.

Effective from June 1, 2021, the merger by incorporation of the subsidiary Hawk BV S.r.l. and Hawk AML S.r.l. into the subsidiary White List Warranty S.r.l. (which changed its name to Cerved AML S.r.l.) was finalised, with the aim of exploiting the synergies existing between the companies involved and centralise in a single legal entity the activities and services related to anti-money laundering services.

On June 15, 2021 a further interest was acquired in the company MBS Consulting S.p.A. for Euro 15,078 thousand, so bringing the controlling interest up from 50.6% to 66.37%.

On June 11, 2021, 100% of the share capital of Ref-E S.r.l., a company specialised in consulting and research in the energy market, was purchased through the subsidiary MBS Consulting S.p.A., for a provisional price of Euro 7,087 thousand, subject to price adjustment to be exercised within 45 working days from the signing of the purchase contract.

In June 2021, the Parent Company Cerved Group resolved to make use of the right to realign the divergences between tax and accounting values relating to the so-called Customer Relationships and of Trademarks to their higher book value recorded in the Company's financial statements at December 31, 2020, equal to Euro 224,265 thousand and Euro 15,928 thousand respectively, through the payment of a substitute tax of 3%, calculated on the amount subject to realignment (Art. 110, paragraphs 8 and 8-bis, of Law Decree No. 104 of August 14, 2020); As a consequence of this transaction, at June 30, 2021 the Company provided:

- a) to recognise the cost for the substitute tax equal to Euro 7,206 thousand, whose payment of the first instalment (equal to Euro 2,402 thousand) was paid on June 25, 2021. The second and third instalments will be paid respectively in June 2022 and 2023;

b) to recognise in the income statement the related deferred tax liabilities, amounting to Euro 67,006 thousand;

Following the option for realignment - which will be fully indicated in the tax return, in accordance with current legislation - the share premium reserve must be construed as restricted, for an amount equal to Euro 233 million, as a tax suspension reserve for tax purposes, to which the provisions of Art. 13, paragraph 3 of Law 342/2000 apply.

On June 21, 2021, the extraordinary shareholders' meeting of SIA S.p.A. ("SIA") approved the merger of the latter into NEXI S.p.A. ("NEXI"), a company listed on the MTA of the Italian Stock Exchange. As part of the aforementioned merger, still subject to certain standard authorisations, including that of the competent antitrust authority, an exchange ratio of 1.5761 NEXI share for each SIA share is envisaged. At June 30, 2021, Cerved Group holds 1,306,997 SIA shares, recorded in the financial statements for an amount equal to Euro 4,991 thousand.

On June 30, 2021, the existing partnership between Cerved and Experian Italia S.p.A. was renewed for a new five-year term, aimed at the distribution in Italy by Cerved of Experian credit bureau services for the banking, insurance and utilities sectors, together with the related ancillary agreements. The agreements signed in the context of the renewal of the aforementioned partnership include terms and conditions substantially in line with those referred to in the agreements signed between the parties in 2016.

SIGNIFICANT EVENTS OCCURRING AFTER THE END OF THE PERIOD

On July 22, 2021, an agreement was finalised between the indirect subsidiary Credit Management S.r.l. and Banca Popolare di Bari relating to the compensation to be paid to the Cerved Group for the transfer to AMCO (Asset Management Company S.p.A.) of a significant portion of the NPL and UTP loan portfolio and for the assignment of the sub-servicing of the credit management and recovery service to the Cerved Group only for a sub-section of the portfolio. On the basis of this agreement, the value of the compensation, equal to Euro 8,650 thousand, was allocated to non-recurring income at June 30, 2021 and invoiced in July 2021.

2021-2023 BUSINESS PLAN OF THE CERVED GROUP

Business Plan Approval

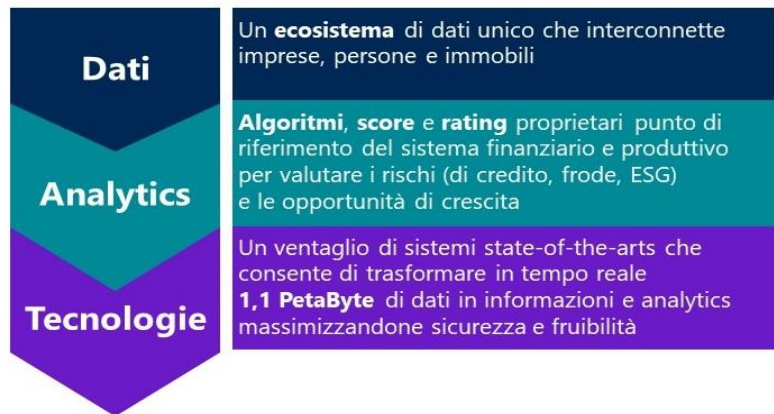
On March 25, 2021, the Board of Directors of the Parent Company approved the 2021-2023 Business Plan and the related "Guidance/Strategic Outlook", illustrated to investors and analysts during the third Investor Day of the Cerved Group held on March 26, 2021.

"We have a clear vision of our strategic path:

Helping the National Economy to protect itself from risk and to grow in a sustainable way, by making our data, technology and talent of our people available to businesses, banks and institutions".

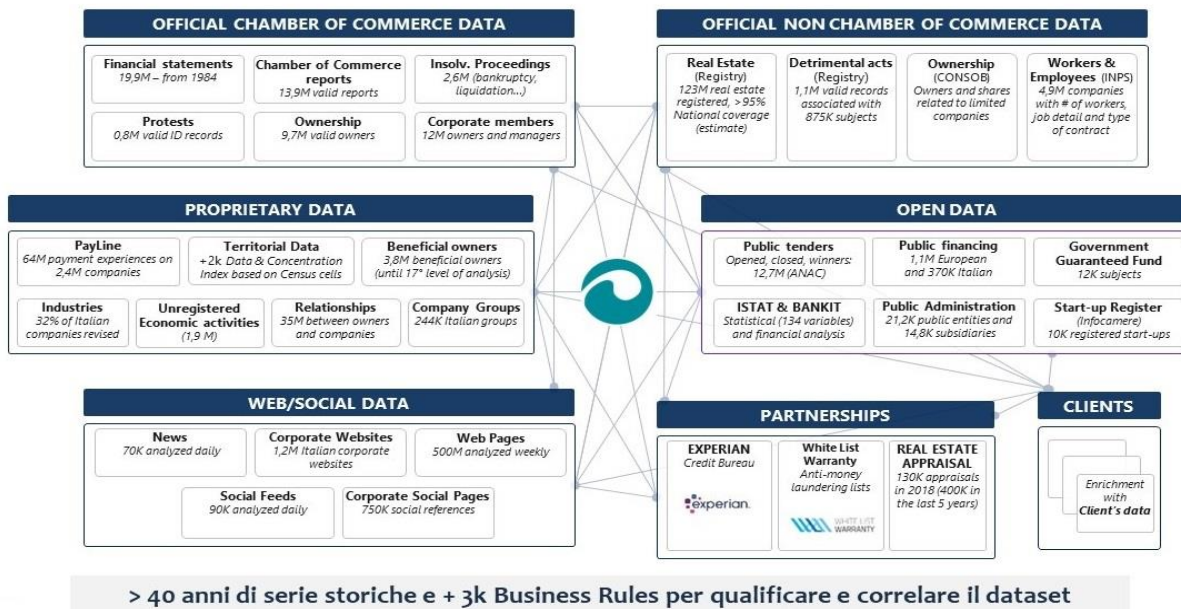
CEO Andrea Mignanelli

In the coming years, banks, companies and institutions will have to overcome the dual transition, digital and sustainable, in order to bring Italy back on a path of growth. Aware of our role, which for almost half a century, has seen us play a key role in the financial and economic system, we want to make a commitment to continue to develop our strengths: **Data, Analytics and Technologies**. The Group strategy for the next few years aims to strengthen the core business and at the same time distinguish ourselves in emerging businesses (e.g., non-credit risks, market & sales intelligence, etc.) by leveraging on **DAT assets - Data, Analytics and Technology**.



Patrimonio Cerved a sostegno della transizione digitale e sostenibile

Below is a brief representation of our ecosystem of data on Italian companies, individuals and real estate assets



The strategic guidelines of the 2021-2023 Business Plan are as follows:

- (i) evolution of the offer towards digital and platform-based solutions to maximize effectiveness and speed of integration with our customers;
- (ii) expansion of our customer base towards small and medium-sized enterprises with dedicated products and innovative distribution models;

- (iii) selective acquisitions to strengthen the Group's positioning on high-growth, scalable businesses, with operations in Italy and Europe.

To support the digital and sustainable transition of the country as a reference Data Company, Cerved has redefined two of its traditional markets:

- from Credit Information to **Risk Intelligence**: to (i) help our customers protect themselves not only from credit risk, but thanks to our **DAT** assets, support them in the assessment of other risks such as money laundering, fraud and compliance with the authority of Cerved Rating Agency, (ii) inject transparency into the system to facilitate the best allocation of capital among investors, banks and businesses, where the importance of sustainability aspects is increasing;
- from Marketing Solutions to **Marketing Intelligence**: to support, from a data-driven perspective, the development and digitalisation of all phases of business marketing - from the need to know their market, to the identification of prospects and lead generation - by providing all the power of data and analytics.

In **Credit Management**, Cerved intends to leverage its experience to support the financial system in quickly disposing of the flow of non-performing loans expected as a result of the pandemic crisis. The offer, dedicated to companies and banks, includes legal services for the management of bad loans or disputed loans, for the disposal of assets pledged as collateral for loans, and for securitisation transactions.

Expansion to new markets

Many small and medium-sized companies have difficulties in accessing the sophisticated data-driven solutions designed for large and very large customers. The expansion of a large part of our offer in this segment aims to facilitate this meeting with a review of our distribution model and with platforms and products dedicated to Micro and Small companies, directly borrowed from the distinctive solutions designed for the Top. In this way, we intend on the one hand to be players in the digitalisation process of the country, and on the other hand to benefit from the technological evolution of a significant number of smaller companies.

Selective acquisitions

The Group intends to face a new season of acquisitions based on specific criteria such as the scalability of the product and the presence of distinctive data and technologies, which help the constant renewal of the elements at the basis of its competitive advantage. Obviously, we are not just looking at Italy, but also to create the conditions that will allow us to bring our best performing solutions to Europe.

Strategic Outlook 2021-2023

Below is a summary of the main indicators relating to the performance of Revenues, Adjusted EBITDA and financial structure of the Group.

Strategic outlook 2021-2023

| | | Guidance |
|--|----------------------------------|---|
| Divisional organic revenues (CAGR'20-'23) | Risk Intelligence | Low single digit Corporates: Mid single digit - Financial Institutions: Stable |
| | Marketing Intelligence | Low double digit |
| | Total Data Intelligence | Mid single digit |
| | Credit Management | High single digit |
| Consolidated organic growth (CAGR'20-'23) | Revenues | 5% - 7% |
| | Adjusted EBITDA | 5% - 7% |
| | Operating Cash Flows | 75%-80% cash conversion by 2023 |
| Growth from M&A (CAGR'20-'23) | Adjusted EBITDA from bolt-on M&A | 2.0% - 3.5% |
| Consolidated organic + M&A growth (CAGR '20-'23) | Total Adjusted EBITDA | 7.0% - 10.5% |
| Capital Structure | Leverage Target | ▪ Long-term target of 3.0x Adjusted EBITDA, save for M&A and non-recurring events |
| | Dividend Policy | ▪ Dividend equal to 40%-50% payout of consolidated profits, coupled with variable additional dividend/ buybacks, subject to M&A |

The Group's consolidated revenue growth targets, expressed as a compound average annual rate of 2020-2023, envisage systematic growth between +5.0% and +7.0%. The growth targets for the Group's Adjusted consolidated EBITDA, stated as a compound average annual rate of 2020-2023, project an organic growth ranging between +5.0% and +7.0%, plus growth from acquisition of +2.0% to +3.5%, for a total consolidated growth rate of between +7.0% and +10.5%. The Group aims to convert the Adjusted EBITDA into Operating Cash Flow between 75% and 80% by 2023. The medium/long-term target for net financial debt is 3.0x Adjusted EBITDA, excluding any extraordinary transactions and non-recurring impacts. As for the dividend policy, the following two components should be taken into consideration: (i) a progressive dividend, based on a distribution of around 40% to 50% of the Group's Adjusted Net Profit; and (ii) a possible additional variable dividend and/or purchase of treasury shares, in the event of additional financial resources with respect to the leverage target of 3.0x Adjusted EBITDA without prejudice to the use of resources for acquisitions.

In the weak phases of the economic cycle our services become even more important in limiting financial contagions and, already in the past, our business model has proven to be resilient. In this context, we have also made our wealth of data, technologies and tools available to customers and institutions to assess the impact of COVID-19 on businesses: thanks to our analysis, we have estimated the effects of the emergency on different segments and the effects on default rates.

BUSINESS OUTLOOK AND FORECASTS OF THE GROUP'S ECONOMIC AND FINANCIAL PERFORMANCE

At present, and in light of the results achieved at June 30, 2021, the objectives of the 2021-2023 Business Plan described above are confirmed.

TREASURY SHARES

On May 12, 2021, following the authorisation from the Shareholders' Meeting on April 27, 2021 and the resolution passed by the Board of Directors on the same date, a program for the purchase of treasury shares was launched, in order to fulfil the obligations deriving from share option programs or other assignments of shares to employees or members of the administrative or supervisory bodies of the Company or of subsidiaries or associates. Specifically, the program is functional to fulfil the obligations deriving from the "Performance Share Plan 2022-2024" approved by the Shareholders' Meeting on April 16, 2019 and aimed at the management and directors of the Company and of the Cerved Group, and is described below. In the period from May 12 to June 30, 2021, 1,515,609 Cerved Group S.p.A. shares were purchased, the maximum number required by the program, for an equivalent value of Euro 14,825 thousand. Full information on the buyback program is available to the public at <https://company.cerved.com/it/azioni-proprie>.

At June 30, 2021, the Company held 1,515,609 treasury shares valued at the purchase price of Euro 14,825 thousand.

PERFORMANCE SHARE PLAN

i. 2019-2021 Performance Share Plan

On March 16, 2016, the Company's Board of Directors, acting with the prior favourable opinion of the Remuneration and Nominating Committee, approved the Regulation for the "2019-2021 Performance Share Plan" (the "Plan") reserved to some of the Group's key persons, identified among directors, managers and other members of top management.

The Plan was articulated into three Cycles (2016, 2017 and 2018), each of the duration of three years, and related to rights to receive free of charge a maximum number of 2,925,000 shares equal to 1.5% of the share capital of the Company, which would be assigned in the three Cycles of the Plan, subject to adjustments resolved by the Board of Directors, by virtue of the powers assigned to it for the implementation of the Plan.

The performance targets identified in the Plan were:

- 70% "PBTA Target": the growth, expressed in percentage, of the "Adjusted Profit Before Taxes" per share in the reference three-year period, with the premise that the growth of the "Adjusted Profit Before Taxes": (i) is intended as the compounded annual growth rate and excludes the accounting effects deriving from the Plan itself from the calculation; (ii) excludes the effects of the so-called Forward Start refinancing contract from the year 2015. Furthermore, in order to neutralise the impact of COVID-19, the Compensation and Nominating Committee and then the Board of Directors, at a meeting held on July 30, 2020, approved an amendment to the regulations discounting the growth calculated on the 2017 PBTA value by 17%.
- 30% "TSR Target": the Company's "Total Shareholder Return" compared with that of companies included, for each Plan Cycle and the entire duration of the corresponding performance period, in the FTSE Mid Cap Index Italia, generated by Borsa Italiana S.p.A..

The plan matured at December 31, 2020, therefore no costs were recognised in the first half-year of 2021.

The status of the options outstanding at June 30, 2021 is reported below:

| | Options outstanding at December 31, 2020 | Awarded options | Expired/revok ed options | Exercised options | Options outstanding at June 30, 2021 |
|--|---|--------------------|-----------------------------|----------------------|--|
| 2019-2021 Performance Shares Third Cycle 2018 | 691,925 | | | (691,925) | - |
| 2019-2021 Performance Shares additional Third Cycle | 648,221 | | | (648,221) | - |
| Total | 1,340,146 | - | - | (1,340,146) | - |

ii. 2022-2024 Performance Share Plan

On June 19, 2019, the Company's Board of Directors, acting with the prior favourable opinion of the Remuneration and Nominating Committee, approved the Regulation for the "2022-2024 Performance Share Plan" (the "Plan") reserved for some of the Group's key persons, identified among Directors, managers and other members of top management.

The Plan is articulated into three Cycles (2019, 2020 and 2021), each of the duration of three years, and relates to rights to receive free of charge a maximum number of 4,881,874 shares equal to 2.5% of the share capital of the Company, which would be assigned in the three Cycles of the Plan, subject to adjustments resolved by the Board of Directors, by virtue of the powers assigned to it for the implementation of the Plan.

The performance targets identified in the Plan are:

- 70% "PBTA Target": the growth, expressed as a percentage, of Adjusted Profit Before Taxes per Share in the period 2019-2021, with the premise that the growth in Adjusted Profit Before Taxes is intended as an annual compound growth rate and excludes from the calculation the accounting effects deriving from the Plan itself. The Board of Directors meeting of the Parent Company held on February 11, 2021, in order to ensure the effectiveness of the Plan as a retention tool, proposed and approved a change to the regulation by discounting the growth calculated on the 2018 and 2019 PBTA value by 17%;
- 15% "Mid Cap TSR Target": the Company's Total Shareholder Return compared with that of companies included, for each Plan Cycle and the entire duration of the corresponding performance period, in the FTSE Mid Cap Index Italia generated by Borsa Italiana S.p.A.;
- 15% "TSR Sector Target": the percentage deviation of the Company's Total Shareholder Return, for each Plan Cycle and for the entire duration of the related Performance Period, compared to the Total Shareholder Return of the FTSE Italia Industria index generated by Borsa Italiana S.p.A.

On April 15, 2021, following the launch of the Offer and in application of the provisions of Art. 10.2 of the regulation of the compensation plan called "2022-2024 Performance Share Plan" (52), with reference to the rights that, at the date of this launch (i.e., March 8, 2021), were already assigned, the Board of Directors, subject to the favourable opinion of the Compensation, Nominating and Corporate Governance Committee and having heard the opinion of the Related Parties Committee, resolved to proceed with the partial acceleration of these rights, on the basis of the pro-rata temporis criterion. Therefore, in relation to the 1st cycle, 1,303,380 shares were assigned on May 3, 2021; in relation to the 2nd cycle, 751,717 shares were assigned. The residual part of the two cycles

not assigned, equal to 367,620 rights for the 2019 cycle and 799,143 for the 2020 cycle, respectively, continues to accrue with the original conditions or will vest in the event of a change of control or delisting.

On May 4, 2021, subject to the favourable opinion of the Compensation, Nominating and Corporate Governance Committee, after hearing the opinion of the Related Parties Committee, the Board of Directors approved the assignment of part of the 3rd and final cycle of the "2022-2024 Performance Share Plan". The total number of rights reserved for the 3rd cycle (equal to 1,660,014 rights) was reduced by approximately 80%, bringing the number of rights actually assigned to 339,980. In this regard, it should be noted that the Plan Regulation provides that in the event of a change in control or a delisting of the Company's Shares, having heard the Remuneration, Nominating and Corporate Governance Committee, the Board of Directors will allocate the Shares in advance of the terms set by the Regulation, defining the methods and terms of the Allocation of the Shares, it being understood that this acceleration of the allocation of the Shares cannot take place for the Rights assigned after the change of control. *For the notion of "change of control" reference is made, in addition to the notion of Art. 93 of the TUF ("solitary control"), also to the notion referred to in the Consob Regulation containing provisions on transactions with related parties adopted with resolution 17221 of March 12, 2010 ("joint control").*

The table below shows the status of the options for the first two cycles outstanding at June 30, 2021:

| | Options awarded and outstanding at December 31, 2020 | Awarded options | Expired/revoked options | Exercised options | Options outstanding at June 30, 2021 |
|--|--|-----------------|-------------------------|--------------------|--------------------------------------|
| 2022-2024 Performance Shares First Cycle 2019 | 1,661,000 | | | (1,295,580) | 365,420 |
| 2022-2024 Performance Shares First Cycle 2019 - integration | 10,000 | | | (7,800) | 2,200 |
| 2022-2024 Performance Shares Second Cycle 2020 | 1,550,860 | | | (751,717) | 799,143 |
| 2022-2024 Performance Shares Third Cycle 2021 | | 339,980 | | | 339,980 |
| Total | 3,221,860 | 339,980 | - | (2,055,097) | 1,506,743 |

For the purposes of defining the vesting period of the three cycles of the 2022-2024 Plan, the management considered the three-year duration of the Plan as it is not at the moment reasonably foreseeable that they will be anticipated by virtue of the events in progress.

The relevant cost recognised at June 30, 2021 of the aforementioned plans amounts to:

- Euro 2.3 million of the current cost for the period;
- Euro 7.1 million as regards the impact deriving from the anticipation of the costs that would have accrued from 2021 to 2022;
- Euro 2.9 million as regards the measurement of the incremental fair value of the rights granted on April 15, 2021 following the non-measurement of the performance conditions.

TRANSACTIONS WITH RELATED PARTIES

As required by the provisions of the Regulation governing related-party transactions adopted by Consob with Resolution No. 17221 of March 12, 2010, as subsequently amended and supplemented (Consob Resolution No. 21624 of December 10, 2020, applicable from July 1, 2021), on June 21, 2021 Cerved Group S.p.A. adopted a procedure that governs related-party transactions (the "Related-party Procedure").

This procedure, the purpose of which is to ensure the transparency and substantive and procedural fairness of the transactions executed with related parties, has been published on the "[Governance](#)" page of the Company website: company.cerved.com.

For a detailed presentation of the relations in the period, please see the explanatory notes of these Half-Year Report.

INFORMATION ABOUT THE "OPT OUT" ALTERNATIVE

As required by provisions of Article 70, paragraph 8, of the Issuers' Regulation, the Company indicates that on April 2, 2014, concurrently with the filing of an application to list its shares on the MTA, it chose to adopt the "*opt out*" system provided under Article 70, paragraph 8, and Article 71, paragraph 1-bis, of the Issuers' Regulation, thereby availing itself of the exemption from the obligation to publish the information memoranda required in connection with material transactions involving mergers, demergers, capital increases through conveyances of assets in kind, acquisition and divestments.

INFORMATION ABOUT CORPORATE GOVERNANCE

The Company has made its system of corporate governance compliant with the relevant provisions of Legislative Decree No. 58/1998 ("TUF") and the Corporate Governance Code for Listed Companies approved by the Corporate Governance Committee and promoted by Borsa Italiana, ABI, Ania, Assogestioni, Assonime and Confindustria (the "**Corporate Governance Code**").

For additional information about the Company's governance, please see the corresponding page of the Company's website: company.cerved.com/it/documenti.

HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| (In thousands of Euro) | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Revenues | 251,257 | 239,025 |
| - amount with related parties | 599 | 1,278 |
| Other income | 9,056 | 6,789 |
| - amount from non-recurring transactions | 8,650 | 6,104 |
| Total Revenues and Income | 260,313 | 245,814 |
| Cost of raw materials and other materials | (260) | (310) |
| Cost of services | (65,893) | (62,081) |
| - amount from non-recurring transactions | (1,805) | - |
| - amount with related parties | (2,973) | (1,857) |
| Personnel costs | (89,792) | (74,230) |
| - amount from non-recurring transactions | (9,952) | - |
| - amount with related parties | (2,212) | (2,886) |
| Other operating costs | (3,531) | (3,561) |
| Impairment of receivables and other provisions | (1,889) | (3,856) |
| Depreciation and amortisation | (37,482) | (58,537) |
| - amount from non-recurring transactions | - | (16,850) |
| Operating profit | 61,466 | 43,238 |
| Pro rata interest in the results of companies valued by the equity method | 55 | 66 |
| - amount with related parties | 55 | 66 |
| Financial income | 388 | 12,401 |
| - amount with related parties | 15 | - |
| Financial charges | (21,510) | (25,620) |
| - amount from non-recurring transactions | 0 | (15,793) |
| Profit before taxes | 40,398 | 30,086 |
| Income taxes | 43,886 | (10,534) |
| - amount from non-recurring transactions | 59,800 | (913) |
| Net result from continuing operations | 84,284 | 19,552 |
| Net result from discontinued operations | | |
| Amount attributable to non-controlling interests | 588 | 1,503 |
| Net profit attributable to owners of the parent | 83,696 | 18,048 |
| Other components of the statement of comprehensive income: | | |
| Items that will not be later reclassified to the income statement: | | |
| - Actuarial gains/(losses) on defined-benefit plans for employees | (254) | (31) |
| - Tax effect | 61 | 7 |
| Entries that can be reclassified in the profit (loss) for the period: | | |
| - Hedge accounting gains/(losses) | 2,368 | 6,250 |
| - Tax effect | (568) | (1,504) |
| - Gains/(Losses) from the measurement of investments at fair value through OCI | (5) | (164) |
| - Tax effect | 1 | |
| Gains/Losses from conversion of foreign companies' financial statements | (19) | 39 |
| Comprehensive net profit | 85,867 | 24,150 |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|---|------------------|----------------------|
| ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 54,506 | 58,574 |
| Intangible assets | 345,831 | 361,734 |
| Goodwill | 753,187 | 746,850 |
| Investments in companies valued by the equity method | 3,169 | 3,115 |
| Other non-current financial assets | 9,280 | 8,562 |
| - amount with related parties | 700 | 700 |
| Total non-current assets | 1,165,974 | 1,178,836 |
| Current assets | | |
| Inventory | - | - |
| Trade receivables | 241,065 | 254,176 |
| - amount with related parties | 2,147 | 1,800 |
| Tax receivables | 3,866 | 2,865 |
| Other receivables | 3,305 | 3,578 |
| - amount with related parties | 154 | 14 |
| Other current assets | 11,048 | 13,480 |
| Cash and cash equivalents | 60,594 | 56,516 |
| Total current assets | 319,878 | 330,616 |
| TOTAL ASSETS | 1,485,852 | 1,509,452 |
| Share capital | 50,520 | 50,521 |
| Statutory reserve | 10,104 | 10,104 |
| Additional paid-in-capital | 432,181 | 432,181 |
| Other reserves | 3,809 | (27,273) |
| Net profit attributable to owners of the parent | 83,696 | 25,655 |
| Total shareholders' equity attributable to owners of the parent | 580,310 | 491,188 |
| Total shareholders' equity attributable to non-controlling interests | 15,621 | 21,421 |
| TOTAL SHAREHOLDERS' EQUITY | 595,931 | 512,609 |
| Non-current liabilities | | |
| Non-current loans | 605,017 | 609,573 |
| Employee benefits | 18,539 | 18,036 |
| Provision for risks and charges | 3,078 | 4,767 |
| Other non-current liabilities | 34,372 | 41,160 |
| Deferred tax liabilities | 7,353 | 75,778 |
| Total non-current liabilities | 668,359 | 749,315 |
| Current liabilities | | |
| Current loans | 14,738 | 34,628 |
| Trade payables | 42,736 | 46,908 |
| - amount with related parties | 3,736 | 2,549 |
| Current tax payables | 5,903 | 4,621 |
| Other tax payables | 19,507 | 9,796 |
| Other liabilities | 138,676 | 151,574 |
| - amount with related parties | 1,080 | 1,214 |
| Total current liabilities | 221,561 | 247,527 |
| TOTAL LIABILITIES | 889,920 | 996,842 |
| TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES | 1,485,852 | 1,509,452 |

CONSOLIDATED STATEMENT OF CASH FLOWS

| (In thousands of Euro) | At June 30, 2021 | At June 30, 2020 |
|---|------------------|------------------|
| Profit before taxes | 40,398 | 30,086 |
| Depreciation and amortisation | 37,482 | 58,537 |
| Impairment of receivables and other provisions, net | 1,889 | 3,856 |
| <i>Performance Share Plan</i> | 12,280 | 251 |
| Net financial charges | 21,013 | 13,219 |
| Income from investments | 55 | (66) |
| Cash flow from/(used in) operating activities before changes in working capital | 113,118 | 105,883 |
| Change in operating working capital | 4,406 | 1,644 |
| Change in other working capital items | (4,560) | (7,518) |
| Change in provisions for risks and charges, deferred taxes and other liabilities | (2,253) | (2,789) |
| Cash flow from changes in working capital | (2,408) | (8,863) |
| Income taxes paid | (18,164) | (35,207) |
| Cash flow from/(used in) operating activities | 92,546 | 62,013 |
| Additions to intangible assets | (15,847) | (15,624) |
| Investments in property, plant and equipment | (1,321) | (1,496) |
| Disposals of intangible assets and property, plant and equipment | 376 | 82 |
| Financial income | 389 | 362 |
| Acquisitions net of acquired cash | (6,687) | (568) |
| Payment of deferred price Spazio Dati and Cerved Finline | - | (1,865) |
| Change in other non-current financial assets | (66) | 945 |
| Investment policy subscription | (1,000) | - |
| Acquisition of non-controlling interests | (18,411) | (83,653) |
| Cash flow from/(used in) investing activities | (42,567) | (101,818) |
| Change in short-term financial debt | (9,848) | (3,642) |
| Utilisation of Revolving Line/repayment | (10,000) | 30,000 |
| Repayment of loans | (4,000) | (566,000) |
| Raising of Term Loan | - | 563,000 |
| Charges linked to the raising of the new Term Loan Facility | - | (7,865) |
| Charges linked to the termination of IRS hedge contracts linked to the Forward Start loan | - | (6,492) |
| Interests paid | (7,228) | (8,536) |
| Purchase of treasury shares | (14,825) | - |
| Cash flow from/(used in) financing activities | (45,901) | 465 |
| Net change in cash and cash equivalents | 4,078 | (39,340) |
| Cash and cash equivalents at the beginning of the period | 56,516 | 86,211 |
| Cash and cash equivalents at the end of the period | 60,594 | 46,871 |
| Difference | 4,078 | (39,340) |

STATEMENT OF CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY

| (In thousands of Euro) | Share capital | Statutory reserve | Additional paid-in capital | Other reserves | Net profit attributable to owners of the parent | Consolidated shareholders' equity attributable to owners of the parent | Shareholders' equity attributable to non-controlling interests | Total shareholders' equity |
|--|---------------|-------------------|----------------------------|-----------------|---|--|--|----------------------------|
| Balance at December 31, 2019 | 50,521 | 10,104 | 432,181 | (62,682) | 84,621 | 484,745 | 33,940 | 518,685 |
| Appropriation of the 2019 result | | | | 54,621 | (54,621) | - | | - |
| Performance Share Plan | | | | 260 | | 260 | (9) | 251 |
| Acquisition of non-controlling interests | | | | (26,961) | | (26,961) | (16,289) | (43,250) |
| Total transactions with owners | - | - | - | 27,919 | (54,621) | (26,702) | (16,297) | (42,999) |
| Net profit | | | | | 18,048 | 18,048 | 1,503 | 19,552 |
| Other changes in statement of comprehensive income | | | | 4,575 | | 4,575 | 24 | 4,575 |
| Comprehensive net profit | - | - | - | 4,575 | 18,048 | 22,624 | 1,528 | 24,151 |
| Values at June 30, 2020 | 50,521 | 10,104 | 432,181 | (30,187) | 18,048 | 480,667 | 19,170 | 499,839 |

| (In thousands of Euro) | Share capital | Statutory reserve | Additional paid-in capital | Other reserves | Net profit attributable to owners of the parent | Consolidated shareholders' equity attributable to owners of the parent | Shareholders' equity attributable to non-controlling interests | Total shareholders' equity |
|--|---------------|-------------------|----------------------------|-----------------|---|--|--|----------------------------|
| Balance at December 31, 2020 | 50,521 | 10,104 | 432,181 | (27,272) | 25,655 | 491,189 | 21,420 | 512,609 |
| Appropriation of the 2020 result | | | | 25,655 | (25,655) | - | | - |
| Performance Share Plan | | | | 12,279 | | 12,279 | 2 | 12,281 |
| Purchase of treasury shares | | | | (14,825) | | (14,825) | | (14,825) |
| Acquisition of non-controlling interests | | | | 6,396 | | 6,396 | (6,396) | - |
| Total transactions with owners | - | - | - | 29,504 | (25,655) | 3,849 | (6,394) | (2,545) |
| Net profit | | | | | 83,696 | 83,696 | 588 | 84,284 |
| Other changes in statement of comprehensive income | | | | 1,576 | | 1,576 | 7 | 1,583 |
| Comprehensive net profit | - | - | - | 1,576 | 83,696 | 85,272 | 595 | 85,867 |
| Values at June 30, 2021 | 50,521 | 10,104 | 432,181 | 3,809 | 83,696 | 580,310 | 15,621 | 595,931 |

EXPLANATORY NOTES TO THE HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

GENERAL INFORMATION

Cerved Group (hereinafter "Cerved Group" or the "Company") is a corporation established on March 14, 2014, domiciled in Italy, with registered office at Via dell'Unione Europea 6/A-B, in San Donato Milanese, and organized in accordance with the laws of the Italian Republic.

CRITERIA FOR THE PREPARATION OF THE HALF-YEAR CONSOLIDATED FINANCIAL STATEMENTS

1.1 REFERENCE ACCOUNTING STANDARDS

The Consolidated Half-Year Financial Statements at June 30, 2021 were prepared in compliance with the provisions of Art. 154-ter of Legislative Decree No. 58 of February 24, 1998 (Consolidated Finance Act - TUF) as subsequently amended and integrated and in application of IAS 34. It does not include all the information required by the IFRS in the preparation of the annual financial statements and must therefore be read in conjunction with the consolidated financial statements at December 31, 2020, prepared in compliance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and ratified by the European Union. By IFRS it is also intended all the reviewed international accounting standards (IAS) and all the interpretations of the International Financial Reporting Interpretations Committee (IFRIC), previously called Standing Interpretations Committee (SIC).

In particular, please note that the statement of comprehensive income, the statement of financial position, the statement of changes in shareholders' equity and the statement of cash flows are prepared in the extended form and are the same adopted for the consolidated financial statements at December 31, 2020. The explanatory notes reported below, however, are presented in summary form and therefore do not include all the information required for annual financial statements. In particular, please note that as provide for by IAS 34, in order to avoid the duplication of information already published, the commentary refers exclusively to those components of the statement of comprehensive income, the statement of financial position, the statement of changes in the shareholders' equity and the statement of cash flows whose composition or change, by amount, nature or because it is unusual, are essential for the purposes of understanding the economic, financial and assets position of the Group.

The Half-Year Consolidated Financial Statements at June 30, 2021 is made up of the statement of comprehensive income, the statement of financial position, the statement of changes in shareholders' equity and the statement of cash flows and these explanatory notes. In the presentation of these financial statements the comparative data provided is that required by IAS 34 (December 31, 2020 for the statement of financial position, June 30, 2021 for the statement of comprehensive income and for the statement of cash flows).

The Half-Year Consolidated Financial Statements at June 30, 2021 were approved by the Board of Directors of Cerved Group S.p.A.

on July 29, 2021, which authorised their publication on the same day.

This document is subject to a limited statutory audit.

1.2 ESTIMATES AND ASSUMPTIONS

In the preparation of the Half-Year Consolidated Financial Statements and relative Explanatory Notes in application of IAS 34, Directors are required to apply accounting standards and methods that, in some cases, rely on difficult and subjective assessments and estimates, based on historical experience and assumptions that, in each case, are deemed reasonable and realistic in the corresponding circumstances. The adoption of these estimates and assumptions affects the amounts shown in the financial statement schedules, including the statement of financial position, the statement of comprehensive income and the statement of cash flows, as well as the disclosures provided. Final results for the line items for which the above mentioned estimates and assumptions were used could differ from those shown in the financial statements due to the uncertainty that characterizes the assumptions and the conditions upon which the estimates are based.

The areas for which Directors are required to use greater subjectivity in developing estimates and for which a change in the conditions underlying the assumptions used could have a material impact on the financial statements are reviewed below.

a) **Impairment of assets**

In accordance with the accounting standards applied by the Group, property, plant and equipment and intangible assets must be tested to determine if an impairment has occurred, which is recognised by means of a write-downs, when there are indicators showing that it may be difficult to recover the net carrying amount of the assets through their use. The determination of the existence of such indicators requires, on the part of the Board of Directors, the development of subjective valuations, based on information available within the Group and in the market and on past experience. Moreover, if it can be determined that a potential impairment may have occurred, the Group must quantify the impairment using appropriate valuation techniques. The correct identification of the elements indicating the existence of a potential impairment of property, plant and equipment, intangible assets and investment property and the estimates required to measure the impairment are based on factors that can vary over time, with an impact on the valuations and estimates made by the Directors.

b) **Depreciation and amortisation**

The cost of property, plant and equipment and intangible assets is depreciated and amortised, respectively, on a straight line over the estimated useful lives of the assets. The useful economic lives of these assets are determined by the Directors when the assets are acquired; they are based on past experience for similar assets, market conditions and projections about future events that could have an impact on the useful lives of the assets, such as changes in technology. Consequently, the actual economic life could differ from the estimated useful life.

c) Provision for impairment of receivables

The provision for impairment of receivables reflects estimates of projected losses for the Group's portfolio of receivables. The provisions for projected impairment of receivables recognised were estimated based on past experience for receivables posing a similar credit risk, current and past unpaid amounts, and a careful monitoring of the quality of the portfolio of receivables and current and projected conditions in the economy and the reference markets. Estimates and assumptions are revised periodically and the effects of any change are reflected in the income statement for the year to which they are attributable.

d) Employee benefits

The present value of the retirement benefit obligations recognised in the financial statements depends on independent actuarial computations and various assumptions taken into consideration. Any changes in these assumptions or the discount rate applied are promptly reflected in the computation of the present value and could have a significant impact on financial statement data. The assumptions used for actuarial computation purposes are reviewed each year.

The present value is determined by discounting future cash flows at an interest rate equal to that of high-quality corporate bonds issued in the currency in which the liability will be settled and taking into account the duration of the corresponding pension plan. For additional information see Note 6.5 "Personnel costs" and Note 6.28 "Employee benefits".

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

e) Derivatives

Derivatives, executed mainly to hedge risks related to fluctuations in financial charges, are valued in the same manner as securities held for trading, are measured at fair value through profit or loss and are classified into other current or non-current assets or liabilities. The fair value of financial derivatives is determined based on market prices or, if these are not available, it is estimated with appropriate valuation techniques based on up-to-date financial variables used by market operators and, whenever possible, taking into account recorded prices for recent transactions involving similar financial instruments. When there is objective evidence of impairment, asset-side derivatives are shown net of the amounts set aside in the corresponding provision for impairment.

Derivatives are classified as hedging instruments when the relationship between the derivative and the hedged item is formally documented and the effectiveness of the hedge, tested periodically, is high. Compliance with the requirements defined in IAS 39 to qualify for hedge accounting is verified periodically. Changes in the fair value of derivatives that do not qualify for hedge accounting are recognised in profit or loss.

Option contracts concerning non-controlling interests in subsidiaries executed with minority shareholders are recognised, on the date of execution, as financial liabilities with the offsetting entry posted to other equity reserves; the value of these financial liabilities is periodically adjusted with any changes occurring after initial recognition recognised in profit or loss.

1.3 SUMMARY OF ACCOUNTING STANDARDS

The accounting standards applied to develop the quantitative data presented in the income statement, statement of financial position and statement of cash flows at June 30, 2021 are the International Accounting Standards (IAS), the International Financial Reporting Standards (IFRS) and the corresponding interpretations published by the IASB and endorsed by the European Union as of the end of the reporting period.

The accounting standards and the consolidation criteria adopted for the preparation of the Half-Year Consolidated Financial Statements comply with those adopted for the preparation of the consolidated financial statements of the Group at December 31, 2020.

In the preparation of this Half-Year Consolidated Financial Statements, management is required to apply estimates and assumptions that affect the amounts shown in the financial statements for revenues, costs, assets and liabilities and the disclosures concerning contingent assets and liabilities at the end of the reporting period. If in the future these estimates and assumptions, which are based on the best estimates by the Board of Directors, were to differ from actual circumstances, they would be appropriately revised in the period in which the aforementioned circumstances may occur.

The table below lists the international accounting standards, interpretations and amendments to existing accounting standards and interpretations or specific provisions set forth in standards and interpretations approved by the IASB, showing which ones were endorsed or not endorsed for adoption in Europe as of the date of this document:

| <i>Description</i> | <i>Endorsed as of the date of this document</i> | <i>Effective date of the standard</i> |
|--|---|--|
| <i>IFRS 17 Insurance Contracts</i> | <i>No</i> | <i>Years beginning on or after January 1, 2023</i> |
| <i>Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current</i> | <i>No</i> | <i>Years beginning on or after January 1, 2023</i> |
| <i>Amendments to IFRS 3 Business Combinations</i> | <i>No</i> | <i>Years beginning on or after January 1, 2022</i> |
| <i>Amendments to IAS 16 Property, Plant and Equipment</i> | <i>No</i> | <i>Years beginning on or after January 1, 2022</i> |
| <i>Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets</i> | <i>No</i> | <i>Years beginning on or after January 1, 2022</i> |
| <i>Annual Improvements 2018-2020</i> | <i>No</i> | <i>Years beginning on or after January 1, 2022</i> |
| <i>Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies</i> | <i>No</i> | <i>Years beginning on or after January 1, 2023</i> |
| <i>Amendments to IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates</i> | <i>No</i> | <i>Years beginning on or after January 1, 2023</i> |

It should be noted that no accounting standards and/or interpretations have been applied in advance, which have not been endorsed and whose application would be mandatory for periods beginning after January 1, 2021.

2. SCOPE OF CONSOLIDATION AND CONSOLIDATION CRITERIA

The Consolidated Financial Statements include the financial statements of the Parent Company and those of companies in which the Parent Company controls directly or indirectly the majority of the votes that can be cast at an ordinary shareholders' meeting.

A list of companies consolidated line by line or by the equity method at June 30, 2021 is provided below:

| Company | Registered office | Share capital | % interest held | Consolidation method |
|---|---------------------|---------------|-----------------|-----------------------------|
| Cerved Group S.p.A. (Parent Company) | San Donato Milanese | 50,521 | - | <i>Line by line</i> |
| Cerved Credit Collection S.p.A. | San Donato Milanese | 150 | 100.00% | <i>Line by line</i> |
| Cerved Credit Management Group S.r.l. | San Donato Milanese | 56 | 100.00% | <i>Line by line</i> |
| Cerved Credit Management S.p.A. | San Donato Milanese | 1,000 | 100.00% | <i>Line by line</i> |
| Cerved Legal Services S.r.l. | San Donato Milanese | 50 | 100.00% | <i>Line by line</i> |
| Cerved Rating Agency S.p.A. | San Donato Milanese | 150 | 100.00% | <i>Line by line</i> |
| Cerved Master Services S.p.A. | San Donato Milanese | 9,000 | 100.00% | <i>Line by line</i> |
| Spazio Dati S.r.l. | Trento | 22 | 91.74% | <i>Line by line</i> |
| S.C. Re Collection S.r.l. | Romania | 110 | 100.00% | <i>Line by line</i> |
| ClickAdv S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Major 1 S.r.l. | San Donato Milanese | 11 | 100.00% | <i>Line by line</i> |
| Juliet Holding S.p.A. | San Donato Milanese | 6,000 | 100.00% | <i>Line by line</i> |
| Credit Management S.r.l. | Bari | 30 | 100.00% | <i>Line by line</i> |
| Juliet S.p.A. | Siena | 50 | 100.00% | <i>Line by line</i> |
| Cerved Credit Management Greece S.A. | Athens (Greece) | 500 | 100.00% | <i>Line by line</i> |
| Pro Web Consulting S.r.l. | San Donato Milanese | 100 | 90.00% | <i>Line by line</i> |
| Cerved Property Services Single Member S.A. | Athens (Greece) | 666 | 100.00% | <i>Line by line</i> |
| Cerved Property Services S.A. | Romania | 115 | 100.00% | <i>Line by line</i> |
| Cerved Finline S.r.l. | Turin | 10 | 100.00% | <i>Line by line</i> |
| MBS Consulting S.p.A. | Milan | 264 | 66.37% | <i>Line by line</i> |
| MBS Consulting S.r.l. | Milan | 30 | 66.37% | <i>Line by line</i> |
| Innovation team S.r.l. | Milan | 40 | 66.37% | <i>Line by line</i> |
| Experian Italia S.p.A. | Rome | 1,980 | 4.65% | <i>Shareholders' equity</i> |
| La Scala - Cerved società tra avvocati a responsabilità limitata | Milan | 75 | 33.33% | <i>Shareholders' equity</i> |
| Palio 2 | Milan | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 10 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 20 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 30 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 40 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 50 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 60 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 70 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 80 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 90 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Galileo SPV 100 S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Cerved AML S.r.l. | Rome | 10 | 100.00% | <i>Line by line</i> |
| Cerved Aisp S.r.l. | San Donato Milanese | 10 | 100.00% | <i>Line by line</i> |
| Ref-E S.r.l. | Milan | 38 | 66.37% | <i>Line by line</i> |

All subsidiaries close their financial statements on the same date as Cerved Group S.p.A., the Group's Parent Company, except for Experian Italia S.p.A., which closes its financial statements on March 31. The financial statements of subsidiaries that were prepared in accordance with accounting standards different from the IFRSs adopted by the Group's Parent Company were restated as necessary to make them consistent with the Parent Company's accounting standards.

3. RISK MANAGEMENT

3.1 Financial risk factors

The Group's operations are exposed to the following risks: (i) market risk (defined as foreign exchange and interest rate risk), (ii) credit risk (regarding both regular sales transactions with customers and financing activities) and (iii) liquidity risk (regarding the availability of financial resources and access to the credit market and financial instruments in general).

The Group's objective is to maintain over time a balanced handling of its financial exposure, capable of ensuring that the structure of its liabilities is in harmony with the asset composition in its financial statements and delivering the necessary operating flexibility through the combined use of liquidity generated by current operating activities and bank financing.

The ability to generate liquidity through the operating activities, coupled with its borrowing ability, enables the Group to adequately meet its operating needs, in terms of financing its operating working capital and funding its investments, and meet its financial obligations.

The Groups' financing policy and the management of the related financial risks are guided and monitored at the central level. Specifically, the central Finance Department is responsible for assessing and approving projected financing needs, monitoring developing trends and, when necessary, taking corrective actions. In addition, the central Finance Department contributes to the development of the Group's financing and cash management policies, seeking to optimise the management of financial and cash flows and related risks. This activity is carried out in cooperation with the management of the divisions, as all decisions are made specifically taking into consideration the Group's operating needs, as approved and revised by the Board of Directors.

The financing tools most frequently used by the Group include the following:

- medium/long-term borrowings to fund investments in non-current assets;
- short-term borrowing and utilisation of bank account overdraft facilities to finance working capital.

The following section provides qualitative and quantitative disclosures on the impact of such risks on the Group.

Market Risk

Foreign Exchange Risk

The exposure to the risk of fluctuations in foreign exchange rates derives from the pursuit of activities in currencies different from the euro. The Group operates primarily in Italy and most of the revenues and purchases of services in foreign countries involve countries that are members of the European Union. Consequently, the Group is not exposed to the risk of fluctuations in the exchange rates of foreign currencies versus the Euro.

Interest Rate Risk

The Group uses external financial resources in the form of borrowings and invests available liquid assets in bank deposits. Changes in market interest rates affect borrowing costs and the yields of different types of investments, with an impact on the level of the Group's financial charges and financial income.

The Group, being exposed to fluctuations in interest rates insofar as they affect the debt related financial charges, regularly assesses its exposure to the risk of interest rate changes and manages this risk with interest rate financial derivatives, interest rate swaps (IRS) mainly, executed exclusively for hedging purposes.

Between June 30, 2020 and July 1, 2020 Interest Rate Swap (IRS) contracts were underwritten with eight primary banks, for a nominal value of Euro 545 million, for the total hedge of the interest rate risk of the "Term Loan Facility A" contract.

The Euribor is the interest rate to which the Group is most exposed.

Detailed information about financial instruments outstanding at the reporting date is provided in Note 6.26 "Current and non-current borrowings."

Credit Risk

Financial Credit Risk

The financial credit risk refers to the inability of a counterparty to fulfil its obligations. At June 30, 2021, the Group's liquid assets were invested in bank accounts with top-rated credit institutions.

Commercial Credit Risk

The commercial credit risk derives mainly from trade receivables. To minimise the credit risk related to commercial counterparties, the Group established internal procedures that call for a preventive verification of a customer's solvency prior to accepting a contract through a rating analysis based on Cerved data.

Moreover, there is a procedure for the collection and management of trade receivables that calls for sending written reminders in the event of late payments, followed by gradually more aggressive actions (mailing of payment reminder letter, telephone payment requests, threats of legal action and legal action).

Lastly, trade receivables carried in the financial statements are individually analysed and when positions are found to present conditions that make them partially or fully uncollectible, they are written down. The amount of the impairment reflects an estimate of recoverable cash flows and the corresponding date of collection. For receivables that are not individually written down, provisions that take into account historical experience and statistical data are recognised on an aggregate basis. See Note 6.19 for additional information about the provision for impairment of receivables.

Liquidity Risk

The liquidity risk refers to the potential inability to secure, on affordable terms, the financial resources needed for the Group's operations. The two main factors that affect the Group's liquidity are:

- The financial resources generated or absorbed by the operating and investing activities;

- The maturity characteristics of financial debt.

The Group's liquidity needs are monitored by the central cash management function with the aim of ensuring the effective procurement of financial resources and an adequate investment of and return on liquid assets.

Management believes that the funds and credit lines currently available, combined with those that will be generated by the operating and financing activities, will enable the Company to meet its needs with regard to investing activities, working capital management and the repayment of debt at the contractual maturities, also in the light of the negative impacts of the COVID-19 health emergency. At June 30, 2021 the group has the option to use Euro 150 million relative to the Revolving Credit Facility, which as at June 30, 2021 have not yet been used.

With regard to the exposure to trade payables, there is no significant supplier concentration.

3.2 Capital management

The Group's objective is to create value for its shareholders. Special attention is paid to the debt level relative to shareholders' equity and EBITDA, while pursuing objectives of profitability and operating cash flow generation.

3.3 Estimate of fair value

The fair value of financial instruments listed on an active market is based on market prices on the date of the financial statements. The fair value of instruments that are not listed on an active market is determined using valuation techniques based on a series of methods and assumptions tied to market conditions on the reporting date.

The classification of the fair value of financial instruments based on hierarchical levels is as follows:

Level 1: determination of fair value based on listed prices (unadjusted) for identical financial instruments in active markets;

Level 2: determination of fair value based on valuation techniques that reference variables observable in active markets;

Level 3: determination of fair value based on valuation techniques that reference variables not observable in active markets.

The assets and liabilities measured at fair value, presented in these half-year consolidated financial statements, relate to derivative instruments, classified under level 2 and listed in the item Current and non-current borrowings, and mainly by the investment in SIA S.p.A., classified under level 3, as summarised in the table below.

| | At June 30, 2021 | | | |
|--|------------------|----------------|--------------|----------------|
| | Level 1 | Level 2 | Level 3 | Total |
| <i>(in thousands of Euro)</i> | | | | |
| Financial assets measured at fair value through OCI | 49 | | 4,991 | 5,040 |
| Financial assets measured at fair value through profit or loss | | 417 | | - |
| Total | 49 | - | 4,991 | 5,040 |
| Derivatives | | (5,176) | | (5,176) |
| Total | - | (5,176) | - | (5,176) |

4. SEGMENT INFORMATION

The Board of Directors identified the following operating segments, which encompass all of the services and products supplied to customers:

- Risk Management;
- Marketing Intelligence;
- Credit Management.

The results of the operating segments are measured through an analysis of the trend for Adjusted EBITDA, defined as earnings for the period before depreciation and amortisation, non-recurring income and charges, financial income and charges, gains or losses on investments in associates and income taxes.

Moreover, Adjusted EBITDA provides a good indication of performance because they are not affected by the tax laws or depreciation and amortization policies.

The following tables report the revenues and Adjusted EBITDA of the operating sectors in the periods under consideration:

| (in thousands of Euro) | Period from January 1 to June 30, 2021 | | | | Period from January 1 to June 30, 2020 | | | |
|--|---|---------------------------|----------------------|----------------|---|---------------------------|----------------------|----------------|
| | Risk Intelligence | Marketing Intelligence | Credit Management | Total | Risk Intelligence | Marketing Intelligence | Credit Management | Total |
| Revenues by segment | 147,470 | 32,195 | 74,273 | 253,939 | 134,885 | 30,352 | 77,229 | 242,467 |
| Intra-segment revenues | (1,137) | (587) | (552) | (2,276) | (614) | (453) | (1,690) | (2,757) |
| Total revenues from third parties | 146,333 | 31,608 | 73,721 | 251,663 | 134,271 | 29,899 | 75,539 | 239,710 |
| Adjusted EBITDA | 76,498 | 9,909 | 19,316 | 105,723 | 69,640 | 6,737 | 23,004 | 99,382 |
| Adjusted EBITDA % | 52.3% | 31.3% | 26.2% | 42.0% | 51.9% | 22.5% | 30.5% | 41.5% |
| Performance Share Plan | | | | (2,328) | | | | (251) |
| Non-recurring financial income/(charges) | | | | (4,693) | | | | (14,206) |
| Depreciation and amortisation | | | | (37,236) | | | | (41,686) |
| Operating profit | | | | 61,465 | | | | 43,238 |
| Financial income | | | | 443 | | | | 12,467 |
| Financial charges | | | | (21,510) | | | | (9,826) |
| Non-recurring financial income/(charges) | | | | - | | | | (15,793) |
| Profit before taxes | | | | 40,398 | | | | 30,086 |
| Income taxes | | | | (15,915) | | | | (9,621) |
| Non-recurring taxes | | | | 59,800 | | | | (913) |
| Net profit | | | | 84,283 | | | | 19,552 |

5. BUSINESS COMBINATIONS

Acquisition of Ref-E S.r.l.

On June 11, 2021, 100% of the share capital of Ref-E S.r.l., a consulting company that supports subjects active in the energy sector by providing market research as well as forecasting models and scenario analyses, asset valuation support, due diligence and regulatory analysis, was purchased through the subsidiary MBS Consulting S.p.A..

The purchase price paid at the time of signing the contract amounts to Euro 7,087 thousand, an amount subject to price adjustment to be exercised within 45 working days from the signing of the purchase contract and to subsequent earn-out mechanisms based on future results.

The table below shows the results of the business combination:

| (in thousands of Euro) | |
|---|--------------|
| Purchase price paid at subscription | 7,087 |
| Price adjustment | 200 |
| Valuation of earn-out - supplementary price | 1,291 |
| Adjusted consideration | 8,578 |
| Net acquired assets | 2,327 |
| Goodwill | 6,251 |

The table below provides a breakdown of the book values of the acquired assets and assumed liabilities on the acquisition date.

| (In thousands of Euro) | Carrying amounts |
|------------------------------------|------------------|
| Property, plant and equipment | 339 |
| Intangible assets | 29 |
| Other non-current financial assets | 31 |
| Deferred tax assets | 19 |
| Trade receivables | 1,428 |
| Other receivables | 1 |
| Other current assets | 23 |
| Cash and cash equivalents | 3,435 |
| Acquired assets | 5,305 |
| Non-current loans | (237) |
| Employee benefits | (546) |
| Current loans | (85) |
| Trade payables | (776) |
| Current tax payables | (353) |
| Other tax payables | (24) |
| Other liabilities | (957) |
| Assumed liabilities | (2,978) |
| Net acquired assets | 2,327 |

The transaction led to the recognition of a goodwill of Euro 6,251 thousand, which was temporarily recognised as the Group availed itself of the option, granted by IFRS 3, of evaluating the price paid and the fair value of the net assets acquired within 12 months from the date of acquisition.

The table below shows the net cash flow deriving from the acquisition of Ref-E S.r.l.:

| <i>(In thousands of Euro)</i> | |
|--|----------------|
| Consideration paid | (7,087) |
| Cash and cash equivalents on the date of acquisition | 3,435 |
| Net cash flow deriving from the acquisition | (3,652) |

The transaction costs incurred, amounting to Euro 108 thousand, were recognised in full in the income statement.

6. NOTES TO THE CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME AND TO THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

6.1 Revenues

A breakdown of the item "Revenues" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|-------------------------------|------------------|------------------|
| Italy revenues | 240,904 | 220,143 |
| Foreign revenues | 10,278 | 9,764 |
| Total revenues | 251,182 | 229,908 |
| Changes in deferred revenues | 75 | 9,118 |
| Total | 251,257 | 239,025 |

"Deferred revenues" originate from services invoiced but not yet provided to customers at the end of the period and deferred to the following period in accordance with the accrual principle.

6.2 Other income

"Other income" for the period at June 30, 2021 amounted to Euro 9,056 thousand and breaks down as follows:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|-------------------------------|------------------|------------------|
| Sundry income | 332 | 520 |
| Insurance settlements | 74 | 165 |
| Other non-recurring revenues | 8,650 | 6,104 |
| Total | 9,056 | 6,789 |

The item "Other non-recurring revenues" includes:

- at June 30, 2021 the amount of Euro 8,650 thousand relating to the compensation paid to the indirect subsidiary Credit Management S.r.l. by Banca Popolare di Bari. The agreement finalised on July 22, 2021 relates to the compensation relative (i) to the transfer to AMCO (Asset Management Company S.p.A.) of a significant portion of the NPL and UTP loan portfolio and (ii) to the assignment of the sub-servicing of the credit management and recovery service to the Cerved Group only for a sub-section of the portfolio;
- as at June 30, 2020 the amount relative to the compensation due by Credito Valtellinese for Euro 6,104 thousand was recognised following the disposal of a portion of the loans portfolio, subject to arbitration as illustrated in the Report on Operations.

6.3 Cost of raw materials and other materials

The details of the item "Cost of raw materials and other materials" is reported below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|-------------------------------|------------------|------------------|
| Consumables | 58 | 112 |
| Cost of sales | - | 4 |
| Fuel | 202 | 193 |
| Total | 260 | 310 |

The items "Consumables" and "Fuel" refer mainly to costs for company-owned cars used by employees.

6.4 Cost of services

A breakdown of "Cost of services" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|---|------------------|------------------|
| Information services | 16,536 | 17,847 |
| Agents and sales agreement costs | 9,399 | 9,176 |
| Tax, administrative and legal consulting services | 2,023 | 1,981 |
| Advertising and marketing expenses | 713 | 738 |
| Maintenance and technical support costs | 6,276 | 5,050 |
| Utilities | 1,254 | 1,198 |
| Services for the Re-Marketing of assets | 438 | 257 |
| Costs for credit recovery services | 20,012 | 17,692 |
| Travel expenses and per diems | 267 | 971 |
| Costs for digital marketing services | 1,138 | 1,702 |
| Other consultancy and services costs | 5,129 | 3,520 |
| Costs for extraordinary transactions | 903 | 1,950 |
| Non-recurring costs | 1,805 | - |
| Total | 65,893 | 62,081 |

Regarding the trend of "Cost of services" compared with the previous year, some comments are in order:

- the cost for information services, equal to Euro 16,536 thousand, is down by -7.3% mainly due to the effect of the synergies deriving from the vertical integration of some partners (Cerved AML), and the drop in VIPO costs which reflect the trend in related revenues;
- agents and sales agreement costs amounted to Euro 9,399 thousand at June 30, 2021, slightly up compared to the previous period (+2.4%), and is in line with the growth in revenues generated by the Enasarco commercial network and by agreements with some trading partners;
- tax, administrative and legal consultancies, equal to Euro 2,023 thousand, are substantially in line with the previous period and mainly concern costs for legal and notarial consultancy and administrative consultancy for personnel, in addition to the legal audit of the accounts;
- the cost for credit recovery services, up and equal to Euro 20,012 thousand at June 30, 2021 (Euro 17,692 thousand at June 30, 2020) reflects the effects of the greater use of outsourcing of services according to the types of recovery and processing phases.

At June 30, 2021, the item "Costs for extraordinary transactions" included costs related to services rendered for due diligence activities and consultancy for extraordinary transactions amounting to Euro 903 thousand.

At June 30, 2021, the item "Non-recurring costs" refers for Euro 1,805 thousand to the costs relating to legal and financial advisors relating to the tender offer in progress.

6.5 Personnel costs

A breakdown of "Personnel costs" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Wages and salaries | 54,039 | 47,741 |
| Social security charges | 15,917 | 15,529 |
| Provision for severance indemnities | 2,824 | 3,566 |
| Other personnel costs | 120 | 1,133 |
| <i>Performance Share Plan</i> | 12,281 | 251 |
| Restructuring costs | 288 | 1,377 |
| Total staff costs | 85,468 | 69,595 |
| Associates' fees and social security contributions | 1,288 | 904 |
| Directors' fees and social security contributions | 3,036 | 3,731 |
| Total fees | 4,324 | 4,635 |
| Total | 89,792 | 74,230 |

The item "Personnel costs", totalling Euro 89,792 thousand at June 30, 2021 increased by Euro 15,562 thousand, essentially due to: (i) the recognition of the cost of the Performance Share Plan for Euro 12.3 million, of which Euro 10 million for the impact deriving from the partial acceleration of the remuneration plan; (ii) for the entry into the Group consolidation of Cerved AML S.r.l. from December 1, 2020, and (iii) for the effect of the lower consumption of holidays compared to the first half-year of 2020, where the use of residual holidays had been incentivised.

The decrease by Euro 1,013 thousand in the item "Other personnel costs" (Euro 120 thousand) compared to the first half-year of 2020 mainly relates to the interruption of the contract for the temporary secondment of employees of Banca Monte Paschi di Siena to Juliet S.p.A.. This interruption was gradually implemented in the second half-year of 2019, and was completed in March 2020.

It is also noted that restructuring costs included in personnel costs for Euro 288 thousand at June 30, 2021 refer to early retirement incentives paid to some employees as part of the integration and reorganisation process of Group companies.

Detailed information about the "Provision for severance indemnities" is provided in Note 6.28.

The table below shows a breakdown by category of the average number of Group employees:

| Average number of employees (in units) | At June 30, 2021 | At June 30, 2020 |
|---|------------------|------------------|
| Executives | 101 | 97 |
| Managers | 446 | 400 |
| Office workers | 2,220 | 2,115 |
| Total | 2,767 | 2,612 |

6.6 Other operating costs

A breakdown of "Other operating costs" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Rent | 1,102 | 1,259 |
| Automobile rentals and expenses for company cars | 553 | 578 |
| Other costs | 385 | 609 |
| Janitorial services | 271 | 364 |
| Employee cafeteria and meal vouchers | 1,221 | 752 |
| Total | 3,531 | 3,561 |

The item "Employee cafeteria and meal vouchers" increased compared to the previous period following the increase in the cost of canteen vouchers awarded to employees in smart working.

6.7 Impairment of receivables and other provisions

A breakdown of "Impairment of receivables and other provisions" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Impairment of trade receivables | 1,151 | 3,537 |
| Impairment of financial receivables | 380 | - |
| Other provisions for risks, net of reversals | 358 | 319 |
| Total | 1,889 | 3,856 |

For further details on the change in the provisions for risk and charges, please see the analysis included in Note 6.29.

6.8 Depreciation, amortization and write-downs

A breakdown of "Depreciation and amortisation" is as follows:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Amortisation of intangible assets | 31,542 | 36,105 |
| Depreciation of property, plant and equipment | 5,694 | 5,582 |
| Write-downs of intangible assets | 246 | - |
| Non-recurring write-downs of intangible assets | - | 16,850 |
| Total | 37,482 | 58,537 |

6.9 Non-recurring income and costs

As required by Consob Communication of July 28, 2006, the table below summarises the Group's non-recurring income and costs for the period ended June 30, 2021:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|--------------------------------|------------------|------------------|
| Indemnities | 8,650 | 6,104 |
| Non-recurring cost of services | (1,805) | - |
| Non-recurring write-downs | - | (16,850) |
| <i>Performance Share Plan</i> | (9,952) | - |
| Financial charges | - | (15,793) |
| Non-recurring taxes | 59,800 | (913) |
| Total | 56,693 | (27,452) |

The **non-recurring components**, equal to an income of Euro 56,693 thousand, compared to charges of Euro 30,913 thousand in 2020, mainly concern:

- a non-recurring income related to the compensation from Banca Popolare di Bari for Euro 8,650 thousand, as described in the paragraph "Significant events of the first half-year";
- the item "Non-recurring costs for services" refers for Euro 1,805 thousand to the costs relating to legal and financial advisors for the tender offer in progress.
- the non-recurring cost of Euro 9,952 thousand relating to the advance of the Performance Share Plan and the adjustment of the related fair value;
- non-recurring taxes for the year for Euro 59,800 thousand and the relative impact of tax realignment in accordance with the regulations envisaged by the "Urgent measures to support and relaunch the economy" (so-called August Decree, Art. 100, par. 8-8bis of the Law Decree of August 14, 2020).

6.10 Financial income

A breakdown of "Financial income" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Bank interest income | 6 | 23 |
| Other interest income | 381 | 113 |
| Foreign exchange gains | - | 160 |
| Adjustment of financial liability for minority shareholders' options and fair value of the options | - | 12,105 |
| Total | 388 | 12,401 |

As at June 30, 2020 the item showed an impact of Euro 12,105 thousand due to the effect of the value adjustment of the options subscribed with minority shareholders of MBS Consulting S.p.A. and Pro Web Consulting S.r.l. following the updating of the calculation of expected results reviewed downward mainly because of the impact of COVID-19.

6.11 Financial charges

A breakdown of "Financial charges" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|--|------------------|------------------|
| Interest expense on loan | 5,690 | 5,253 |
| Financial component of employee benefits | 28 | 51 |
| Fees and other interest expense | 1,413 | 1,585 |
| Interest payable on Options and <i>Earn Outs</i> | 12,138 | 796 |
| <i>Amortised cost of financing</i> | 1,243 | 1,583 |
| Financial charges for derivatives | 998 | 559 |
| Non-recurring financial charges | - | 15,793 |
| Total | 21,510 | 25,620 |

The item "Interest expense related to options and earn-outs" mainly includes the adjustment of the value of short and long-term payables linked to put options underwritten with the minority shareholders of MBS Consulting S.p.A. and Pro Web Consulting S.r.l. and the earn-outs agreed in conjunction with the acquisition of the companies Euro Legal Services S.r.l. and Cerved Property Services S.A., Cerved AML S.r.l. and Ref-E S.r.l..

6.12 Income taxes

A breakdown of "Income taxes" is provided below:

| <i>(In thousands of Euro)</i> | At June 30, 2021 | At June 30, 2020 |
|---------------------------------------|------------------|------------------|
| Current regional income taxes (IRAP) | 3,689 | 3,481 |
| Current corporate income taxes (IRES) | 14,552 | 12,852 |
| Prior-period tax (benefits)/charges | (398) | (374) |
| Deferred tax assets and liabilities | (1,929) | (6,338) |
| Non-recurring taxes | (59,800) | 913 |
| Total | (43,886) | 10,534 |

Current taxes were computed based on the tax rates in effect.

The company has decided to avail itself of the option granted to the subjects that adopt the international accounting standards, together with the right for the OIC-adopters, to realign the divergences between tax and accounting values relating to certain tangible and intangible assets, within the scope of "Urgent measures to support and relaunch the economy" promulgated by the Government to support entrepreneurial activities depressed by the state of health emergency in place since last March 2020.

The company therefore proceeded, pursuant to Art. 110, par. 8 and 8-bis of Law Decree No. 104 of August 14, 2020:

- to realign the tax value of the so-called Customer Relationships and the Trademarks to their higher carrying amount recorded in the Company's financial statements at December 31, 2020, equal to Euro 224,238 thousand and Euro 15,927 thousand, respectively, through the payment of a substitute tax of 3%, calculated on the amount subject to realignment;
- to recognise the cost for the substitute tax equal to Euro 7,206 thousand, whose first instalment (equal to Euro 2,402 thousand) was paid on June 25, 2021. The second and third instalments will be paid respectively in June 2022 and 2023;
- to release the related deferred tax liabilities, amounting to Euro 67,006 thousand.

Following the option for realignment - which will be fully indicated in the tax return, in accordance with current legislation - the share premium reserve must be construed as restricted, for an amount equal to Euro 233 million, as a tax suspension reserve for tax purposes, to which the provisions of Art. 13, paragraph 3 of Law 342/2000 apply.

On this point, please note that the assets to which this regulation was applied emerged in the financial statements of Cerved Group S.p.A. following the merger by incorporation, carried out in 2018, of Cerved Group S.p.A. and Consit Italia S.p.A. into Cerved Information Solutions S.p.A. (which, following the merger, took the name of Cerved Group S.p.A.) and derive from the Purchase Price Allocation report prepared at the time of the merger, carried out in 2013, between Cerved Holding S.p.A. and the then Cerved Group S.p.A. into Cerved. Technologies S.p.A. (which, following the merger, had taken the name of Cerved Group S.p.A.).

Lastly, it is recalled that at June 30, 2021, as in the 2020 financial year, current taxes do not discount any benefits relating to the optional facilitated taxation regime "Patent Box" (Art. 1, paragraphs from 37 to 45, of Law No. 190 of December 23, 2014, Art. 5 of Legislative Decree No. 3 of January 24, 2015), in consideration of the fact that the agreement with the Revenue Agency for the application of the same on the basis of the new criteria of the 2020-2024 five-year period has not yet been defined and agreed.

6.13 Property, plant and equipment

At June 30, 2021, "Property, plant and equipment" amounted to Euro 54,506 thousand.

| <i>(In thousands of Euro)</i> | Land and buildings | Rights of use (IFRS 16) | Electronic equipment | Furniture and fixtures | Other assets | Total |
|--------------------------------------|--------------------|-------------------------|----------------------|------------------------|--------------|---------------|
| Balance at December 31, 2019 | 6,528 | 42,145 | 3,139 | 1,717 | 8,430 | 61,959 |
| Change in scope of consolidation | - | - | 4 | - | - | 4 |
| Additions | - | 1,041 | 708 | 72 | 714 | 2,535 |
| Disposals – historical cost | | (338) | | | (338) | (676) |
| Disposals – accumulated depreciation | | 338 | | | 256 | 593 |
| Disposals – net | - | - | - | - | (82) | (82) |
| Depreciation | (304) | (2,474) | (954) | (173) | (1,676) | (5,582) |
| Values at June 30, 2020 | 6,224 | 40,712 | 2,901 | 1,616 | 7,380 | 58,832 |
| <i>Breakdown:</i> | | | | | | |
| - Historical cost | 16,053 | 56,125 | 26,826 | 4,880 | 26,613 | 132,497 |
| - Accumulated depreciation | (9,828) | (15,413) | (23,925) | (3,265) | (19,233) | (73,664) |

| <i>(In thousands of Euro)</i> | Land and buildings | Rights of use (IFRS 16) | Electronic equipment | Furniture and fixtures | Other assets | Total |
|--------------------------------------|--------------------|-------------------------|----------------------|------------------------|--------------|---------------|
| Balance at December 31, 2020 | 3,961 | 42,453 | 2,137 | 1,785 | 8,240 | 58,576 |
| Change in scope of consolidation | - | 316 | - | - | 23 | 339 |
| Additions | - | 36 | 61 | 70 | 1,190 | 1,357 |
| Disposals – historical cost | | | | | (784) | (784) |
| Disposals – accumulated depreciation | | | | | 713 | 713 |
| Disposals – net | - | - | - | - | (71) | (71) |
| Depreciation | (83) | (2,753) | (744) | (222) | (1,893) | (5,694) |
| Values at June 30, 2021 | 3,878 | 40,052 | 1,454 | 1,633 | 7,489 | 54,506 |
| <i>Breakdown:</i> | | | | | | |
| - Historical cost | 6,883 | 58,504 | 26,842 | 5,420 | 28,712 | 126,361 |
| - Accumulated depreciation | (3,004) | (18,452) | (25,387) | (3,787) | (21,222) | (71,852) |

Additions for the period totalled Euro 1,357 thousand. The main items included:

- (i) Euro 61 thousand for the replacement of hardware finalised at increasing the efficiency of the operating structure;
- (ii) Euro 940 thousand for the replacement of the company's car fleet.

The category Rights of Use includes the discounted value of future cash flows linked to the lease agreements of corporate, commercial and operating sites of the Companies of the Group.

No impairment indicators were recognised during the half-year, nor significant changes relating to the assessment of the recoverability of the value recognised in the balance sheet for property, plant and equipment.

6.14 Intangible assets

At June 30, 2021, "Intangible assets" amounted to Euro 345,831 thousand.

| (In thousands of Euro) | Software | Trademarks and other rights | Customer Relationships | Economic information databases | Other intangible assets | Total |
|--------------------------------------|---------------|-----------------------------|------------------------|--------------------------------|-------------------------|----------------|
| Balance at December 31, 2019 | 35,525 | 21,752 | 284,344 | 18,091 | 41,365 | 401,077 |
| Change in scope of consolidation | 11 | - | - | - | 125 | 136 |
| Additions | 9,317 | - | - | 5,545 | 757 | 15,619 |
| Disposals – historical cost | | | | | | - |
| Disposals – accumulated amortisation | | | | | | - |
| Disposals – net | - | - | - | - | - | - |
| Amortisation | (8,162) | (3,413) | (11,902) | (6,281) | (6,347) | (36,105) |
| Non-recurring write-downs | | | | | (2,063) | (2,063) |
| Values at June 30, 2020 | 36,692 | 18,339 | 272,441 | 17,355 | 33,838 | 378,663 |
| <i>Breakdown:</i> | | | | | | |
| - <i>Historical cost</i> | 179,387 | 38,878 | 441,273 | 316,069 | 192,000 | 1,169,607 |
| - <i>Accumulated amortisation</i> | (142,696) | (20,540) | (168,833) | (298,714) | (158,161) | (788,944) |

| (In thousands of Euro) | Software | Trademarks and other rights | Customer Relationships | Economic information databases | Other intangible assets | Total |
|--------------------------------------|---------------|-----------------------------|------------------------|--------------------------------|-------------------------|----------------|
| Balance at December 31, 2020 | 39,156 | 14,740 | 259,218 | 17,525 | 31,105 | 361,744 |
| Change in scope of consolidation | 4 | - | - | - | 24 | 29 |
| Additions | 9,239 | - | 545 | 6,022 | 41 | 15,847 |
| Disposals – historical cost | | | | | | - |
| Disposals – accumulated amortisation | | | | | | - |
| Disposals – net | - | - | - | - | - | - |
| Amortisation | (6,990) | (3,390) | (11,760) | (6,094) | (3,308) | (31,542) |
| Non-recurring write-downs | | | | | (246) | (246) |
| Values at June 30, 2021 | 41,409 | 11,350 | 248,003 | 17,453 | 27,611 | 345,831 |
| <i>Breakdown:</i> | | | | | | |
| - <i>Historical cost</i> | 199,109 | 38,683 | 440,470 | 328,434 | 192,611 | 1,199,307 |
| - <i>Accumulated amortisation</i> | (157,700) | (27,333) | (192,467) | (310,981) | (164,995) | (853,476) |

Investments totalled Euro 15,847 thousand and refer mainly to projects carried out during the period to develop new products and software (Euro 9,239 thousand) and investments in economic information databases (Euro 6.022 thousand).

6.15 Goodwill

At June 30, 2021, the Cerved goodwill was allocated to the different operating segments/CGUs as follows:

| (in thousands of Euro) | At December 31, 2020 | Increases | Write-downs | At June 30, 2021 |
|---------------------------------------|----------------------|--------------|-------------|------------------|
| Risk Intelligence | 616,393 | | | 616,393 |
| Risk Intelligence – FinLine | 570 | | | 570 |
| Risk Intelligence – Integrate | 788 | | | 788 |
| Risk Intelligence – AML | 2,439 | 86 | | 2,525 |
| Marketing Intelligence – Cerved Group | 27,919 | | | 27,919 |
| Marketing Intelligence – Spazio Dati | 8,387 | | | 8,387 |
| Marketing Intelligence – MBS | 11,391 | | | 11,391 |
| Marketing Intelligence – Ref-E | - | 6,251 | | 6,251 |
| Marketing Intelligence – ClickAdV | - | | | - |
| Marketing Intelligence – ProWeb | 2,648 | | | 2,648 |
| Credit Management | 68,794 | | | 68,794 |
| Credit Management – Bari | 3,499 | | | 3,499 |
| Credit Management – CPS | 4,022 | | | 4,022 |
| Total | 746,850 | 6,337 | - | 753,187 |

The increase in the financial statement item is linked to the purchase of the entire share capital of Ref-E S.r.l..

As regards the goodwill relating to the Risk Intelligence – AML CGU, it is reported that the price allocation analysis is still in progress and will be completed within 12 months from the date of acquisition of control.

At June 30, 2021, no further Impairment indicators emerged with respect to those that led to the preparation of the impairment test on the economic and financial situation at December 31, 2020.

In the second quarter, analyses were carried out on the results achieved as at June 30, 2021, on the expected results and on the discount rates (WACC).

These analyses confirmed the stability of both the economic and financial flows and the substantial stability of the WACCs, which therefore ensure the full recoverability of the goodwill shown in the economic and financial situation.

In light of the results indicated above, it was not considered necessary to update the impairment test.

6.16 Investments in associates valued by the equity method

At June 30, 2021 the item amounted to Euro 3,169 thousand and included the value of the equity investment in the related company Experian Italia S.p.A., for a total of Euro 3,082 thousand, and the equity investment in La Scala Cerved for Euro 87 thousand.

The table that follows shows the changes that occurred in investments in associates valued by the equity method:

| (in thousands of Euro) | Experian Italia S.p.A. | La Scala Cerved S.t.a.r.l. | Total |
|--|------------------------|----------------------------|--------------|
| Balance at December 31, 2020 | 3,082 | 33 | 3,115 |
| Gains/(Losses) from valuation by the equity method | | 54 | 54 |
| Balance at June 30, 2021 | 3,082 | 87 | 3,169 |

6.17 Other non-current financial assets

| (in thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|------------------------------------|------------------|----------------------|
| Change in scope of consolidation | 31 | - |
| Other investments | 5,063 | 5,068 |
| Other financial receivables | 3,613 | 2,892 |
| Security deposits and sundry items | 573 | 602 |
| Total | 9,280 | 8,562 |

At June 30, 2021, the item "Other non-current financial assets" amounted to Euro 9,280 thousand and included:

- (i) the value of the other equity investments held by the Group, and not consolidated, for an overall amount of Euro 5,063 thousand, refers primarily to the equity investment in SIA-SSB S.p.A. of Euro 4,991 thousand corresponding to 1,306,997 shares;
- (ii) a capitalisation policy of the employee severance indemnity fund of Euro 1,423 thousand;
- (iii) an insurance policy equal to Euro 1,000 thousand relates to an AVIVA capitalisation policy stipulated in March 2021;
- (iv) a financial receivable from La Scala Cerved of Euro 700 thousand;
- (v) some cautionary deposits for the remaining part.

6.19 Trade receivables

A breakdown of "Trade receivables" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|---|------------------|----------------------|
| Trade receivables | 256,164 | 271,269 |
| Provision for impairment of receivables | (17,246) | (18,893) |
| Related-party receivables | 2,147 | 1,800 |
| Total | 241,065 | 254,176 |

There are no receivables with a remaining duration of more than five years or receivables denominated in a currency different from the Euro.

The table below shows the changes in the Provision for impairment of receivables:

| (In thousands of Euro) | Provision for impairment of receivables |
|-------------------------------------|---|
| Balance at December 31, 2020 | 18,893 |
| Accruals | 1,151 |
| Utilisations | (2,798) |
| Balance at June 30, 2021 | 17,246 |

The accrual to the provision for impairment of receivables reflects the estimated realizable value of receivables that were still deemed collectible at June 30, 2021. Utilisations for the period were recognized in the case of receivables for which elements of certainty and accuracy, or the existence of composition with creditors proceedings, required that the position be written off.

6.20 Tax receivables

A breakdown of "Tax receivables" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|------------------------|------------------|----------------------|
| VAT receivable | 478 | 418 |
| IRAP receivable | 890 | 589 |
| IRES receivable | 1,580 | 833 |
| Other tax receivables | 918 | 1,026 |
| Total | 3,866 | 2,866 |

The other tax receivables mainly refer to receivables for withholding taxes for Euro 678 thousand.

6.21 Other receivables

A breakdown of "Other receivables" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|--|------------------|----------------------|
| Advances to agents | 640 | 918 |
| Other receivables | 2,511 | 2,645 |
| Other receivables from related parties | 154 | 14 |
| Total | 3,305 | 3,577 |

Other receivables refers mainly to the following:

- (i) Euro 227 thousand for a receivable from some former controlling companies for an IRES receivable resulting from the deductibility from IRES of the IRAP paid in the years in which some Group companies filed a consolidated tax return;
- (ii) Euro 323 thousand for receivables from employees;
- (iii) Euro 471 thousand for receivables from collectors and principals for recovery of receivables.

6.22 Other current assets

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

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|-----------------------------------|------------------|----------------------|
| Prepaid commercial costs | 7,736 | 9,624 |
| Other prepaid commercial expenses | 1,830 | 3,843 |
| Other receivables | 1,482 | 13 |
| Total | 11,048 | 13,480 |

Other current assets mainly include the prepaid agents' commissions and costs whose accrual will have an effect on several financial periods.

6.23 Cash and cash equivalents

"Cash and cash equivalents" consists mainly of amounts deposited in checking accounts at top credit institutions.

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|--------------------------------------|------------------|----------------------|
| Deposits in bank and postal accounts | 60,558 | 56,487 |
| Cash on hand | 36 | 30 |
| Total | 60,594 | 56,517 |

Please see the consolidated statement of cash flows for a comprehensive analysis of the financial position and of the main uses of cash flows.

6.24 Shareholders' equity

As of the date of these Half-Year Condensed Consolidated Financial Statements, the fully subscribed and paid-in share capital amounted to Euro 50,521 thousand and was comprised of 195,274,979 common shares without par value.

The changes in equity reserves are shown in this report's financial statement schedules.

6.25 Basic earnings per share

| | At June 30, 2021 | At December 31, 2020 |
|---|------------------|----------------------|
| Net profit attributable to owners of the parent (in thousands of Euro) | 83,696 | 25,384 |
| Number of common shares at the end of the period | 195,274,979 | 195,274,979 |
| Average weighted number of shares outstanding for basic earnings per share purposes | 195,274,979 | 195,274,979 |
| Adjustment for "Performance Share Plan" | 1,506,743 | 4,562,006 |
| Adjustment for "Treasury Shares" | (1,515,609) | (2,993,169) |
| Average weighted number of shares outstanding for diluted earnings per share purposes | 195,266,113 | 196,843,816 |
| Basic earnings per share (in euros) | 0.429 | 0.130 |
| Diluted earnings per share (in euros) | 0.429 | 0.129 |

Diluted earnings per share are affected by the "Performance Share Plan" described in Note 8 below, which calls for the allocation of 1,506,743 rights at June 30, 2021, as well as by treasury shares. The dilutive effect was determined based on the maximum number of options that could vest by the end of the three-year measurement period.

6.26 Current and non-current borrowings

The table below provides a breakdown of "Current borrowings" and "Non-current borrowings":

| (In thousands of Euro) | | | | | At June 30, 2021 | | At December 31, 2020 | |
|------------------------------------|-----------------|-------------|----------|--------------------------|------------------|---------------|----------------------|---------------|
| Current and non-current borrowings | Original amount | When issued | Maturity | Rate charged | Current portion | | Current portion | |
| Term Loan Facility A | 545,000 | 2020 | 2025 | <i>Euribor +2.50%</i> | 545,000 | - | 545,000 | - |
| Term Loan Facility B | 18,000 | 2020 | 2025 | <i>Euribor +2.50%</i> | 18,000 | - | 18,000 | - |
| Liability for financial charges | | | | | 1,535 | 1,535 | 1,179 | 1,179 |
| Vendor Loan Credito Valtellinese | 16,000 | 2015 | 2022 | <i>Euribor 3m+ 0.85%</i> | 8,000 | 4,000 | 12,000 | 8,000 |
| Revolving line | | | | | - | - | 10,000 | 10,000 |
| Financial debt IFRS 16 | | | | | 47,858 | 6,616 | 50,260 | 6,467 |
| Fair value IRS | | | | | 5,176 | 2,330 | 8,383 | 2,272 |
| Other minor borrowings | | | | | 2,782 | 2,782 | 9,219 | 9,219 |
| Amortised Cost Adjustment | | | | | (8,597) | (2,525) | (9,840) | (2,509) |
| Total | | | | | 619,754 | 14,738 | 644,201 | 34,628 |

Term loan facilities

On April 24, 2020, Cerved Group subscribed with a pool of banks composed of Banca IMI S.p.A., BNP Paribas - Italian Branch, Banco BPM S.p.A., Crédit Agricole Corporate and Investment Bank - Milan Branch, Crédit Agricole Italia S.p.A., Mediobanca - Banca di Credito Finanziario S.p.A., UBI Banca S.p.A., and UniCredit S.p.A. binding agreements, finalised on May 12, 2020, relative to the subscription, subject to the occurrence of standard conditions in similar transactions, of credit agreements for Euro 695 million. The lines consist of Term Loan A equal to Euro 545 million, Term Loan B equal to Euro 18 million and a Revolving Credit Facility equal to Euro 150 million with a final maturity of 5 years.

The spreads can be reduced over time based on changes in the net debt/EBITDA ratio (Leverage Ratio), measured on a consolidated basis, as shown below:

| Leverage Ratio | Facility A | Facility B | Revolving Facility |
|-------------------|------------|------------|--------------------|
| > 4 | 3.50 | 3.50 | 3.50 |
| between 3.5 – 4 | 3.00 | 3.00 | 3.00 |
| between 3 – 3.5 | 2.50 | 2.50 | 2.50 |
| between 2.5 – 3.0 | 2.25 | 2.25 | 2.25 |
| between 2 – 2.5 | 2.00 | 2.00 | 2.00 |
| between 1.5 – 2 | 1.85 | 1.85 | 1.85 |
| between 1 – 1.5 | 1.70 | 1.70 | 1.70 |
| = 0 < 1 | 1.55 | 1.55 | 1.55 |

Vendor Loan

In order to finance the acquisition of San Giacomo Gestione Crediti S.p.A., now merged into Cerved Credit Management Group S.p.A., the seller Credito Valtellinese provided Cerved Credit Management Group S.r.l. with a Vendor Loan for Euro 16 million, whose main terms are summarised below:

- execution date: April 2015
- amortization: four semi-annual instalments starting on the date falling five years and one semester after the execution date
- final repayment: April 2022
- rate: following the renegotiation which took place in June 2021, the interest rate applied is 3-month Euribor plus a margin of 0.85%
- guarantees: patronage letter from Cerved Group S.p.A.

Other current financial debt

"Other current financial debt", amounting to Euro 2,782 thousand, include the following:

- payables owed to factors amounting to Euro 2,232 thousand;
- payables owed to principals for collections on their behalf amounting to Euro 334 thousand.

Derivatives

"Interest Rate Swap (IRS)" contracts for a nominal value of Euro 486 million were underwritten in June 2020 to hedge the interest rate risk of the "Term Loan Facility A" contract. Due to the effect of the underwriting of these hedge contracts, the Group has obtained a reduction of the interest floor from zero to -2%.

At June 30, 2021 the fair value of the derivative instruments was equal to Euro 5,176 thousand.

6.27 Financial debt

On March 4, 2021 ESMA published the Guidelines on disclosure obligations pursuant to the EU Regulation 2017/1129 ("Prospectus Regulations"). With "Warning notice No. 5/21" of April 29, 2021, Consob specified that the references contained in previous Consob communications to the CESR Recommendations on the prospectus are intended to be replaced with the ESMA Guidelines in question, including the references in Communication No. DEM/6064293 of July 28, 2006 on the net financial position.

Therefore, based on the new forecasts, listed issuers will have to submit, in the explanatory notes to the annual and half-yearly financial statements, published from May 5, 2021, a new prospectus on the subject of debt, to be drawn up in accordance with the indications contained in paragraphs 175 and following of the aforementioned ESMA Guidelines. In this regard, it should be noted that there is no longer a reference to "Net financial position", but to "Total financial debt".

The table that follows shows a breakdown of the Group's financial debt at June 30, 2021, December 31, 2020 and June 30, 2020:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 | At June 30, 2020 |
|---|---------------------|-------------------------|---------------------|
| A. Cash on hand | 36 | 30 | 28 |
| B. Cash and cash equivalents | 60,558 | 56,487 | 46,844 |
| C. Other non-current financial assets | - | - | - |
| D. Liquidity (A + B + C) | 60,594 | 56,517 | 46,872 |
| E. Non-current financial debt (including debt instruments, but excluding the current portion of non-current financial debt) | (11,505) | (27,438) | (33,448) |
| F. Current portion of non-current borrowings | (3,233) | (6,680) | (11,841) |
| G. Current financial debt (E + F) | (14,738) | (34,118) | (45,289) |
| H. Net current financial debt (G + D) | 45,857 | 22,399 | 1,583 |
| I. Non-current financial debt (excluding the current portion and debt instruments) | (560,928) | (559,669) | (562,550) |
| J. Debt instruments | (44,089) | (50,414) | (48,012) |
| K. Trade payables and other non-current payables | | | |
| L. Non-current financial debt (I + J + K) | (605,017) | (610,083) | (610,562) |
| M. Total financial debt (H + L) | (559,160) | (587,684) | (608,979) |

With reference to the aforementioned ESMA publication, it should be noted that at June 30, 2021, in addition to the value indicated above, the Group had an overall debt for call/put options with some minority shareholders equal to Euro 48,780 thousand (Euro

54,873 thousand at December 31, 2020) of which Euro 20,412 thousand short-term (Euro 20,072 thousand at December 31, 2020), as reported in notes 6.30 Other non-current liabilities and 6.35 Other liabilities.

6.28 Employees benefits

At June 30, 2021 the item "Employee benefits" included a provision for severance indemnities amounting to Euro 18,539 thousand.

The changes in the item "Employees benefits" for the period at June 30, 2021 are reported below:

| (In thousands of Euro) | Provision for severance indemnities |
|---|-------------------------------------|
| At December 31, 2020 | 18,036 |
| Change in scope of consolidation | 546 |
| Current cost | 589 |
| Financial charges | 28 |
| Actuarial losses/(gains) | (254) |
| Contributions added – Benefits paid | (406) |
| At June 30, 2021 | 18,539 |

The economic and demographic assumptions used for actuarial valuation purposes are listed below:

| | |
|---|--|
| Discount rate | 0.70% |
| Inflation rate | 1.00% |
| Rate of wage growth | 2.50% |
| Expected mortality rate | RG48 from Government Accounting Office |
| Expected disability rate | INPS Model 2010 projections |
| Expected resignations/advances (annual) | 5.00%/3.00% |

6.29 Provisions for risks and charges

The table that follows shows a breakdown of the item "Provision for risks and charges" at June 30, 2021:

| (In thousands of Euro) | Provision for agents' indemnity | Provisions for risks and charges | Total |
|-----------------------------|---------------------------------|----------------------------------|--------------|
| At December 31, 2020 | 1,423 | 3,343 | 4,766 |
| Accruals net of reversals | 278 | (4) | 274 |
| Utilisations | (511) | (1,451) | (1,962) |
| At June 30, 2020 | 1,190 | 1,888 | 3,078 |

The "Provision for agents' indemnity", which had a balance of Euro 1,190 thousand at June 30, 2021, was estimated based on the legislation that governs agency relationships and is deemed to be sufficient to cover any liabilities that may arise in the future.

The "Provisions for risks and charges", which amounted to Euro 1,888 thousand, refer mainly to tax disputes and disputes with some employees, agents and suppliers. During the period, an amount of Euro 1,451 thousand was used for the payment of a contribution adjustment and other disputes.

The Provision for risks and charges includes a provision equal to Euro 164 thousand attributable to the arbitration opened with Credito Valtellinese, for more details see paragraph 7 Other information.

6.30 Other non-current liabilities

"Other non-current liabilities" of Euro 34,372 thousand mainly refers:

- for Euro 28,359 thousand to the non-current liability for the put option granted by the company Cerved Group S.p.A. to the minority shareholders of MBS Consulting S.p.A., empowering them to sell in instalments, by the end of the first half-year of 2024, a 22.08% interest in the company (out of a total of 33.63% still held by the same), subject to certain conditions being met. The aggregate value of this liability was estimated at Euro 43,198 thousand; the current portion was included in "Other liabilities";
- for Euro 1,234 thousand to the non-current liability related to the earn-out attributed to the former shareholders of Cerved Property Services S.A. when certain conditions are met;
- for Euro 3,106 thousand to the non-current liability related to the earn-out attributed to the former shareholders of Euro Legal Services S.r.l. subject to certain conditions being met. The aggregate value of this liability was estimated at Euro 4,234 thousand; the current portion was included in "Other liabilities";
- for Euro 634 thousand to the non-current liability related to the earn-out attributed to the former shareholders of Cerved AML S.r.l. subject to certain conditions being met. The aggregate value of this liability was estimated at Euro 1,969 thousand; the current portion was included in "Other liabilities";
- for Euro 845 thousand to the non-current liability related to the earn-out attributed to the former shareholders of Ref-E S.r.l. subject to certain conditions being met. The aggregate value of this liability was estimated at Euro 1,291 thousand; the current portion was included in "Other liabilities";
- for Euro 193 thousand to the non-current liability relative to the deferred price for the purchase of Integrate S.r.l.

6.31 Deferred tax liabilities

A breakdown of "Deferred tax liabilities" at June 30, 2021 is provided below:

| (in thousands of Euro) | Balance at December 31, 2020 | Change in scope of consolidation | Additions/Reversals in profit or loss | Additions/Reversals in comprehensive income | Values at June 30, 2021 |
|--|------------------------------|----------------------------------|---------------------------------------|---|-------------------------|
| Deferred tax assets | | | | | |
| Tax deductible goodwill | 184 | | 226 | | 410 |
| Provision for impairment of receivables | 3,917 | 17 | (353) | | 3,580 |
| Provisions for risks and charges | 793 | | 59 | | 852 |
| Provision for employee benefits and agents indemnity | 1,131 | | - | 61 | 1,192 |
| <i>Hedge accounting</i> | 610 | | - | (568) | 42 |
| Write-down of receivables Decree Law No. 83/2015 | 1,252 | | (142) | - | 1,110 |
| Other | 1,950 | 2 | 90 | - | 2,042 |
| Total deferred tax assets | 9,836 | 19 | (119) | (507) | 9,229 |
| Deferred tax liabilities | | | | | |
| <i>Customer Relationships</i> | (72,491) | | 64,032 | | (8,459) |
| Trademarks | (4,086) | | 3,779 | | (307) |
| Software | (914) | | 337 | | (577) |
| Contracts | (7,600) | | 886 | | (6,714) |
| Other equity investments – Measurement at fair value | (525) | | - | (1) | (526) |
| Total deferred tax liabilities | (85,616) | | 69,034 | | (16,582) |
| Total net deferred tax assets/liabilities | (75,779) | 19 | 68,915 | (508) | (7,353) |

6.32 Trade payables

A breakdown of "Trade payables" at June 30, 2021 is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|-------------------------------|------------------|----------------------|
| Payables to outside suppliers | 39,000 | 44,359 |
| Payables to related parties | 3,736 | 2,549 |
| Total | 42,736 | 46,908 |

No company has payables denominated in a currency different from the functional currency and there are no trade payables collateralized with Company assets or with a duration of more than five years.

6.33 Current tax payables

A breakdown of the item "Current tax payables" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|--------------------------------------|------------------|----------------------|
| Corporate income tax (IRES) payables | 4,753 | 3,107 |
| Regional income tax (IRAP) payables | 1,150 | 1,514 |
| Total | 5,903 | 4,621 |

6.34 Other tax payables

A breakdown of "Other tax payables" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|-----------------------------|------------------|----------------------|
| VAT payable | 5,593 | 3,240 |
| Withholdings payable | 8,536 | 5,981 |
| Payables for substitute tax | 4,805 | - |
| Other sundry payables | 573 | 575 |
| Total | 19,507 | 9,796 |

6.35 Other liabilities

A breakdown of "Other liabilities" is provided below:

| (In thousands of Euro) | At June 30, 2021 | At December 31, 2020 |
|---------------------------------------|------------------|----------------------|
| Social security contributions payable | 11,098 | 11,244 |
| Payables owed to employees | 25,107 | 22,475 |
| Payables for deferred revenues | 72,632 | 87,546 |
| Miscellaneous liabilities | 28,561 | 28,745 |
| Accrued expenses | 198 | 349 |
| Other related-party payables | 1,080 | 1,215 |
| Total | 138,676 | 151,574 |

"Miscellaneous liabilities" includes the short-term portion of the liability recognised for the options and earn-outs subscribed with some minority shareholders.

This liability refers:

- for Euro 14,839 thousand to the current portion of the liability for the put option granted by the Cerved Group to the minority shareholders of MBS Consulting S.p.A, empowering them to sell, by the end of 2021, an 11.55% interest in the company (out of a total of 33.63% interest still held by the same), subject to certain conditions being met;
- for Euro 1,616 thousand to the current liability to the minority shareholders of Spazio Dati S.r.l. for the acquisition by 2021 of an interest of 8.25% of the company;
- for Euro 3,966 thousand to the current portion of the liability for the put option granted by the company Cerved Group to the minority shareholders of Pro Web Consulting S.r.l., empowering them to sell, by the end of 2020, a 10% interest in the company, subject to certain conditions being met;
- for Euro 1,128 thousand to the current portion of the liability related to the earn-out attributed to the former shareholders of Euro Legal Services S.r.l. subject to certain conditions being met;
- for Euro 1,334 thousand to the current portion of the liability related to the earn-out attributed to the former shareholders of Cerved AML S.r.l. subject to certain conditions being met;

- for Euro 443 thousand to the current portion of the liability related to the earn-out attributed to the former shareholders of Ref-E S.r.l subject to certain conditions being met, in addition to Euro 200 thousand for the balance for the acquisition of Ref-E S.r.l..

7. OTHER INFORMATION

Contingent Liabilities

As already reported in the annual financial report at December 31, 2020, a dispute is currently pending between the indirect subsidiary Cerved Credit Management S.p.A. ("CCM") and Credito Valtellinese S.p.A. ("Creval") in relation to the interpretation and execution of the servicing agreement signed on April 1, 2015 and subsequently amended and supplemented (the "Servicing Agreement").

The dispute originates, in particular, from the non-payment, by Creval, of the fee accrued for an indemnity, amounting to Euro 6,294 thousand and not yet paid. In the absence of any concrete response on the part of Creval, on January 19, 2021 CCM filed the aforementioned request for arbitration with the National and International Arbitration Chamber of Milan, thus formally initiating arbitration No. 321, which is still pending.

In the meantime, almost at the same time that CCM sent the request for arbitration to Creval, Creval sent CCM a letter with which it made claims for restitution and damages against CCM for certain alleged breaches in relation to the performance of contractual services. CCM replied to the aforementioned communication from Creval, contesting the objections raised and the claims for restitution and damages advanced by Creval.

However, Creval's requests were reiterated and supplemented in the response to the arbitration request filed at the deed of incorporation of Creval in the arbitration itself.

Following this, on April 28, 2021, Creval formulated a further claim for compensation against CCM for Euro 3.1 million, quantifying some of the compensation claims already generically made by way of a counterclaim in the context of the arbitration currently pending.

On May 13, 2021, CCM communicated to Creval that it deemed "prima facie unfounded and instrumental" the compensation request formulated by Creval and that it could not, in any case, even take into consideration compensation requests without suitable and timely evidence of the actual damage claimed by Creval.

The initial stage of the dispute does not currently allow for reliable forecasts to be made regarding its possible outcome, but on the basis of an initial examination of Creval's response to the request for arbitration and the additional information currently available to us, CCM, supported by its lawyers, believes that:

- CCM has a good chance of obtaining a favourable decision with respect to the receivables claimed against Creval and pursued by outstanding invoices, given that such receivables derive from the full application of certain provisions of the Servicing Agreement;
- the risk of CCM losing the case against some restitution and/or compensation claims brought by Creval by way of counterclaim is remote, at least at present, and quantifiable for approximately Euro 4.1 million, taking into account, among other things, that, prior to January 11, 2021, Creval had never significantly raised any dispute regarding this;
- there is a possible risk of CCM losing the case with regard to the items of damage represented by the losses allegedly suffered by Creval as a result of errors in the management of the positions entrusted to CCM and the indemnities paid (or to be paid) to the assignees of the receivables and quantified by the counterparty at around Euro 3.6 million; in this regard, we also note that some of these claims were considered more likely to be lost and consequently allocated to the provision for risks for an amount of around Euro 0.1 million;
- finally, the risk of losing is possible relating to the latest compensation claims generically formulated by Creval with the communication of April 28, 2021 and quantified as a total of Euro 3.1 million, in relation to which the risk of losing and correlative damage for CCM, at present, is deemed probable for Euro 0.1 thousand, against which a corresponding provision for risks was set aside.

Commitments

Please note that at June 30, 2021, the Group had undertaken commitments not reflected in the financial statements totalling Euro 6,152 thousand, consisting mainly of sureties provided:

- (i) by Unicredit for Euro 2,148 thousand for the benefit of the lessor of the new San Donato headquarters;
- (ii) by Generali for Euro 1,000 thousand for the benefit of the supplier Infocamere;
- (iii) by Generali and other banking institutions for Euro 1,386 thousand in connections with the submission of bids and/or the successful outcome of some tenders;
- (iv) by Unicredit for Euro 640 thousand for the benefit of Banca d'Italia.

Third Party Assets Held in Storage and on Deposit

At June 30, 2021, the Group managed assets held on deposit valued at Euro 12,907 thousand. They consist of movable assets not owned deriving from finance leases for which the company provides custodial services, operational management, sales and any services related to or instrumental for those activities.

8. DESCRIPTION OF INCENTIVE PLANS (IFRS 2)

i. 2019-2021 Performance Share Plan

On March 16, 2016, the Company's Board of Directors, acting with the prior favourable opinion of the Remuneration and Nominating Committee, approved the Regulation for the "2019-2021 Performance Share Plan" (the "Plan") reserved to some of the Group's key persons, identified among directors, managers and other members of top management.

The Plan was articulated into three Cycles (2016, 2017 and 2018), each of the duration of three years, and related to rights to receive free of charge a maximum number of 2,925,000 shares equal to 1.5% of the share capital of the Company, which would be assigned in the three Cycles of the Plan, subject to adjustments resolved by the Board of Directors, by virtue of the powers assigned to it for the implementation of the Plan.

The performance targets identified in the Plan were:

- 70% "PBTA Target": the growth, expressed in percentage, of the "Adjusted Profit Before Taxes" per share in the reference three-year period, with the premise that the growth of the "Adjusted Profit Before Taxes": (i) is intended as the compounded annual growth rate and excludes the accounting effects deriving from the Plan itself from the calculation; (ii) excludes the effects of the so-called Forward Start refinancing contract from the year 2015. Furthermore, in order to neutralise the impact of COVID-19, the Compensation and Nominating Committee and then the Board of Directors, at a meeting held on July 30, 2020, approved an amendment to the regulations discounting the growth calculated on the 2017 PBTA value by 17%.
- 30% "TSR Target": the Company's "Total Shareholder Return" compared with that of companies included, for each Plan Cycle and the entire duration of the corresponding performance period, in the FTSE Mid Cap Index Italia, generated by Borsa Italiana S.p.A..

The plan matured at December 31, 2020, therefore no costs were recognised in the first half-year of 2021.

The status of the options outstanding at June 30, 2021 is reported below:

| | Options outstanding at December 31, 2020 | Awarded options | Expired/revok ed options | Exercised options | Options outstanding at June 30, 2021 |
|--|---|--------------------|-----------------------------|----------------------|--|
| 2019-2021 Performance Shares Third Cycle 2018 | 691,925 | | | (691,925) | - |
| 2019-2021 Performance Shares additional Third Cycle | 648,221 | | | (648,221) | - |
| Total | 1,340,146 | - | - | (1,340,146) | - |

ii. 2022-2024 Performance Share Plan

On June 19, 2019, the Company's Board of Directors, acting with the prior favourable opinion of the Remuneration and Nominating Committee, approved the Regulation for the "2022-2024 Performance Share Plan" (the "Plan") reserved for some of the Group's key

persons, identified among Directors, managers and other members of top management.

The Plan is articulated into three Cycles (2019, 2020 and 2021), each of the duration of three years, and relates to rights to receive free of charge a maximum number of 4,881,874 shares equal to 2.5% of the share capital of the Company, which would be assigned in the three Cycles of the Plan, subject to adjustments resolved by the Board of Directors, by virtue of the powers assigned to it for the implementation of the Plan.

The performance targets identified in the Plan are:

- 70% "PBTA Target": the growth, expressed as a percentage, of Adjusted Profit Before Taxes per Share in the period 2019-2021, with the premise that the growth in Adjusted Profit Before Taxes is intended as an annual compound growth rate and excludes from the calculation the accounting effects deriving from the Plan itself. The Board of Directors meeting of the Parent Company held on February 11, 2021, in order to ensure the effectiveness of the Plan as a retention tool, proposed and approved a change to the regulation by discounting the growth calculated on the 2018 and 2019 PBTA value by 17%;
- 15% "Mid Cap TSR Target": the Company's Total Shareholder Return compared with that of companies included, for each Plan Cycle and the entire duration of the corresponding performance period, in the FTSE Mid Cap Index Italia generated by Borsa Italiana S.p.A.;
- 15% "TSR Sector Target": the percentage deviation of the Company's Total Shareholder Return, for each Plan Cycle and for the entire duration of the related Performance Period, compared to the Total Shareholder Return of the FTSE Italia Industria index generated by Borsa Italiana S.p.A.

On April 15, 2021, following the launch of the Offer and in application of the provisions of Art. 10.2 of the regulation of the compensation plan called "2022-2024 Performance Share Plan" (52), with reference to the rights that, at the date of this launch (i.e., March 8, 2021), were already assigned, the Board of Directors, subject to the favourable opinion of the Compensation, Nominating and Corporate Governance Committee and having heard the opinion of the Related Parties Committee, resolved to proceed with the partial acceleration of these rights, on the basis of the pro-rata temporis criterion. Therefore, in relation to the 1st cycle, 1,303,380 shares were assigned on May 3, 2021; in relation to the 2nd cycle, 751,717 shares were assigned. The residual part of the two cycles not assigned, equal to 367,620 rights for the 2019 cycle and 799,143 for the 2020 cycle, respectively, continues to accrue with the original conditions or will vest in the event of a change of control or delisting.

On May 4, 2021, subject to the favourable opinion of the Compensation, Nominating and Corporate Governance Committee, after hearing the opinion of the Related Parties Committee, the Board of Directors approved the assignment of part of the 3rd and final cycle of the "2022-2024 Performance Share Plan". The total number of rights reserved for the 3rd cycle (equal to 1,660,014 rights) was reduced by approximately 80%, bringing the number of rights actually assigned to 339,980. In this regard, it should be noted that the Plan Regulation provides that in the event of a change in control or a delisting of the Company's Shares, having heard the Remuneration, Nominating and Corporate Governance Committee, the Board of Directors will allocate the Shares in advance of the terms set by the Regulation, defining the methods and terms of the Allocation of the Shares, it being understood that this acceleration of the allocation of the Shares cannot take place for the Rights assigned after the change of control. *For the notion of "change of control" reference is made, in addition to the notion of Art. 93 of the TUF ("solitary control"), also to the notion referred to*

in the Consob Regulation containing provisions on transactions with related parties adopted with resolution 17221 of March 12, 2010 ("joint control").

The table below shows the status of the options for the first three cycles outstanding at June 30, 2021:

| | Options awarded and outstanding at December 31, 2020 | Awarded options | Expired/revoked options | Exercised options | Options outstanding at June 30, 2021 |
|--|--|-----------------|-------------------------|--------------------|--------------------------------------|
| 2022-2024 Performance Shares First Cycle 2019 | 1,661,000 | | | (1,295,580) | 365,420 |
| 2022-2024 Performance Shares First Cycle 2019 - integration | 10,000 | | | (7,800) | 2,200 |
| 2022-2024 Performance Shares Second Cycle 2020 | 1,550,860 | | | (751,717) | 799,143 |
| 2022-2024 Performance Shares Third Cycle 2021 | | 339,980 | | | 339,980 |
| Total | 3,221,860 | 339,980 | - | (2,055,097) | 1,506,743 |

For the purposes of defining the vesting period of the three cycles of the 2022-2024 Plan, the management considered the three-year duration of the Plan as it is not at the moment reasonably foreseeable that they will be anticipated by virtue of the events in progress.

The relevant cost recognised at June 30, 2021 of the aforementioned plans amounts to:

- Euro 2.3 million of the current cost for the period;
- Euro 7.1 million as regards the impact deriving from the anticipation of the costs that would have accrued from 2021 to 2022;
- Euro 2.9 million as regards the measurement of the incremental fair value of the rights granted on April 15, 2021 following the non-measurement of the performance conditions.

9. RELATED-PARTY TRANSACTIONS

The table below summarized the Group's receivables and payables arising from transactions with related parties.

| <i>(In thousands of Euro)</i> | Associated companies | | Board of Directors | Other related parties | Total | Total financial statement item | % of financial statement item |
|---|-------------------------------|----------------------------|--------------------|-----------------------|---------|--------------------------------|-------------------------------|
| | <i>Experian Italia S.p.A.</i> | <i>La Scala Cerved STA</i> | | | | | |
| Trade receivables | | | | | | | |
| At December 31, 2020 | 80 | 1,719 | | | 1,799 | 254,176 | 0.7% |
| At June 30, 2021 | 319 | 1,828 | | | 2,147 | 241,065 | 0.9% |
| Other non-current financial assets | | | | | | | |
| At December 31, 2020 | | 700 | | | 700 | 8,562 | 8.2% |
| At June 30, 2021 | | 700 | | | 700 | 9,280 | 7.5% |
| Other receivables | | | | | | | |
| At December 31, 2020 | 14 | | | | 14 | 3,578 | 0.4% |
| At June 30, 2021 | 154 | | | | 154 | 3,305 | 4.7% |
| Trade payables | | | | | | | |
| At December 31, 2020 | (326) | (2,222) | | | (2,548) | (46,908) | 5.4% |
| At June 30, 2021 | (905) | (2,831) | | | (3,736) | (42,736) | 8.7% |
| Other liabilities | | | | | | | |
| At December 31, 2020 | | (7) | (1,207) | | (1,214) | (151,574) | 0.8% |
| At June 30, 2021 | (64) | (254) | (762) | | (1,080) | (138,678) | 0.8% |

Commercial transactions with Experian Italia S.p.A. and La Scala Cerved S.r.l. involve purchases and sales of services on standard market terms.

The table that follows summarizes the transactions executed by the Groups with related parties:

| <i>(In thousands of Euro)</i> | Associated companies | | Board of Directors | Other related parties | Total | Total financial statement item | % of financial statement item |
|---|-------------------------------|----------------------------|--------------------|-----------------------|---------|--------------------------------|-------------------------------|
| | <i>Experian Italia S.p.A.</i> | <i>La Scala Cerved STA</i> | | | | | |
| At June 30, 2020 | | | | | | | |
| Revenues | 524 | 754 | | | 1,278 | 239,025 | 0.53% |
| Pro rata interest in the results of companies valued by the equity method | 5 | 61 | | | 66 | 66 | 100% |
| Cost of services | (1,192) | (665) | | | (1,857) | (62,081) | 2.99% |
| Personnel costs | | | (2,886) | | (2,886) | (74,230) | -3.9% |

| <i>(In thousands of Euro)</i> | Associated companies | | Board of Directors | Other related parties | Total | Total financial statement item | % of financial statement item |
|---|-------------------------------|----------------------------|--------------------|-----------------------|---------|--------------------------------|-------------------------------|
| | <i>Experian Italia S.p.A.</i> | <i>La Scala Cerved STA</i> | | | | | |
| At June 30, 2021 | | | | | | | |
| Revenues | 504 | 95 | | | 599 | 260,313 | 0.2% |
| Pro rata interest in the results of companies valued by the equity method | | 55 | | | 55 | 55 | 100% |
| Cost of services | (1,544) | (1,429) | | | (2,973) | (65,893) | 4.5% |
| Personnel costs | | | (2,212) | | (2,212) | (89,792) | 2.5% |
| Financial Charges and Income | | 15 | | | 15 | 388 | 3.9% |

The table below summarized the Group's cash flows arising from transactions with related parties:

| <i>(In thousands of Euro)</i> | <i>Associated companies</i> | | <i>Board of Directors</i> | <i>Other related parties</i> | <i>Total</i> | <i>Total financial statement item</i> | <i>% of financial statement item</i> |
|---|-------------------------------|----------------------------|---------------------------|------------------------------|--------------|---------------------------------------|--------------------------------------|
| | <i>Experian Italia S.p.A.</i> | <i>La Scala Cerved STA</i> | | | | | |
| At June 30, 2020 | | | | | | | |
| Cash flow from/(used in) operating activities | (1,069) | (655) | (2,569) | | (4,293) | 62,013 | -6.9% |
| Cash flow from/(used in) investing activities | 5 | 61 | (14,780) | | (14,714) | (101,818) | 14.5% |
| Cash flow from/(used in) financing activities | | | | | - | - | - |

| <i>(In thousands of Euro)</i> | <i>Associated companies</i> | | <i>Board of Directors</i> | <i>Other related parties</i> | <i>Total</i> | <i>Total financial statement item</i> | <i>% of financial statement item</i> |
|---|-------------------------------|----------------------------|---------------------------|------------------------------|--------------|---------------------------------------|--------------------------------------|
| | <i>Experian Italia S.p.A.</i> | <i>La Scala Cerved STA</i> | | | | | |
| At June 30, 2021 | | | | | | | |
| Cash flow from/(used in) operating activities | (840) | (880) | (2,657) | | (4,376) | 92,546 | -4.7% |
| Cash flow from/(used in) investing activities | | | | | - | (42,567) | 0.0% |
| Cash flow from/(used in) financing activities | | 15 | | | 15 | 45,900 | 0.0% |

The transactions listed above were executed on market terms.

10. POSITIONS OR TRANSACTIONS RESULTING FROM ATYPICAL AND/OR UNUSUAL ACTIVITIES

Pursuant to Consob Communication No. DEM/6064293 of July 28, 2006, there were no atypical and/or unusual positions or transactions during the reporting year.

11. RELEVANT EVENTS AFTER JUNE 30, 2021

See the information provided in the Half-Year Report on Operations for a comment about significant transactions occurring after the date of these Half-Year Condensed Consolidated Financial Statements.

CERTIFICATION OF THE HALF-YEAR CONDENSED CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ARTICLE 81-TER OF CONSOB REGULATION NO. 11971 OF MAY 14, 1999, AS SUBSEQUENTLY AMENDED AND SUPPLEMENTED

1. The undersigned Andrea Mignanelli, in his capacity as Chief Executive Officer, and Francesca Perulli, in her capacity as Corporate Accounting Documents Officer of Cerved Group S.p.A., certify, also taking into account the provisions of Article 154-bis, paragraphs 3 and 4, of Legislative Decree No. 58 of February 24, 1998:
 - the adequacy in relation to the characteristics of the business enterprise; and
 - the effective application of the administrative and accounting procedures for the preparation of the Half-Year Condensed Consolidated Financial Statements in the first half-year of 2021.

2. The implementation of the administrative and accounting procedures applied to prepare the Half-Year Condensed Consolidated Financial Statements did not uncover any significant findings.

3. We further certify that:
 - 3.1 The Half-Year Condensed Consolidated Financial Statements:
 - a) were prepared in accordance with the applicable international accounting standards recognised in the European Union pursuant to Regulation (EC) No. 1606/2002 of the European Parliament and Council, of July 19, 2002;
 - b) are consistent with the data in the Company's books of accounts and other accounting records;
 - c) are suitable for providing a truthful and fair presentation of the financial position, earnings and cash flow of the Company and all of the companies included in the scope of consolidation.

 - 3.2 The Half-Year Report on Operations includes a reliable analysis of the significant events in the first six months of the financial year and their impact on the Half-Year Condensed Consolidated Financial Statements, as well as a description of major risks and uncertainties for the remaining six months of the year. The Half-Year Report on Operations also includes a reliable analysis of information regarding related party transactions of major relevance.

Milan, July 29, 2021

Andrea Mignanelli

Chief Executive Officer
(signed on the original)

Francesca Perulli

Corporate Accounting Documents
Officer
(signed on the original)