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Informazione Regolamentata n. 1597-398-2021	Data/Ora Ricezione 14 Dicembre 2021 19:31:51	Euronext Milan
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Societa' : CERVED GROUP  
Identificativo : 155287  
Informazione  
Regolamentata  
Nome utilizzatore : CERVEDN02 - Cecere  
Tipologia : REGEM  
Data/Ora Ricezione : 14 Dicembre 2021 19:31:51  
Data/Ora Inizio : 14 Dicembre 2021 19:31:52  
Diffusione presunta  
Oggetto : CERVED GROUP: Merger balance sheet  
of Castor Bidco S.p.a. as of October 31,  
2021

*Testo del comunicato*

Vedi allegato.

[COURTESY TRANSLATION]

# Castor Bidco S.p.A. with sole shareholder

## Interim financial statements as at 31 October 2021

Company Data	
Registered Office	Via Alessandro Manzoni 38, Milan (MI), Italy
Fiscal Code	11676310961
Chamber of Commerce Register (Rea No.)	MI - 2618368
VAT No.	11676310961
Share Capital (Euro)	50,000.00 paid in full
Legal Form	Joint stock company
Main activity sector (ATECO)	642000
Company in liquidation	No
Sole shareholder company	Yes
Subject to direction and coordination by another company	No



Assets	31/10/2021
B) Non-current assets	
I - Intangible assets	4,850
II - Fixed assets	-
III - Financial fixed assets	1,784,092,762
<b>Total non-current assets (B)</b>	<b>1,784,097,612</b>
C) Current assets	
I - Inventory	-
II - Receivables	-
Other receivables due within the year	762,636,850
Deferred tax assets	968,672
<b>Total credits</b>	<b>763,605,522</b>
III - Current financial assets	-
IV - Cash and cash equivalents	2,600,465
<b>Total current assets (C)</b>	<b>766,205,987</b>
D) PREPAYMENTS AND ACCRUALS	-
<b>TOTAL ASSETS</b>	<b>2,550,303,599</b>
Liabilities	31/10/2021
A) Net Equity	
I - Share capital	50,000
II - Share premium reserve	-
III - Revaluation reserve	-
IV - Legal reserve	-
V - Statutory reserves	-
VI - Other reserves	-
Capital contributions	2,549,950,000
VIII - Profit (Loss) brought forward	-
IX - Profit (Loss) for the period	267,582
X - Negative reserve for own shares in portfolio	-
<b>Total net equity (A)</b>	<b>2,550,267,582</b>
B) PROVISION FOR RISKS AND CHARGES	-
C) PENSION LIABILITIES	-
D) Debts	
Due within the year	36,016
Due beyond the year	-
<b>Total debts (D)</b>	<b>36,016</b>
D) PREPAYMENTS AND ACCRUALS	-
<b>TOTAL LIABILITIES</b>	<b>36,016</b>
<b>TOTAL LIABILITIES AND NET EQUITY</b>	<b>2,550,303,599</b>

## Additional information on the Balance Sheet

This document represents the interim financial statements of Castor Bidco S.p.A. as at 31 October 2021.

The balance sheet has been prepared in accordance with the provisions of the Italian Civil Code (article 2501-*quarter*) relating to financial statements, supplemented and interpreted by the documents issued by the Italian Accounting Organisation (OIC).

The company has prepared the balance sheet in accordance with the conditions set out in art. 2435-*ter* for the so-called "micro-enterprises", thus availing itself of the exemption to prepare the following documents:

- **Statement of Cash Flows;**
- **Explanatory Notes**, since, in the additional information on the balance sheet, pursuant to Art. 2435-*ter*, paragraph 2, of the Italian Civil Code, the following information is reported:
  - ✓ Information on commitments, guarantees and potential liabilities, pursuant to Art. 2427, paragraph 1, No. 9, of the Italian Civil Code;
  - ✓ Information on fees, advances and credits granted to Directors and Auditors, pursuant to Art. 2427, paragraph 1, No. 16, of the Italian Civil Code.
- **Directors' Report**, since, in the additional information on the Balance Sheet, pursuant to Art. 2435-*ter*, paragraph 2, of the Italian Civil Code, the following information is reported:
  - ✓ information on own shares and shares or quotas of parent companies held, pursuant to art. 2428, No. 3, of the Italian Civil Code;
  - ✓ information on own shares and shares or quotas of parent companies purchased or sold during the year, pursuant to art. 2428, paragraph 4, of the Italian Civil Code.

The format of the financial statements and valuation criteria applied are those provided for companies that are allowed to adopt condensed financial statements.

Here below is a report of the information required by article 2435-*ter* of the Italian Civil Code:

- Commitments, guarantees and potential liabilities (article 2427, No. 9, of the Italian Civil Code): on 29 October 2021, the Company signed an agreement to grant a pledge over the shares held in Cerved Group S.p.A., as security for the obligations arising from the facility agreements entered into by the sole shareholder Castor S.p.A., relating to the facility whose purpose is to refinance part of the financial indebtedness of Cerved Group S.p.A. and the facility to finance any working capital needs of the sole shareholder and its subsidiaries. In relation to these obligations, the Company has granted a personal guarantee in favour of the creditors of Castor S.p.A.  
As of October 31, 2021, the facility of the facility agreements to refinance part of the financial indebtedness of Cerved Group S.p.A., as well as to finance any working capital needs of the sole shareholder and the subsidiaries, has not been drawn down.

- No commitments have been undertaken with regard to severance indemnities and similar commitments.
- No commitments have been undertaken towards subsidiaries, associated companies, parent companies or companies subject to the control of the latter.
- The Sole Director is not entitled to any remuneration. There are no receivables and no advances have been paid nor commitments undertaken in favor of the Sole Director (Art. 2427, No. 16, of the Italian Civil Code).
- The remuneration of the Board of Auditors for the interim period amounts to 15,779 Euros. There are no receivables and no advances have been paid nor commitments undertaken in favour of the Board of Auditors (Art. 2427, No. 16, of the Italian Civil Code).
- The Company neither holds nor has held shares or quotas in parent companies (Art. 2428, Nos. 3) and 4), of the Italian Civil Code).

PROFIT AND LOSS		31/10/2021
A) Value of the production		-
B) Costs of the production		
7) Services		700.120
10) Amortisation and depreciation		-
a), b), c) Amortisation of intangible and tangible assets, other depreciation of fixed assets		970
a) Amortisation of intangible assets		970
Total amortisation and depreciation		970
<b>Total cost of the production</b>		<b>701.090</b>
<b>Difference between value and cost of the production (A - B)</b>	-	<b>701.090</b>
<b>C) INTEREST AND FINANCIAL EXPENSES</b>		
17) interest and financial expenses		
To Others		-
Total interest and financial expenses C)		-
<b>D) ADJUSTMENTS TO VALUE OF FINANCIAL ASSETS AND LIABILITIES</b>		
Profit (Loss) before taxes (A-B+-C+-D)	-	701.090
20) Income taxes		
Deferred taxes	-	968.672
<b>Total Income taxes</b>	<b>-</b>	<b>968.672</b>
<b>21) Profit (Loss) for the period</b>		<b>267.582</b>

## Other information

As of 31 October 2021, Castor Bidco S.p.A. held the following stake in the share capital of Cerved Group S.p.A.:

No. of shares held	Cost	Participation in the share capital
174,582,793	Euro 1,784,092,762	89.40%

After 31 October 2021, Castor Bidco S.p.A. purchased No. 2,635,485 shares in Cerved Group S.p.A. for a total consideration of 26,908,829 Euros. Following these purchases, Castor Bidco S.p.A. holds the following shares in Cerved Group S.p.A.

No. of shares held	Cost	Participation in the share capital
177,218,278	Euro 1,811,001,591	90.75%

In addition, at the date of approval, receivables due from shareholders amount to 737,636,850 Euros and cash and cash equivalents amount to 494,741 Euros.

## Information pursuant to Article 1, paragraph 125, of Law No. 124 of 4 August 2017.

With reference to Article 1, paragraph 125, of Law No. 124/2017, the company has not received any grants.

## Compliance declaration

This document is a true copy corresponding to the documents kept at the company.

21 November 2021

The Sole Director

Luca Peyrano

*[In the event of any discrepancy with the Italian version, the Italian version shall prevail]*



Fine Comunicato n.1597-398

Numero di Pagine: 9