



**FIERA MILANO**

# **Half-year Financial Report**

## **at 30 June 2022**

### **(First half of FY2022)**

This document is available in the Investors section of the Company website,  
[www.fieramilano.it](http://www.fieramilano.it)

This document contains a faithful translation in English of the original report in Italian "*Relazione finanziaria semestrale al 30 giugno 2022*".

However, for information about Fiera Milano Group reference should be made exclusively to the original report in Italian.

The Italian version of the *Relazione finanziaria semestrale al 30 giugno 2022* shall prevail upon the English version.

#### **Fiera Milano SpA**

Registered office: Piazzale Carlo Magno, 1 - 20149 Milan  
Operational and administrative office: SS del Sempione, 28 - 20017 Rho (Milan)

Share Capital: Euro 42,445,141.00 fully paid up.

Companies Register, Tax Reference and VAT no. 13194800150

Economic Administrative Register 1623812

Rho (Milan), 27 July 2022

## Contents

	Page
<b>CORPORATE BODIES AND INDEPENDENT AUDITOR</b>	3
<b>BUSINESS MODEL</b>	4
<b>GROUP STRUCTURE</b>	5
<b>HIGHLIGHTS OF THE FIRST SEMESTER 2022</b>	6
<b>FIERA MILANO GROUP HALF-YEAR FINANCIAL REPORT</b>	
• <b>Interim report on operations</b>	
• Summary of results and significant events in the first half of the year	7
• Business performance by operating segment and by geographic area	17
• Information on related-party transactions	22
• Group personnel	22
• Risk factors affecting the Group	22
• Key data of the companies of the Group	34
• Significant events after the end of the reporting period	36
• Business outlook	36
• <b>Interim Condensed Consolidated Financial Statements at 30 June 2022</b>	
• Consolidated Statement of Financial Position	39
• Consolidated Statement of Comprehensive Income	40
• Consolidated Cash Flows	41
• Consolidated Statement of Changes in Equity	42
• Illustrative notes:	
– Accounting standards and consolidation criteria	43
– Disclosure on subsidiaries, joint ventures and associates	46
– Segment information	49
– Notes to the Interim Condensed Consolidated Financial Statements	52
– Attachment 1 – List of companies included in the consolidation area and other investments at 30 June 2022	82
<b>Declaration relating to the Interim Condensed Consolidated Financial Statements in accordance with Article 154-<i>bis</i> paragraph 5 of Legislative Decree 58/98</b>	83
<b>Independent Auditor’s Report</b>	84

# Corporate Bodies and Independent Auditor

## BOARD OF DIRECTORS

Carlo Bonomi	Chairman <sup>o</sup>
Luca Palermo	Chief Executive Officer
Alberto Baldan	Director*
Stefania Chiaruttini	Director*
Francesca Golfetto	Director*
Angelo Meregalli	Director*
Marina Natale	Director*
Ferruccio Resta	Director*
Elena Vasco	Director*

<sup>o</sup>\* Independent Director under Art. 148, paragraph 3 of Italian Legislative Decree 58 of 24 February 1998.

\* Independent Director under Art. 148, paragraph 3 of Italian Legislative Decree 58 of 24 February 1998 and the Corporate Governance Code of Borsa Italiana.

## CONTROL, RISK AND

## SUSTAINABILITY COMMITTEE

Stefania Chiaruttini  
Francesca Golfetto  
Angelo Meregalli

## APPOINTMENTS

## AND REMUNERATION COMMITTEE

Elena Vasco  
Alberto Baldan  
Marina Natale

## BOARD OF STATUTORY AUDITORS

Monica Mannino	Chairman
Piero Antonio Capitini	Standing Statutory Auditor
Daniele Federico Monarca	Standing Statutory Auditor
Livia Amidani Aliberti	Substitute Statutory Auditor
Simone Bruno	Substitute Statutory Auditor

## FINANCIAL REPORTING OFFICER ITALIAN LAW 262/2005

Andrea Maldì

## SUPERVISORY BOARD, ITALIAN LEGISLATIVE DECREE 231/01

Enrico Maria Giarda  
Luigi Bricocoli  
Basilio Postiglione

---

The Board of Directors was appointed by the Shareholders' Meeting of 20 April 2020. The Directors' mandates will expire at the Shareholders' Meeting to approve the Financial Statements at 31 December 2022.

At the Shareholders' Meeting of 2 October 2020, the Chairman Mr Carlo Bonomi, co-opted by the Board of Directors on 25 April 2020, was confirmed in his role as Director and Chairman of Fiera Milano SpA. At the same Shareholders' Meeting, Luca Palermo was appointed to the Board of Directors of Fiera Milano S.p.A., bringing the number of members to nine.

Both directors appointed at the Shareholders' Meeting will expire with the entire Board of Directors with the approval of the financial statements at 31 December 2022.

Following his appointment by the Board of Directors on 15 December 2020, Mr Luca Palermo took over as Chief Executive Officer and General Manager from 1 January 2021.

During the meeting of the Board of Directors held on 14 June 2022, Professor Ferruccio Resta was appointed as a director to replace Ms Anna Gatti, who left office on 10 May 2022.

The Board of Directors is invested with the broadest powers for the ordinary and extraordinary management of the Company; it has the power to carry out all acts it deems appropriate or useful to attain the corporate objectives, except for those which, pursuant to law, are reserved for the Shareholders' Meeting.

Under the law and the Company Articles of Association, the Chairman is the legal representative of the Company. He is also vested with all powers concerning Fiera Milano's institutional external relations.

The Board of Statutory Auditors was appointed by the Shareholders' Meeting of 28 April 2021 and its mandate expires at the Shareholders' Meeting to approve the Financial Statements at 31 December 2023.

## INDEPENDENT AUDITORS

EY SpA

The mandate, given by the Shareholders' Meeting of 29 April 2014, is for the financial years 2014-2022.

## Business model

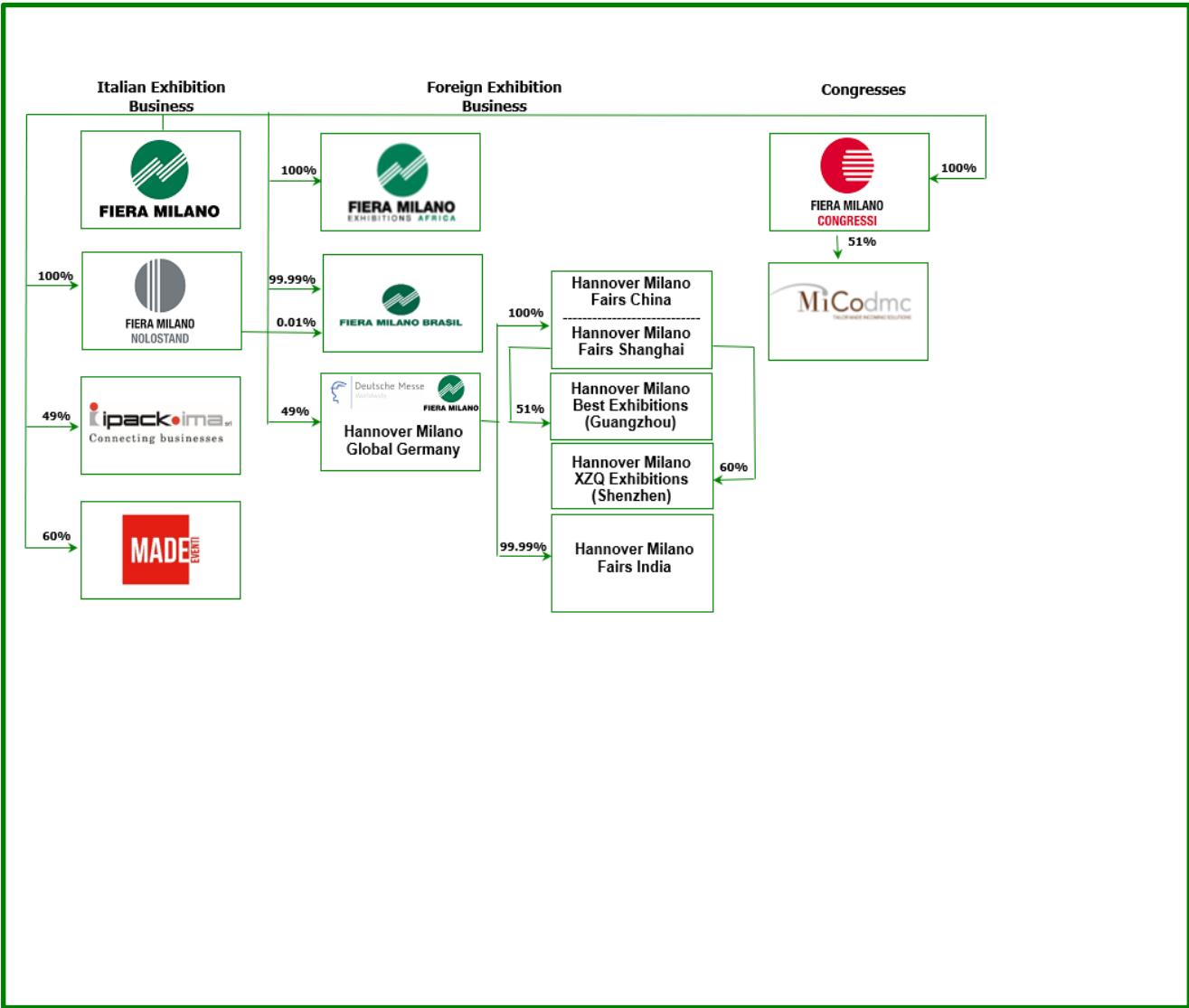
---

The Fiera Milano Group is active in all the key areas of the exhibition and congress industry and is one of the largest integrated exhibition companies worldwide.

Under the current management approach, the operating segments have been re-defined as follows:

- **Italian Exhibitions Business:** organisation and hosting of exhibitions and other events in Italy: through the use, promotion and offer of furnished exhibition spaces; through the provision of stand-fitting, technical and site services associated with exhibition and congress business; and through the provision of project support and ancillary services; the production of content and provision of advertising and digital services, as well as the organisation of conferences and training courses. Specifically, this segment includes all activities associated with exhibitions (including end services for exhibitors and visitors) that are:
  - directly organised by the Group or in partnership with third-parties;
  - organised by third parties, through the hiring out of spaces and services.
- **Foreign Exhibitions Business:** this segment covers all activities for the organisation of exhibitions and other events abroad through the use, promotion and offer of furnished exhibition spaces, project support, and ancillary services. It covers all activities associated with exhibitions (including end services for exhibitors and visitors) that are directly organised by the Group or in partnership with third-parties or acting as agents.
- **Congresses:** this segment covers the organisation of congresses and events and destination management services.

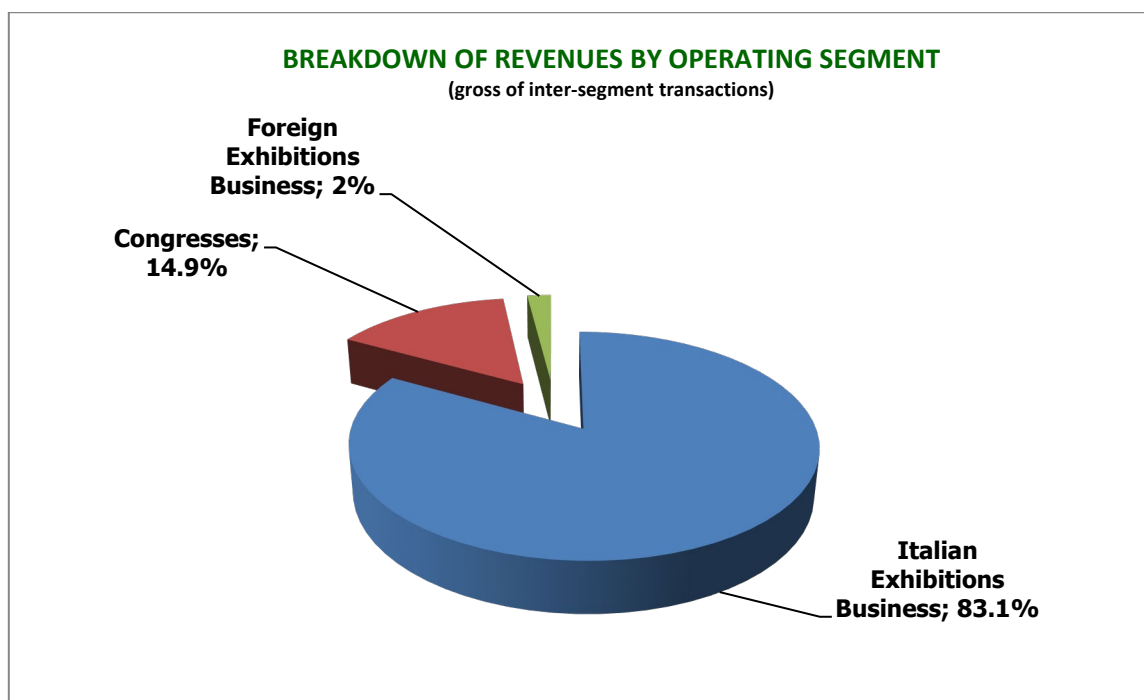
# Group structure



# Highlights of the first half of 2022

## PERFORMANCE

**Consolidated revenues:** Euro 116 million.



## BUSINESS

**Number of exhibitions held:**  
31, of which 3 abroad.

**Number of exhibitors:**  
11,954, of which 295 abroad

## EXHIBITION SPACE

**Net exhibition space occupied:**  
703,800 square metres  
of which 13.800 square metres abroad.

**Total gross exhibition space:**  
399,000 square metres

of which  
345,000 square metres  
in the **fieramilano** exhibition site

54,000 square metres  
in the **fieramilanocity** exhibition site

# Interim report on operations

## Summary of results and significant events in the first half of the year

The table below gives the key figures of the Group for the period under review and the comparative data for the same period of the previous financial year, as well as those for the financial year to 31 December 2021.

<b>Fiera Milano Group Summary of key figures</b>		<b>1st Half</b>	<b>1st Half</b>
<b>Full year</b>		<b>at 30/06/22</b>	<b>at 30/06/21</b>
<b>at 31/12/21</b>			
	(Amounts in € '000)		
<b>129.756</b>	<b>Revenues from sales and services</b>	<b>116.187</b>	<b>4.599</b>
<b>77.170</b>	<b>EBITDA (a)</b>	<b>39.521</b>	<b>( 22.990)</b>
<b>31.936</b>	<b>EBIT</b>	<b>15.760</b>	<b>(45.304)</b>
<b>42.909</b>	<b>Profit/(loss) from continuing operations</b>	<b>5.274</b>	<b>(25.113)</b>
<b>1.172</b>	<b>Profit/(loss) from discontinued operations</b>	<b>-</b>	<b>465</b>
<b>44.081</b>	<b>Profit/(loss)</b>	<b>5.274</b>	<b>(24.648)</b>
<b>44.359</b>	<b>- Attributable to the shareholders of the controlling entity</b>	<b>5.363</b>	<b>(24.535)</b>
<b>( 278)</b>	<b>- Attributable to non-controlling interests</b>	<b>(89)</b>	<b>(113)</b>
<b>473.586</b>	<b>Net capital employed (b)</b>	<b>476.216</b>	<b>539.845</b>
	<b>covered by:</b>		
<b>108.314</b>	<b>Equity attributable to the Group</b>	<b>116.142</b>	<b>38.545</b>
<b>671</b>	<b>Equity attributable to non-controlling interests</b>	<b>598</b>	<b>237</b>
<b>( 47.343)</b>	<b>Net financial debt/(cash) before IFRS 16 effects</b>	<b>(55.588)</b>	<b>64.966</b>
<b>364.601</b>	<b>Total net financial debt/(cash)</b>	<b>359.476</b>	<b>501.063</b>
<b>5.945</b>	<b>Investments (continuing operations and assets held for sale)</b>	<b>1.749</b>	<b>1.303</b>
<b>669</b>	<b>Employees (no. of permanent employees at end of period)</b>	<b>664</b>	<b>684</b>

(a) EBITDA is the operating result before depreciation and amortisation and adjustments to non-current asset values.

(b) Net capital employed is the sum of non-current assets, non-current liabilities and net working capital.

Fiera Milano's results for the first half of 2022 confirm the recovery of the exhibition sector with consolidated revenues of Euro 116,187,000 and the holding of 31 trade exhibitions that occupied a total of 703,800 square metres of exhibition space. In the early months of the year, Fiera Milano decided – in agreement with the organisers – to reschedule a number of exhibitions, postponing them during the first half of the year so that they could be more appropriately positioned and, above all, were not adversely affected by the rising infection rate due to the public health emergency still ongoing mainly in January.

The strategic rescheduling decision proved to be a wise one, as already by April the rescheduled BIT- Borsa Internazionale del Turismo was performing better in terms of exhibitors and visitors than expected. Results were also excellent for the directly organised event miart, the international modern and contemporary art fair, which now in its 26th edition hosted more than 150 galleries from 20 countries.

The 50th edition of MIDO (eyewear) also exceeded expectations with 22,000 visitors from over 50 countries.

Exhibitions on the calendar for May occupied the exhibition centres for 19 days with a turnover that saw the Fiera Milano pavilions occupied, including with simultaneous exhibitions, for a total number of 34 exhibition days. Starting with The Innovation Alliance (which brought together the entire mechanical engineering supply chain with Ipack-Ima, Print4All, GreenPlast and Intralogistica Italia), which was attended by more than 90,000 professionals from 125 countries. This was followed by Transpotec Logitec, Italy's leading event for logistics and road transport, which closed with over 25,000 trade visitors. Finally, Venditalia (vending machines) also saw positive numbers with 20,000 visitors, the same as the pre-pandemic 2018 edition, and Lamiera, the international exhibition of machine tools for sheet metal forming and related technologies, which recorded more than 19,000 admissions.

June saw the return of the Salone del Mobile, in its traditional version, with more than 2,000 exhibitors. A successful event that attracted more than 262,000 visitors over six days from 173 countries. The half-year ended with MCE Mostra Convegno Expocomfort, reconfirming itself after 4 years of absence, due to the pandemic, as the sector's reference event with over 1,500 exhibitors and more than 90,000 visitors (more than a third from abroad).

During the first part of the half-year, fashion also played a leading role in the Fiera Milano halls with Milano Unica (textiles), Lineapelle (tannery), HOMI Fashion&Jewels (bijoux and jewellery), Micam (footwear), Mipel (leather goods) and TheOne Milano (high-end women's prêt-à-porter).

### **Congress Activities**

On 16 June, the convention centre changed its name to Allianz MiCo. The insurance and financial group Allianz signed an agreement with Fiera Milano Congressi to acquire the naming rights for the congress centre in Piazzale Carlo Magno, which has been renamed Allianz MiCo.

The new partnership gives the MiCo-Milano Convention Centre, Europe's largest congress centre with 65 halls and 50,000 square metres of exhibition space, even greater international appeal thanks to the strength of the Allianz brand, the leading insurance brand among groups operating globally in financial services.

### **Activities abroad**

In Brazil, particularly in June, business was brisk at Exposec (7-9 June 2022), an event dedicated to the world of security that brought together 800 exhibiting brands and over 48,800 visitors. In China, exhibition activities are at a standstill due to the country's lockdown following the ongoing Covid-19 pandemic.

### **Other information**

On 22 April 2022, the Ordinary Shareholders' Meeting of the Parent Company was held, which approved the financial statements for the year ended 31 December 2021 and resolved to carry forward net profit for the year of Euro 36,621,672.14. The Ordinary Shareholders' Meeting also approved the content of the First and Second Section of the Remuneration Report, relative to the Company policy on the remuneration of the Board of Directors. Finally, the same Shareholders' Meeting Authorisation approved the authorisation to purchase and dispose of own shares under articles 2357 and 2357-ter of the Italian Civil Code.

On 20 May 2022, the Board of Directors of Fiera Milano approved the continuation of negotiations with Fiere di Parma S.p.A. (hereinafter, "Fiere di Parma") for the creation of a European exhibition platform in the agri-food sector (hereinafter, the "Operation"). The Operation would be carried out through the subscription of a capital increase of Fiere di Parma reserved to Fiera Milano to be paid through the contribution of Fiera Milano's business unit related to the exhibition "Tuttofood", a leading exhibition event in the agri-food sector organised in Milan at the Rho district. The Operation would also provide for the signing of agreements concerning the governance of Fiere di Parma. Through the aforementioned Operation, the parties aim to create a new multi-hub exhibition platform consisting of Cibus Parma, an iconic event for Made in Italy food and its territories, and "Tuttofood powered by Cibus" in Milan, where it will host an international exhibition audience thereby becoming a global Food & Beverage hub.

On 14 June, Fiera Milano announced that it had signed a confidentiality agreement with Firenze Fiera to begin talks on a potential business partnership. The agreement signed launches preliminary consultations aimed at defining the objectives and perimeter of a potential strategic partnership between Fiera Milano and Firenze Fiera concerning the definition and implementation of joint development initiatives in the exhibition and congress sectors.



## Sustainability

For the second year in a row, Fiera Milano has confirmed its position at the top of the Integrated Governance Index (IGI), the index developed by ET.Group and presented on 15 June at the ESG Business Conference acknowledging companies that have undertaken a serious path of transformation and evolution in terms of their ESG identity, integrating sustainability into their business model. Fiera Milano ranked first in the "Top 3 extra 100", the group including all additional listed companies in addition to the top 100 by capitalisation, being among the Top ESG Identity Performers by achieving one of the highest scores within the index.

It should be remembered that **the Group's activities are typically seasonal** with regard to recurring trade exhibitions or those held every two years. Moreover, the results for the first half of 2022 are compared with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic. As a result, the Group's financial information has limited temporal comparability of its financial results both on an annual and interim basis.

The table below gives greater detail of the **Consolidated Income Statement** for the first half of 2022.

<b>Consolidated Income Statement</b>			<b>1st Half at 30/06/22</b>		<b>1st Half at 30/06/21</b>	
<b>Full year at 31/12/21</b>						
<b>%</b>	(Amounts in €'000)		<b>%</b>	<b>%</b>		<b>%</b>
<b>129,756</b>	<b>100</b>	<b>Revenues from sales and services</b>	<b>116,187</b>	<b>100</b>	<b>4,599</b>	<b>100</b>
1,722	1.3	Cost of materials	1,922	1.7	226	4.9
74,344	57.3	Cost of services	51,277	44.1	12,991	282.5
517	0.4	Costs for use of third party assets	585	0.5	145	3.2
41,489	32.0	Personnel expenses	22,569	19.4	16,269	353.8
2,942	2.3	Other operating expenses	2,241	1.9	967	21.0
<b>121,014</b>	<b>93.3</b>	<b>Total operating costs</b>	<b>78,594</b>	<b>67.6</b>	<b>30,598</b>	<b>665.3</b>
73,146	56.4	Other income	1,503	1.3	3,442	74.8
1,207	0.9	Results of equity-accounted companies	425	0.4	(160)	(3.5)
5,925	4.6	Allowance for doubtful accounts and other provisions	-	-	273	5.9
<b>77,170</b>	<b>59.5</b>	<b>Operating result before adjustments to non-current asset values (EBITDA)</b>	<b>39,521</b>	<b>34.0</b>	<b>(22,990)</b>	<b>(499.9)</b>
45,212	34.8	Depreciation and amortisation	23,761	20.5	22,292	484.7
22	0.0	Adjustments to asset values	-	-	22	0.5
<b>31,936</b>	<b>24.6</b>	<b>Operating result (EBIT)</b>	<b>15,760</b>	<b>13.6</b>	<b>(45,304)</b>	<b>(985.1)</b>
( 13,392)	(10.3)	Financial income/(expenses)	(6,877)	(5.9)	(6,186)	(134.5)
-	-	Valuation of financial assets	-	-	-	-
<b>18,544</b>	<b>14.3</b>	<b>Profit/(loss) before income tax</b>	<b>8,883</b>	<b>7.6</b>	<b>(51,490)</b>	<b>(1,119.6)</b>
( 24,365)	(18.8)	Income tax	3,609	3.1	(26,377)	(573.5)
<b>42,909</b>	<b>33.1</b>	<b>Profit/(loss) from continuing operations</b>	<b>5,274</b>	<b>4.5</b>	<b>(25,113)</b>	<b>(546.1)</b>
<b>1,172</b>	<b>0.9</b>	<b>Profit/(loss) from discontinued operations</b>	<b>-</b>	<b>-</b>	<b>465</b>	<b>10.1</b>
<b>44,081</b>	<b>34.0</b>	<b>Profit/(loss):</b>	<b>5,274</b>	<b>4.5</b>	<b>(24,648)</b>	<b>(535.9)</b>
<b>44,359</b>	<b>34.2</b>	<b>- attributable to the shareholders of the controlling entity</b>	<b>5,363</b>	<b>4.6</b>	<b>(24,535)</b>	<b>(533.5)</b>
( 278)	(0.2)	<b>- attributable to non-controlling interests</b>	<b>(89)</b>	<b>(0.1)</b>	<b>(113)</b>	<b>(2.5)</b>

**Revenues from sales and services** totalled Euro 116,187 thousand, an increase of approximately Euro 111,588 thousand compared to the figure for the same half of the previous financial year (Euro 4,599 thousand).

The results for the first half of 2022, in terms of revenue and EBITDA, are mainly related to the restart of exhibition and congresses and compare with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic. The change is mainly related to the presence of the Salone del Mobile, the "biennial even year" Mostra Convegno Expocomfort, the multi-annual exhibitions that are part of the largest European "The Innovation Alliance" event dedicated to solutions for the manufacturing industry, the directly organised Bit, as well as the presence of the fashion sector's hosted events with LineaPelle, The Micam and Milano Unica among the most significant.

Below are the performance numbers for exhibition space in Italy and abroad and the changes in terms of square metres compared to the previous six months:

- **Annual exhibitions organised by the Group in Italy** (+51,875 sqm): the increase is mainly attributable to the presence in the first half of this year of the Bit (+15,610 sqm), HOMI (+10,955 sqm), HOMI Fashion&Jewels (+9,400 sqm) and Miart (+8,145 sqm) exhibitions;
- **Annual exhibitions organised by third parties in Italy** (+314,970 sqm): The increase is mainly due to the presence in the first half of 2022 of the Furniture Fair (+154,450 sqm), fashion industry exhibitions (96,375 sqm) and Mido (+28,505 sqm);
- **Congresses with related exhibition areas**: these had an increase in rented space of +30,785 square metres;
- **Biennial exhibitions organised by the Group in Italy** (+52,880 sqm): The change is due to the presence of the Transpotec & Logitec exhibition in the first half of this year;
- **Biennial exhibitions organised by third parties in Italy** (+160,375 sqm): The increase is mainly attributable to the presence of the exhibitions Mostra Convegno Expocomfort (+77,740 sqm), Eurocucina (+29,095 sqm), Lamiera (+18,990 sqm) and Salone del Bagno (+17,980 sqm) in the half-year under review;
- **Multi-annual exhibitions organised by the Group in Italy** (+11,960 sqm): The increase is attributable to the presence of Print4all in the half-year under review;
- **Multi-annual exhibitions organised by third parties in Italy** (+61,190 sqm): The change is mainly attributable to the presence of Ipack-Ima in the half-year under review;
- **Annual exhibitions of the Group abroad** (-62,980 square metres): the change is mainly related to the suspension of exhibition activities in China following the development of the Covid-19 pandemic.

The table below gives a summary of the net square metres of exhibition space occupied by the various Fiera Milano Group exhibitions and by congresses with related exhibition space.

Fiera Milano Group Summary operating figures	1st Half 2022		1st Half 2021	
	Total	of which organised by the Group	Total	of which organised by the Group
<b>Number of exhibitions:</b>	<b>31</b>	<b>12</b>	<b>5</b>	<b>5</b>
<b>Italy</b>	<b>28</b>	<b>9</b>	<b>1</b>	<b>1</b>
. annual	17	7	1	1
. biennial	7	1	-	-
. multi-annual	4	1	-	-
<b>Foreign countries</b>	<b>3</b>	<b>3</b>	<b>4</b>	<b>4</b>
. annual	3	3	4	4
. biennial	-	-	-	-
. multi-annual	-	-	-	-
<b>Number of congresses with related exhibition space - Italy</b>	<b>19</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Net sq.metres of exhibition space:</b>	<b>703,800</b>	<b>136,480</b>	<b>82,745</b>	<b>82,745</b>
<b>Italy</b>	<b>690,000</b>	<b>122,680</b>	<b>5,965</b>	<b>5,965</b>
. annual (a)	403,595	57,840	5,965	5,965
. biennial	213,255	52,880	-	-
. multi-annual	73,150	11,960	-	-
(a) of which congresses with related exhibition space	30,785	-	-	-
<b>Foreign countries</b>	<b>13,800</b>	<b>13,800</b>	<b>76,780</b>	<b>76,780</b>
. annual	13,800	13,800	76,780	76,780
. biennial	-	-	-	-
. multi-annual	-	-	-	-
<b>Number of exhibitors:</b>	<b>11,954</b>	<b>1,905</b>	<b>1,910</b>	<b>1,910</b>
<b>Italy</b>	<b>11,659</b>	<b>1,610</b>	<b>245</b>	<b>245</b>
. annual (b)	8,060	1,210	245	245
. biennial	2,295	220	-	-
. multi-annual	1,304	180	-	-
(b) of which congresses with related exhibition space	1,990	-	-	-
<b>Foreign countries</b>	<b>295</b>	<b>295</b>	<b>1,665</b>	<b>1,665</b>
. annual	295	295	1,665	1,665
. biennial	-	-	-	-
. multi-annual	-	-	-	-

**EBITDA** for the half-year was Euro 39,521 thousand compared to a figure of Euro -22,990 thousand in the same period of the previous financial year, an increase of Euro 62,511 thousand. The change reflects the aforementioned trend in revenues.

This effect was partially offset by the presence in the same half-year of 2021 of the benefit deriving from the activation of the Salary Integration Fund (FIS), as well as the result of the joint venture held jointly with the partner, Deutsche MESSE AG, which did not hold any exhibitions in China during the period under review.

**EBIT** was Euro 15,760 thousand compared to a figure of Euro -45,304 thousand in the first half of 2021. The increase amounted to Euro 61,064 and mainly reflected the trend in EBITDA.

**Profit/(loss) before income tax** is Euro 8,883 thousand compared to Euro -51,490 thousand in the first half of 2021.

Income taxes for the half-year period of Euro 3,609 thousand were recognised by applying the estimated annual average tax rate (tax rate method) to the pre-tax profit of the individual consolidated companies.

The net result for the period of **continuing operations** amounted to Euro 5,274 thousand (Euro -25,113 thousand in the first half of 2021), while the **profit/(loss) for the period of discontinued operations** had no value (balance of Euro 465 in the first half of 2021).

**Net profit (loss)** for the half-year is Euro 5,274 thousand and Euro 5,363 thousand attributable to the shareholders of the **controlling entity** (Euro -24,535 thousand in the first half of 2021) and for Euro -89 thousand attributable to **non-controlling interests** (Euro -113 thousand in the first half of 2021).

The following table shows the **Reclassified Consolidated Statement of Financial Position**.

<b>Reclassified Consolidated Statement of Financial Position</b>		
(Amounts in €'000)	<b>30/06/22</b>	<b>31/12/21</b>
Goodwill	95,036	95,036
Intangible assets with a finite useful life	18,082	18,518
Right-of-use assets	387,508	392,512
Tangible fixed assets	4,921	5,808
Other non-current assets	58,856	61,857
<b>A Non-current assets</b>	<b>564,403</b>	<b>573,731</b>
Inventory and contracts in progress	3,968	3,354
Trade and other receivables	37,884	31,130
Other assets	-	-
<b>B Current assets</b>	<b>41,852</b>	<b>34,484</b>
Trade payables	53,021	50,602
Advances	29,803	35,992
Tax liabilities	2,488	4,955
Provisions for risks and charges and other current liabilities	33,082	29,181
<b>C Current liabilities</b>	<b>118,394</b>	<b>120,730</b>
<b>D Net working capital (B - C)</b>	<b>(76,542)</b>	<b>(86,246)</b>
<b>E Gross capital employed (A + D)</b>	<b>487,861</b>	<b>487,485</b>
Employee benefit provisions	7,936	9,529
Provisions for risks and charges and other non-current liabilities	3,709	4,370
<b>F Non-current liabilities</b>	<b>11,645</b>	<b>13,899</b>
<b>G NET CAPITAL EMPLOYED continuing operations (E - F)</b>	<b>476,216</b>	<b>473,586</b>
<b>H NET CAPITAL EMPLOYED assets held for sale</b>	<b>-</b>	<b>-</b>
<b>TOTAL NET CAPITAL EMPLOYED (G + H)</b>	<b>476,216</b>	<b>473,586</b>
covered by:		
Equity attributable to the Group	116,142	108,314
Equity attributable to non-controlling interests	598	671
<b>I Total equity</b>	<b>116,740</b>	<b>108,985</b>
Cash & cash equivalents	(136,958)	(148,298)
Current financial (assets)/liabilities	57,734	44,102
Non-current financial (assets)/liabilities	438,700	468,797
<b>Net financial debt continuing operations</b>	<b>359,476</b>	<b>364,601</b>
<b>Net financial debt assets held for sale</b>	<b>-</b>	<b>-</b>
<b>L Net financial debt (TOTAL)</b>	<b>359,476</b>	<b>364,601</b>
<b>EQUITY AND NET FINANCIAL DEBT (I + L)</b>	<b>476,216</b>	<b>473,586</b>

At 30 June 2022, **non-current assets** totalled Euro 564,403 thousand compared to Euro 573,731 thousand at 31 December 2021. The fall of Euro 9,328 thousand relates to the balance between investments for Euro 1,749 thousand, depreciation and amortisation for Euro 23,761 thousand, increases in rights of use for Euro 15,464 thousand, increases in deferred tax assets for Euro 3,509 thousand, measurement of equity investments for Euro 449 thousand, exchange differences for Euro 292 thousand, other changes for Euro -12 thousand.

**Net working capital** went from Euro -86,246 thousand at 31 December 2021 to Euro -76,542 thousand at 30 June 2022.

The Euro 9,704 thousand change in this figure was due to the following:

- (a) increase in **Current assets** of Euro 7,368 thousand, due to the increase in the item "Trade and other receivables" of Euro 6,754 thousand and the increase in the item "Inventories and contracts in progress" of Euro 614 thousand. The change is mainly related to receivables from customers of the subsidiary Fiera Milano Congressi and the Parent Company;
- (b) decrease in **Current Liabilities** of Euro 2,336 thousand, due to the:
  - increase in the item "Provisions for risks and charges and other current liabilities" by Euro 3,901,000 related mainly to higher payables to Organisers;
  - decrease in the item "Tax payables" of Euro 2,467 thousand;
  - decrease in the item "Advances" for Euro 6,189 thousand as the balance between increases for advances invoiced to customers for exhibitions to be held in subsequent periods (in particular Host) and decreases for exhibitions to be held in the first half of 2022 (in particular the Salone del Mobile);
  - increase in "Trade payables" of Euro 2,419, thousand in correspondence with the higher volume of business due to the changed exhibition calendar.

At 30 June 2022, **non-current liabilities** totalled Euro 11,645 thousand compared to Euro 13,899 thousand at 31 December 2021.

**Equity attributable to the Group** at 30 June 2022 was Euro 116,142 thousand compared to Euro 108,314 thousand at 31 December 2021, an increase of Euro 7,828 thousand due to the following: net profit (loss) for the period of Euro 5,363 thousand, stock grant reserve of Euro 168 thousand, reserve for financial hedging transactions of Euro 1,452 thousand, other comprehensive income of Euro 820 thousand and exchange rate gains of Euro 25 thousand.

**Equity attributable to non-controlling interests** amounted to Euro 598 thousand at 30 June 2022 compared to Euro 671 thousand at 31 December 2021, with a decrease of Euro 73 thousand attributable to the net profit (loss) for the period of Euro -89 thousand and Euro 16 thousand to other components of the comprehensive income statement.

The **Group's financial debt** and its composition is shown in the table below.

<b>Group Net Financial Debt</b>	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
(Amounts in € '000)			
A. Cash	126,300	148,298	(21,998)
B. Cash equivalents	10,658	-	10,658
C. Other current financial assets	6,517	8,206	(1,689)
- C.1 of which Other current financial assets to other related parties	1,427	2,429	(1,002)
<b>D. Cash and cash equivalents (A+B+C)</b>	<b>143,475</b>	<b>156,504</b>	<b>(13,029)</b>
E. Current financial debt (including debt instruments, but excluding current portion of non-current financial debt)	508	9,994	(9,486)
- E.1 of which Current financial debt to other related parties	-	9,560	(9,560)
F. Current portion of non-current debt	14,500	938	13,562
<b>G. Current financial debt (E+F)</b>	<b>15,008</b>	<b>10,932</b>	<b>4,076</b>
<b>H. Current net financial debt (cash) (G-D)</b>	<b>(128,467)</b>	<b>(145,572)</b>	<b>17,105</b>
I. Non-current financial debt (excluding current portion and debt instruments)	72,879	98,229	(25,350)
J. Debt instruments	-	-	-
K. Non-current trade and other payables	-	-	-
<b>L. Non-current financial debt (I+J+K)</b>	<b>72,879</b>	<b>98,229</b>	<b>(25,350)</b>
<b>Net financial debt/(cash) from continuing operations (H+L)</b>	<b>(55,588)</b>	<b>(47,343)</b>	<b>(8,245)</b>
<b>Net financial debt/(cash) from assets held for sale</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>M. Net financial debt/(cash) before IFRS 16 effects</b>	<b>(55,588)</b>	<b>(47,343)</b>	<b>(8,245)</b>
N. Current financial liabilities related to the right of use of assets	49,243	41,376	7,867
- N.1 of which current financial liabilities related to the right-of-use assets to the controlling shareholder	47,728	39,821	7,907
O. Non-current financial liabilities related to the right of use of assets	365,821	370,568	(4,747)
- O.1 of which non-current financial liabilities related to the right-of-use assets to the controlling shareholder	363,639	367,703	(4,064)
P. Current financial assets related to the right of use of assets	-	-	-
Q. Non-current financial assets related to the right of use of assets	-	-	-
<b>IFRS 16 financial effects</b>	<b>415,064</b>	<b>411,944</b>	<b>3,120</b>
<b>R. Total net financial debt/(cash) (M+N+O-P-Q)</b>	<b>359,476</b>	<b>364,601</b>	<b>(5,125)</b>

The **Group's financial debt** not including IFRS 16 lease liability at 30 June 2022 showed net cash of Euro 55,588 thousand compared to net cash of Euro 47,343 thousand at 31 December 2021, thereby recording an increase of Euro 8,245 thousand.

The improvement is a result of the positive cash flow generated by operating activities in the half-year.

The repayment of loans in the amount of Euro 10,000,000 in the half-year under review should be noted.

The net financial indebtedness including the IFRS 16 lease liability amounted to Euro 359,476 thousand (Euro 364,601 thousand at 31 December 2021).



## Business performance by operating segment and by geographic area

The key Group figures by operating segment and by geographic area are given in the following table.

### Summary of data by operating segment and by geographic area

(Amounts in € '000)	1st Half at 30/06/22		1st Half at 30/06/21	
<b>Revenues from sales and services</b>				
<b>- By operating segment:</b>		%		%
. Italian Exhibitions business	100,768	83.1	2,882	56.5
. Foreign Exhibitions business	2,405	2.0	35	0.7
. Media *	-	-	937	18.4
. Congresses	18,048	14.9	1,242	24.4
<b>Total revenues gross of adjustments for inter-segment transactions</b>	<b>121,221</b>	<b>100.0</b>	<b>5,096</b>	<b>100.0</b>
. Adjustments for inter-segment transactions	( 5,034)		( 497)	
<b>Total revenues net of adjustments for inter-segment transactions</b>	<b>116,187</b>		<b>4,599</b>	
<b>- By geographic area:</b>				
. Italy	113,782	97.9	4,564	99.2
. Foreign countries	2,405	2.1	35	0.8
<b>Total</b>	<b>116,187</b>	<b>100.0</b>	<b>4,599</b>	<b>100.0</b>
<b>EBITDA</b>		%		%
<b>- By operating segment:</b>		on revenues		on revenues
. Italian Exhibitions business	35,195	34.9	( 20,405)	(708.0)
. Foreign Exhibitions business	( 675)	(28.1)	( 501)	(1,431.4)
. Media *	-	-	( 770)	(82.2)
. Congresses	5,001	27.7	( 1,314)	(105.8)
. Adjustments for inter-segment transactions	-		-	
<b>Total</b>	<b>39,521</b>	<b>34.0</b>	<b>( 22,990)</b>	<b>(499.9)</b>
<b>- By geographic area:</b>				
. Italy	40,186	35.3	( 22,489)	(492.7)
. Foreign countries	( 665)	(27.7)	( 501)	(1,431.4)
<b>Total</b>	<b>39,521</b>	<b>34.0</b>	<b>( 22,990)</b>	<b>(499.9)</b>
<b>EBITDA</b>		%		%
<b>- By operating segment:</b>		on revenues		on revenues
. Italian Exhibitions business	14,587	14.5	( 40,117)	(1,392.0)
. Foreign Exhibitions business	( 805)	(33.5)	( 620)	(1,771.4)
. Media *	-	-	( 814)	(86.9)
. Congresses	1,978	11.0	( 3,753)	(302.2)
. Adjustments for inter-segment transactions	-		-	
<b>Total</b>	<b>15,760</b>	<b>13.6</b>	<b>( 45,304)</b>	<b>(985.1)</b>
<b>- By geographic area:</b>				
. Italy	16,555	14.5	( 44,683)	(979.0)
. Foreign countries	( 795)	(33.1)	( 621)	(1,774.3)
<b>Total</b>	<b>15,760</b>	<b>13.6</b>	<b>( 45,304)</b>	<b>(985.1)</b>
<b>Employees</b>				
(no. of permanent employees at the end of the period)				
<b>- By operating segment:</b>		%		%
. Italian Exhibitions business	539	81.2	504	73.7
. Foreign Exhibitions business	86	13.0	94	13.7
. Media *	-	-	36	5.3
. Congresses	39	5.8	50	7.3
<b>Total</b>	<b>664</b>	<b>100.0</b>	<b>684</b>	<b>100.0</b>
<b>- By geographic area:</b>				
. Italy	578	87.0	590	86.3
. Foreign countries	86	13.0	94	13.7
<b>Total</b>	<b>664</b>	<b>100.0</b>	<b>684</b>	<b>100.0</b>

It should be noted that in the last quarter of the year 2021, following the sale of the "publications" division to third parties, the activities of the Media segment were transferred to the "Italian Exhibitions Business" sector.

**Revenues from sales and services** at 30 June 2022 before elimination of transactions among the business segments of the Group were Euro 121,221 thousand, of which 83% was generated by Italian Exhibitions Business, 2% by Foreign Exhibitions Business and 15% by the Congress segment.

- **Revenues from the Italian Exhibitions Business** were Euro 100,768 thousand, an increase of approximately Euro 97,886 thousand compared to the figure for the same half of the previous year (Euro 2,882 thousand). The increase is due to the restart of exhibition and compare with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic. The change, therefore, is mainly related to the presence of the Salone del Mobile, the "biennial even year" Mostra Convegno Expocomfort, the multi-annual exhibitions that are part of the largest European "The Innovation Alliance" event dedicated to solutions for the manufacturing industry, the directly organised Bit, as well as the presence of the fashion sector's hosted events with LineaPelle, The Micam and Milano Unica among the most significant.
- Revenues from the **Foreign Exhibitions Business** amounted to Euro 2,405 thousand, increasing by Euro 2,370 thousand over the same half of the previous year (Euro 35 thousand). The increase is due to the presence of the Exposec event in Brazil and the ICTAF 2022 contemporary art exhibition organised by the South African subsidiary.
- Revenues from **Congresses** amounted to Euro 18,048 thousand, increasing by Euro 16,806 thousand over the same half of the previous year (Euro 1,242 thousand). The increase is attributable to the restart of congress activity and compares with the first quarter of 2021, which was affected by the suspension of congresses following the Covid-19 pandemic. The change is mainly related to the presence of major congress events such as the Salone del Risparmio, Sales Force, World of Coffee, ESA - European Congress of Anaesthesia, ECE - European Congress of Endocrinology and EAS - European Congress on Atherosclerosis, in addition to corporate events such as the Allianz Bank Convention, Banca Generali Convention and Azimut Convention.

The breakdown by segment of the **EBITDA** of Euro 39,521 thousand, which compared to Euro -22,990 thousand in the same period of the previous financial year, was as follows:

- **Italian Exhibitions Business:** recorded an EBITDA of Euro 35,195 thousand compared to Euro -20,405 thousand in the same period of the previous financial year. The change was mainly due to the aforementioned trend in revenues. This effect was partially offset by the presence in the same half of 2021 of the benefit deriving from the activation of the Salary Integration Fund (FIS).
- **Foreign Exhibitions Business:** EBITDA of Euro -675 thousand compared to Euro -501 thousand in the same period of the previous financial year. The decrease is mainly due to the result of the joint venture held jointly with the partner, Deutsche MESSE AG, which did not hold any exhibitions in China during the period under review.
- **Congresses:** EBITDA was Euro 5,001 thousand, compared to Euro -1,314 thousand in the same half of 2021. The change in the half-year was mainly attributable to the already highlighted trend in revenues. This effect was partially offset by the presence in the same half of 2021 of the benefit deriving from the activation of the Salary Integration Fund (FIS).

The **EBIT** of the four operating segments totalled Euro 15,760 thousand compared to Euro -45,304 thousand in the same period of the previous year.

The breakdown by geographic area in the first half shows revenues from foreign activities of Euro 2,405 thousand compared to Euro 35 thousand in the same period of the previous year. EBITDA was Euro -665 thousand, compared to the figure for the first half of the previous year (Euro -501 million) whilst EBIT was Euro -795 thousand compared to an EBIT of Euro -621 thousand, a decrease of Euro 174 thousand compared to the figure for the same period of the previous year.

Exhibitions organised by the Group in Italy and abroad occupied total net exhibition space of 136,480 square metres, which equated to 19% of the total exhibition space occupied.

In Italy, 28 events and 19 events related to conferences with an exhibition area took place in the two exhibition sites **fieramilano** and **fieramilanocity** during the half-year.

Exhibitions in Italy occupied net exhibition space totalling 690,000 square metres compared to 5,965 square metres in the first half of the previous year. The number of exhibitors rose from 245 in the first half of 2021 to 11,659 in the first half of 2022.

Details of exhibitions held in Italy are given in the following table (figures have been rounded so as to facilitate reading and comparison of the figures).

	Net sq. metres of exhibition space		Number of exhibitors	
	1st Half to 30/06/22	1st Half to 30/06/21	1st Half to 30/06/22	1st Half to 30/06/21
<b>Annual Exhibitions:</b>				
<b><u>Directly organised</u></b>				
- Bit	15,610	a)	200	175
- Chibimart estate	2,765	b)	75	b)
- Miart	8,145	b)	170	b)
- SposaItalia	7,445	5,965	90	70
- HOMI	10,955	b)	225	b)
- HOMI Fashion&Jewels (I semestre)	9,400	c)	365	c)
- Promotion Trade Exhibition	3,520	b)	85	b)
<b>Total annual exhibitions directly organised</b>	<b>57,840</b>	<b>5,965</b>	<b>1,210</b>	<b>245</b>
<b><u>Hosted</u></b>				
- LineaPelle (I semestre)	38,635	c)	950	c)
- Mido	28,505	c)	655	c)
- Milano Unica (primavera)	18,850	c)	385	c)
- Mipel (marzo)	3,200	c)	110	c)
- My Plant & garden	23,640	c)	565	c)
- Fa la cosa giusta	12,000	c)	500	c)
- Salone del mobile/ Complemento d'arredo	154,450	b)	910	b)
- Filo (I semestre)*	1,810	-	90	-
- The Micam (primavera)	30,165	c)	630	c)
- The ONE Milano (febbraio)	3,715	c)	65	c)
<b>Total annual exhibitions hosted</b>	<b>314,970</b>	-	<b>4,860</b>	-
<b>Total annual exhibitions</b>	<b>372,810</b>	<b>5,965</b>	<b>6,070</b>	<b>245</b>

*Continues in next page*

Continues from previous page

	Net sq. metres of exhibition space		Number of exhibitors	
	1st Half to 30/06/22	1st Half to 30/06/21	1st Half to 30/06/22	1st Half to 30/06/21
<b>Biennial exhibitions</b>				
<b><u>Directly organised</u></b>				
- Transpotec & Logitec	52,880	-	220	-
<b>Total biennial exhibitions directly organised</b>	<b>52,880</b>	<b>-</b>	<b>220</b>	<b>-</b>
<b><u>Hosted</u></b>				
- Eurocucina	29,095	-	80	-
- Lamiera	18,990	-	250	-
- Mostra Convegno Expocomfort	77,740	-	1,330	-
- Venditalia	14,015	-	265	-
- Salone del Bagno	17,980	-	125	-
- Workplace 3.0	2,555	-	25	-
<b>Total biennial exhibitions hosted</b>	<b>160,375</b>	<b>-</b>	<b>2,075</b>	<b>-</b>
<b>Total biennial exhibitions</b>	<b>213,255</b>	<b>-</b>	<b>2,295</b>	<b>-</b>
<b>Multi-annual exhibitions</b>				
<b><u>Directly organised</u></b>				
- Print4all	11,960	-	180	-
<b>Total multi-annual exhibitions directly organised</b>	<b>11,960</b>	<b>-</b>	<b>180</b>	<b>-</b>
<b><u>Hosted</u></b>				
- Intralogistica	3,575	-	85	-
- Ipack-Ima	52,475	-	894	-
- Greenplast	5,140	-	145	-
<b>Total multi-annual exhibitions hosted</b>	<b>61,190</b>	<b>-</b>	<b>1,124</b>	<b>-</b>
<b>Total multi-annual exhibitions</b>	<b>73,150</b>	<b>-</b>	<b>1,304</b>	<b>-</b>
<b>TOTAL EXHIBITIONS</b>	<b>659,215</b>	<b>5,965</b>	<b>9,669</b>	<b>245</b>
- Congresses with related exhibition space	30,785		1,990	
<b>TOTAL</b>	<b>690,000</b>	<b>5,965</b>	<b>11,659</b>	<b>245</b>

\* The exhibition was held for the first time in Fiera Milano district.

a) The exhibition took place in digital form.

b) The exhibition was held/will be held in subsequent quarters.

c) The exhibition did not take place.

In the first half of the year, 3 exhibitions were held in foreign exhibition centres and the net exhibition space occupied totalled 13,800 square metres compared to 76,780 square metres in the same period of the previous financial year. The number of exhibitors went from 1,665 in the first half of 2021 to 295 in the first half of 2022.

Details of exhibitions held abroad in the first half of 2022 are given in the following table (figures have been rounded so as to facilitate reading and comparison of the figures).

<b>Annual Exhibitions:</b>	<b>Foreign Exhibition portfolio</b>			
	<b>Net sq. metres of exhibition space</b>		<b>Number of exhibitors</b>	
	<b>1st Half to 30/06/22</b>	<b>1st Half to 30/06/21</b>	<b>1st Half to 30/06/22</b>	<b>1st Half to 30/06/21</b>
<b><u>Exhibitions in China</u></b>				
- Chengdu International Industry Fair	b)	12,345	b)	305
- Chinafloor Domotex Shanghai °	b)	51,070	b)	990
- Let China Guangzhou	b)	9,935	b)	330
- Metal + Metallurgy	b)	3,430	b)	40
<b>Total Exhibitions in China</b>	-	<b>76,780</b>	-	<b>1,665</b>
<b><u>Exhibitions in South Africa</u></b>				
- Cape Town Art Fair	2,540	a)	80	a)
<b>Total Exhibitions in South Africa</b>	<b>2,540</b>	-	<b>80</b>	-
<b><u>Exhibitions in Brazil</u></b>				
- Ecoenergy	270	a)	15	a)
- Exposec	10,990	a)	200	a)
<b>Total Exhibitions in Brazil</b>	<b>11,260</b>	-	<b>215</b>	-
<b>Total Annual Exhibitions</b>	<b>13,800</b>	<b>76,780</b>	<b>295</b>	<b>1,665</b>
<b>TOTAL EXHIBITIONS</b>	<b>13,800</b>	<b>76,780</b>	<b>295</b>	<b>1,665</b>

° The exhibition was organised in partnership.

a) The exhibition did not take place.

b) The exhibition was held/will be held in subsequent quarters.

## Information on related-party transactions

Note 38 of the Illustrative Notes to the Accounts of the present half-year financial report provides information on related-party transactions.

## Group personnel

At 30 June 2022, Group employees totalled 664. The breakdown compared to 31 December 2021 was as follows:

31/12/21			Permanent employees at period end (units)			30/06/22			30/06/21		
Total	Italy	Foreign countries	Total	Italy	Foreign countries	Total	Italy	Foreign countries	Total	Italy	Foreign countries
<b>Fully consolidated companies:</b>											
26	25	1	28	27	1	25	24	1			
567	541	26	563	536	27	579	550	29			
<b>593</b>	<b>566</b>	<b>27</b>	<b>591</b>	<b>563</b>	<b>28</b>	<b>604</b>	<b>574</b>	<b>30</b>			
<b>Equity-accounted companies (a):</b>											
5	2	3	5	2	3	5	2	3			
71	13	58	68	13	55	75	14	61			
<b>76</b>	<b>15</b>	<b>61</b>	<b>73</b>	<b>15</b>	<b>58</b>	<b>80</b>	<b>16</b>	<b>64</b>			
<b>669</b>	<b>581</b>	<b>88</b>	<b>664</b>	<b>578</b>	<b>86</b>	<b>684</b>	<b>590</b>	<b>94</b>			

(a) the indicated data corresponds to the pro-quota of total employees

Compared to 31 December 2021, the number of permanent employees decreased by 5 net units.

## Risk factors affecting the Group

### Risk management in the Fiera Milano Group

Fiera Milano uses an integrated risk management model based on internationally recognised Enterprise Risk Management (ERM) standards. Based on a risk mapping and quantification method directly involving the Group's management in a capacity as risk owner, the ERM process supports the assessment, definition and planning of company objectives and strategies, and the correct implementation of the following activities, through their integration in company planning and management processes:

- systematic and proactive identification of the main risks (strategic, operational, financial and compliance) to which the Group is exposed;
- assessment of potential negative impact on desired performance (impact) and the probability of the risks identified materialising;
- analysis of the risk management system on individual risk factors, i.e. the level of control in terms of risk mitigation actions in place (e.g. contractual, insurance, organisational/procedural);
- definition and monitoring of the implementation of risk responses consistent with the level of residual risk, taking into account the company's risk appetite.

The results of this ERM process are periodically notified to the Control & Risk and Sustainability Committee, Board of Statutory Auditors and Board of Directors, and are used by the Internal Control department to prepare the annual risk-based audit plan.

Organisational and procedural oversight over the ERM process is provided by the Risk Management function, which is responsible for the proper functioning of the overall company risk management process and which works on the basis of the provisions of the ERM Policy, which governs the process roles and responsibilities for identifying, assessing, managing, monitoring and reporting the corporate risks to which the Fiera Milano Group is exposed.

The Enterprise Risk Management process integrates ESG risks that may affect the attainment of the Group's sustainability objectives, in the five areas covering environmental, social and personal aspects, human rights and the fight against corruption. The addition of ESG (environmental, social and governance) risks in the ERM process allows for a management of these risks which is more structured and proactive, with positive effects on safeguarding the Group's sustainability objectives.

The main risk factors to which the Fiera Milano Group is exposed, that have emerged from the aforementioned process, are described below, taking into account the business sector in which it operates and the characteristics of the business model it uses. An account of Group policies to manage and mitigate the risks described is given.

## 1. Risks related to external and strategic factors

### Risks related to the economic environment and trends and competition in the exhibition sector

The Group's income and financial results are related to the trend of the economic cycle and/or macro-economic aspects, both general and specific, of the reference sector; moreover, the group is exposed to the risk that its leadership position on the domestic market may be affected by tougher competition or by new operators entering, that could have a negative impact on the Group's market position.

After a deep fall in 2020 (-9.0%), Italy's GDP rebounded strongly by 6.6% in 2021, driven by the recovery of production activity in industry and investments. For 2022, the Italian and EU economies are expected to slow down, despite being on a recovery path, although less than initially estimated. The slowdown is caused by the exacerbation of the same factors that held the economy back in the second half of 2021, namely scarcity of raw materials and materials and expensive commodities, especially gas and energy.

Before the war in Ukraine, the forecast scenarios were centred on GDP growth of 4.5% and 4.0% in 2022 in the euro area and Italy respectively. The duration and development of hostilities have affected growth forecasts, to such an extent that the most recent EU estimates predict GDP in 2022 at +2.9% in Italy and +2.6% in the euro area.

In the early months of 2022, the course of rising inflation, which began in the summer of 2021, continued, reaching 8% in Italy in June 2022, slightly lower than the EU average. It is against this backdrop that we should view the central banks' choices to focus on a generalised rise in interest rates, which, with the aim of avoiding stagflation, has however increased the risk of recession.

Rising energy and agricultural commodity prices and geopolitical tensions associated with the Russian-Ukrainian conflict are undoubtedly critical factors for the Italian economy. The most impacted sectors are those which are energy-intensive (metallurgy, chemicals, transport and logistics) and the agri-food industry, which is partly dependent on foreign supplies (especially for cereals and fertilisers), of which Russia and Ukraine are among the main producers.

The fivefold increase in energy expenditure compared to 2021 will affect the margins of Italian and European companies and, in the medium term, their ability to invest and their propensity to spend on items such as promotion and marketing, which include the budgets for participation in trade exhibitions.

As far as exports are concerned, the trade exchange between Italy and Russia is significant in absolute value - around Euro 7.7 billion of exports in 2021 - but not in percentage value - 1.5% of total exports (2021 figure) - with a prevalence in the fashion, food, chemical-pharmaceutical, mechanical and plant engineering and construction services sectors, which are in any event among the most represented in the Group's exhibitions. Exports to Ukraine are even less significant, at about 0.4% of the total.

In relation to China, the escalation of the zero-COVID policy, with heavy lockdowns on the country's major cities, has resulted in increasing disruptions of economic activity and reduced international mobility of economic operators.

The exhibitions held in Milan in the first half of 2022 saw an almost complete absence of Russian and Chinese buyers, partially offset by an increase in visits from other geographical areas such as

India, South Korea and the Middle East. The size of the Russian and Chinese contingent at visitor level varies greatly from exhibition to exhibition, depending on the relevant product sector and target markets.

It is likely, in light of the prolonged Russian-Ukrainian conflict and the Chinese government's policy to combat Covid, that the second half of 2022 will also see the absence of professionals from these countries.

Fiera Milano is facing an increase in the level of competition in the exhibition sector, with particular reference to the European and national context, worsened by repositioning in the exhibition calendar and consequent overlaps between competing events. The Covid emergency has forced the main exhibition operators, both domestic and international, to reposition events in the portfolio in different and subsequent periods compared to those originally planned. These changes have often caused overlaps between competing events on the chessboard of the international exhibition calendar, with a consequent increase in the level of competition among the exhibition players, who will, however, find themselves to manage a customer base (exhibitors and buyers) with a lower spending capacity and reduced propensity to purchase compared to the pre-Covid period.

In this scenario, which is therefore characterised by great uncertainty as to the extent of the economic recovery in 2022 and above all the prospects of a possible recession from 2023, the Fiera Milano Group is committed to pursuing the strategic lines outlined in the CONNECT 2021-2025 Plan, which focuses on four main lines: *(i)* enhancement of traditional and digital services *(ii)* expansion of own exhibitions *(iii)* consolidation of the congress business *(iv)* exploitation of the potential of exhibition facilities, also through actions such as partnerships with leading international operators (Informa and DMG) and possible consolidation operations with other national exhibition/congress operators.

### **Evolution of the legal and regulatory framework**

External context risk linked to the effects of the evolution of Covid-19 prevention legislation issued from time to time by the national government and the Lombardy Region, in terms of new provisions or changes to the current structure, with related effects on the operation of the exhibition and congress business and related competitive variables. The measures issued in the first stage of the pandemic contained changing guidelines depending on the status of the pandemic at the time and generally covered limited time periods, which has brought increased uncertainty for sector operators; During the first half of 2022, anti-Covid restrictions were progressively removed by government authorities, the State of Emergency ended on 31 March 2022, and as of 1 May 2022, the Green Pass obligation lapsed.

In order to manage this risk factor, the Fiera Milano Group, through its External Relations & Communications Department, carries out advocacy activities with institutions to safeguard the interests of the Group and of the exhibition and congress sector, including through research and the identification of the best channels through which to protect its interests (e.g.: AEFI, CFI and EMECA trade associations) and working with other exhibition operators on issues of common interest (e.g. anti-Covid protocol for holding exhibitions and conferences).

Worth noting in this regard is the recent grant introduced by the so-called Aid Decree, which provides for a voucher worth Euro 10,000 as reimbursement of expenses incurred, for companies participating in international exhibitions organised in Italy, to be used by 30 November 2022.



## Recalculating events for Covid-19

During the first half of 2022, some exhibitions were initially rescheduled due to the December-January Omicron variant pandemic wave, with the aim of protecting both the health of operators and maintaining adequate participation of national and international exhibitors and visitors at these events. This decision turned out to be a wise one in light of the positive results achieved by the exhibitions in terms of volume and visitors, the last of which, Mostra Convegno Expocomfort, was held as normal from 28 June to 1 July 2022.

The first half of the year then saw a gradual removal of anti-Covid restrictions by government authorities, culminating in the end of the state of emergency, which ended on 31 March 2022, and the lapse of green pass obligations as of 1 May 2022.

At present, the Group plans to hold all the exhibition and congress events in its portfolio in the coming months. The exception is China, where due to stringent local lockdown policies, most of the events scheduled in the second half of 2022 by the local subsidiary are expected to be subject to potential rescheduling.

The emergence of the latest Omicron sub-variants has complicated the picture in recent weeks. Being highly transmissible they have a direct impact on the increase in infections, but have lower hospitalisation and lethality rates than previous variants. However, this situation has prompted health authorities to increase alert levels and strongly recommend the resumption of vaccination campaigns to maintain high levels of protection coverage.

As things stand at present, it is reasonably not expected that restrictions will be reintroduced that could impact on exhibition and congress operations. However, it is not possible to rule out a worsening of the situation from the autumn onwards, which could then prompt the health authorities to at least prescribe a return to health precautions such as the compulsory wearing of masks indoors and the use of green passes.

## Cyclical nature and seasonality of the exhibition and congress industry

Organising and hosting exhibitions, exhibitions and congresses is, by its nature, subject to seasonality and demand cyclicity, both of which are particularly relevant to the Italian and European markets. Indeed, they are characterised by the almost total absence of exhibitions in the summer months, and by the presence of biennial and multi-annual exhibitions. This seasonality has a significant effect on the annual spread of Group revenues and profits and exposes it to the risk that use of the exhibition and congress facilities is sub-optimal in terms of reaching expected profitability.

The management's current strategy, condensed into the guidelines of the 2021-2025 Strategic Plan, namely (i) enhancement of traditional and digital services (ii) expansion of own exhibitions (iii) consolidation of the congress business (iv) exploitation of the potential of exhibition facilities, will in the future allow for greater stability in revenues and margins both during the year and between odd and even years.

## Risks related to a dependency on the exhibition business

The dependence of some Group companies in the exhibition and congress business is significant, in particular, Nolostand SpA and Mico DMC Srl, which have businesses that continue to be for a large part dependent on the exhibition and congress portfolio of the Group.

To address this dependency and the inherent risks it poses to the business of the aforementioned companies, the Group has implemented some measures to mitigate the potential negative effects on its consolidated results.

Mico DMC is engaged in the development of non-captive business lines, such as corporate events and the offer of services directly to exhibitors, both of its own exhibitions and of third-party exhibitions. For this purpose, the company has included a dedicated Business Development department in its organisational structure.

For Nolostand SpA, this risk factor is ingrained in the organisational operating model the Group has selected and adopted for Nolostand SpA, whose operations are nearly entirely captive in relation to the exhibition and congress business developed by the Group. Specifically, its commercial offering is

managed by Fiera Milano SpA facilities during (i) the sales stage, through the Value Added Services area of the Marketing & Services Department and (ii) planning, through the Technical - Planning area of the Operations Department, while the contract stage is managed by the operating area (engineering, logistics and worksites) of Nolostand SpA.

### **Risks relating to market demands for sustainability certification**

The Group is exposed to the risk that in the current or future market context, certain types of clients (mainly exhibition and congress organisers and exhibitors), from sectors which are particularly concerned about and sensitive to environmental sustainability matters, may prefer exhibition companies with better or higher profile credentials, in terms of the ESG certifications they hold, than Fiera Milano. In the congress market, there are organisers of large events whose policy is to focus on carbon-neutral events only, and they consequently select congress venues mainly based on conditions enabling these types of events.

With a view to managing this risk factor, in the first half of 2022 the Group defined a structured sustainability framework, which enabled it to outline the annual ESG targets of the CONN.E.C.T. 2021-2025 Plan, according to a path of continuous improvement. This framework envisages initiatives on several fronts, including the launch in the second half of 2022 of a project to assess the environmental footprint of exhibition events carried out according to a 'life cycle analysis' approach (the so-called LCA - Life Cycle Assessment).

Among the initiatives already completed, Fiera Milano obtained LEED ("Silver") certification for its service centre, congress centre and office towers at the Rho exhibition site.

Several years ago, the MiCo congress centre, managed by the subsidiary Fiera Milano Congressi, obtained an upgrade of its Healthy Venue certification from the World Obesity Federation, from "Silver" to "Gold"; "Gold" level is awarded to companies that pay extra attention to catering, to the promotion of initiatives and to their employees. In 2021, the LEED Certification was obtained for the MICO Congress Centre and the Company has set itself the goal of obtaining similar certification for the 3 and 4 pavilions by 2022.

Moreover, the parent company Fiera Milano, which is already ISO 9001:2015 certified, acquired the ISO 20121:2013 - Sustainable Event Management System certification in 2021.

The subsidiary Nolostand, which provides stand-fitting and construction services, adopts an integrated management system which includes the following certifications: (i) ISO 9001:2015 – Quality Management System; (ii) ISO 14001:2015 – Environmental Management System; (iii) ISO 45001:2018 – Occupational Health and Safety Management System; (iv) ISO 20121:2013 – Event Sustainability Management System.

Finally, during the second half of 2022, a programme for the extension of the certifications (i) ISO 9001:2015 - Quality Management System and (ii) ISO 14001:2015 - Environmental Management System, to the Fiera Milano Congressi Group company will begin.

### **Risk of rising raw material prices and shortages of materials and labour**

The combined effect of post-lockdown spikes in demand and discontinuity in global supply chains (e.g. congestion at maritime hubs in China) has driven up the cost of raw materials since the second half of 2021, from semiconductors to aluminium and steel, and increased the cost of gas and electricity, squeezing margins for most companies. This scenario was further aggravated during the first half of 2022 by the Russia-Ukraine conflict, which exacerbated commodity price tensions, especially for gas and oil. Furthermore, economic sanctions against Russia by Western countries triggered reactions from the Russian government resulting in cuts in gas supplies to European countries and further price shocks.

The disruption of global supply chains and the resulting delays in deliveries to Europe and the USA also pose a problem of shortages of materials and components needed by major industries in western countries.

This risk factor also applies to Group companies, particularly with regard to commodities and raw materials such as electricity and gas, wood (used for stand panels) and polymers (used for graphics, signage and carpeting); in this regard, the Group has put in place policies for the advance

procurement of some materials (e.g. panels for stands) or fixed price procurement for other commodities (electricity and gas) for at least until the end of 2022.

On the suppliers' side, there is also the problem of finding specialised labour to assemble and dismantle exhibition stands; the prolonged downtime imposed by the pandemic has prompted a large proportion of the assembly teams to switch to the construction sector, which has benefitted from tax breaks such as the 110% superbonus.

## 2. Operational risks related to processes and organisation

### Risks associated with the loss of key events

Despite the considerable number of events organised and hosted in the exhibition sites, a considerable amount of the exhibition space and the related revenues and profitability are linked to a limited number of specific events both directly organised and hosted (e.g. Salone del Mobile, Eicma Moto, Mostra Convegno Expocomfort, MICAM, Host, Homi, Tuttofood). Therefore, it is possible that these events could record a negative performance, which would affect their continuity over time, or that they could move (for hosted events) to other exhibition sites, also due to the changes/overlaps on the international calendar caused by the pandemic, with a consequent negative impact on the Group's results.

To address these uncertainties, the Group has drawn up plans of action with a view to reducing its risk exposure. On the hosted events front, the Group has included in its calendar the upcoming editions of leading international exhibitions such as GASTECH (September 2022), and ITMA (2023) and, in line with the contents of the 2021-2025 Strategic Plan, it plans to increasingly consolidate and strengthen relationships with third-party organisers based on the technological potential of sites ("Smart District" and "Digital Signage" projects - digital transformation of the exhibition infrastructure) and compliance with high standards in terms of health and safety. On the direct exhibitions front, the Strategic Plan envisages strengthening the portfolio of proprietary events, by improving content and increasing the international weight of directly organised events, to create reference events for the sector not only at national level but also by increasing the internationality rate of exhibitors and buyers, and the launch of new proprietary events (e.g. Next Mobility Exhibition in October 2022).

### Business Continuity

The Group is exposed to the risk of serious incidents, such as those caused by physical events on information and technology systems, weather conditions or natural disasters, military action, terrorism or epidemics. Such events can cause harm to people, IT systems and facilities, and severely disrupt business activities. The Group can rarely control the causes of these serious incidents, but it can put in place the conditions to ensure an effective response that reduces their impact. An inadequate response to a serious incident could cause damage to the Group's reputation, as well as to its financial and operational performance, with possible civil and criminal consequences.

To manage the fallout from events of the type described, the Group has undertaken the implementation of a Business Continuity Management framework, which will be completed during 2022, and which will include a (i) Crisis Management Plan, which will identify a Crisis Unit to manage the operational countermeasures to be taken in the event of crisis events, including the management of communication, both internal and external, (ii) a set of Business Continuity procedures for the main business functions and (iii) a Disaster Recovery Plan for the management of crisis events impacting information systems and network infrastructure.

The Group also has PDBI (Property Damage and Business Interruption), Third Party Liability and Cyber insurance, which act as risk mitigators on the potential negative impacts generated by various crisis events.

### Dependence on suppliers

Fiera Milano makes extensive use of service providers for its operations, so much so that the Group's ability to host and organise exhibitions and conferences depends on the normal operation of

the suppliers used in the most relevant processes (cleaning, laying of carpets, fittings, logistics, maintenance, energy, surveillance, etc.). For some of these product categories, for technical and management reasons, the currently contracted supplier is unique (supervision, maintenance, logistics), meaning an accidental stop on the part of one of these operators would result in a risk of loss of profit deriving from the interruption, albeit temporary, of the exhibition activity, as the Group would not be able to immediately replace the supplier, with repercussions also of a reputational nature. It should also be noted that the downturn brought about by the Covid emergency has heavily impacted certain sectors, including the exhibition-congress sector and the related supply chains, causing economic and financial difficulties for relevant operators.

To deal with this type of risk, the Group purchasing function has a policy of dividing each single service among multiple suppliers and different contractual terms, using a number of operators for each product category, to avoid dependence on single suppliers for any given service. Should the need arise to replace a "single" supplier, the purchasing function has a register of available qualified suppliers that covers all the product categories of interest, from which to draw on and source from the market.

It should finally be noted that a "dependence on suppliers and subcontractors" clause is included in the Group's All Risks Property policy, which covers claims that affect a supplier and/or subcontractor and cause an interruption of the supplier's activity.

## Cyber risk

The increasingly widespread use of internet-based technologies and business models which enable the transfer and sharing of sensitive information via virtual environments (e.g.: social media, cloud computing) contributes to a rise in IT vulnerability and hence cases of cyber attacks, which are becoming increasingly more frequent and sophisticated including in relation to advances occurring in this field. These attacks can cause delays in business dealings, a temporary or prolonged interruption to activities, the loss of data, personal data breaches with relative requests for compensation, with potential financial and reputational harm.

To address these risk factors, the Group has developed a number of procedural, organisational and technical controls, as outlined below:

- (i) IT Security policies and procedures, including its cyber security management policy, its procedure on data breaches, its policy to manage data security in relations with third parties and policy to classify and manage information
- (ii) data protection – data protection, back-up and retention solutions
- (iii) e-mail protection - solutions for protecting company e-mails from external threats
- (iv) endpoint detect & response – solutions for external threat detection and autonomous endpoint response capability
- (v) network protection – means of ensuring the infrastructural security of the perimeter network, including firewalls, IDSs (Intrusion Detection Systems) and IPSs – (Intrusion Protection Systems)
- (vi) identity and access management (IAM) – technologies that manage digital identity for centralised access to the Group's platforms
- (vii) mobile protection – solutions for protecting mobile devices.

In terms of infrastructure and network protection, a new data centre, outsourced to a third-party provider, will be operational in the course of 2022. It will introduce geographical redundancy (disaster recovery), optimised management of back-up data (golden copy), and infrastructure upgrades to ensure best practice in security and business continuity. During the first half of 2022, a SOC – Security Control Center service, managed by a service provider, was activated, with the aim of analysing and managing security incidents and the related containment and resolution measures. The activity of the SOC will facilitate comparison and communication with external bodies, such as the CNAIPIC (Postal and Communications Police – National Cybercrime Centre for the Protection of Critical Infrastructure), with which a collaboration agreement for the prevention of cybercrime was signed in July 2021.

The Group then embarked on the implementation of a Business Continuity Management framework, which will be completed in the course of 2022, and which will include a Disaster Recovery Plan for the management of crisis events impacting IT systems and network infrastructure.

Lastly, specific periodic training is given to Group employees on the issues of “phishing” and “social engineering” to increase awareness among company personnel of recognising this specific type of cyber-attack.

On the insurance front, an insurance policy covering cyber risk has been taken out.

### **Risks associated with the dependence on key personnel and with change management**

The Group depends, to a significant degree, on the professional contribution of certain key personnel and highly specialised individuals, specifically (i) the members of top management and (ii) the exhibition directors who are responsible for the organisation of the events, by virtue of their specialist professional expertise; the Group is therefore exposed to the risk of not being able to retain or attract suitable personnel with the necessary skills and expertise to conduct its activities and support the Group’s strategies, or of the current professional relationships ending as a result of these key figures leaving the organisation.

To manage the potential critical issues arising from this risk factor, the Group has introduced a series of actions. In 2021, a medium- and long-term LTI incentive plan, structured in the form of performance shares – called the “2021-2022 Performance Shares Plan”- was approved at the Shareholders’ Meeting. The Plan provides for the allocation, free of charge, of a certain number of the Company’s ordinary shares to executive directors, managers with strategic responsibilities and employees of the Group, upon achievement by the latter of the performance targets. The purpose is to increase their motivation and loyalty to the Company.

In addition, the Group, as part of the HR Plan developed in the first half of 2022, will launch a training initiative in the second half of the year, called the “Scuola dei Mestieri” (Trade School), with the aim of mapping the knowledge and key skills present in the company and launching a process of dissemination and knowledge sharing of this heritage.

### **Risks associated with change management**

With respect to the process of digital transformation that is currently underway and the growing importance of digital aspects in the Group’s growth strategies, as set out in the 2021-2025 Strategic CONNECT Plan, there is the potential risk of an inadequate change management process, i.e. lacking the ability to manage the organisational change, with related negative repercussions when it comes to achieving set objectives, as well as insufficient knowledge, in terms of inability to develop and acquire the necessary skills, knowledge and technical expertise to create value for the Group.

To support the reskilling process of the Group’s resources within the framework of the digital transformation process, in the course of 2021 an impressive training plan financed by the FNC - Fondo Nuove Competenze (New Skills Fund), established by Italian Legislative Decree 34/20 (“Decreto Rilancio”), will be delivered, focusing on the development of digital skills. Training initiatives on digital skills are also planned for the second half of 2022.

### **Employee commitment, engagement and satisfaction**

This is the risk of a decline in employee motivation and a reduced sense of belonging to the Group as a result of the prolonged suspension of exhibition and congress activities during the pandemic, with consequent fears of loss of income and/or employment.

These negative impacts on the well-being and productivity of the Group’s human resources add to the general concern of contracting Covid-19. The sudden change in working methods, with the mass and prolonged use of “home-working”, also had repercussions on work-life balance.

To address this situation, management launched an engagement survey of the corporate population in 2021 for assessment purposes, which revealed a number of areas of focus. During the first half of 2022, the Group developed an HR Plan that envisages a series of actions, including the design of individual development plans and total reward policies, aimed at boosting the professional growth and motivation of people.

During the first half of 2022, the Agile Work scheme was also regulated, with the signing of an ad hoc trade union agreement, which made it possible to move beyond emergency remote working, and the “Leadership Community” project was launched, an initiative aimed at developing a sense of belonging to the Group and motivation for the company's development.

## Risks associated with undeclared labour

The types of suppliers that the Fiera Milano Group employs to provide its services include companies operating in sectors which have a high number of workers (e.g. cleaning, stand fitting, security, catering) with a medium/high level of risk of being exposed to undeclared working practices.

The actual likelihood of engaging suppliers with issues surrounding black-market labour is in any event considered low, due to the numerous organisational and procedural oversight mechanisms put into place by the Group, which has refined and implemented controls (i) in the supplier engagement phase, for its reputational and economic/technical qualification, for the purposes of its enrolment in the Group's supplier register, as well as (ii) in the field, in the physical access control phase (check of validity of entry permits by the Security function) and in the phase of executing the contracted services (first-level check by the requesting function and second-level check by the Supplier Quality function). To this end, access passes stating the pavilions and stands for which they are valid are issued during the access granting stage in order to more effectively control the presence of workers inside the pavilions, to facilitate the detection of any irregularities. The checks on the access passes also enable verification of the people present in the authorised subcontractor area, based on the contract awarded to the suppliers and/or service provider.

It should be noted that (i) the Fiera Milano Group's Code of Ethics includes core policies to prevent the use of illegal employment practices and underage workers (ii) the current 231 Model includes a special section regarding employment offences involving foreign people without the correct residency permits and a special section regarding offences involving illegal recruitment practices and worker exploitation, the purpose of which is to prevent and control such offences.

A Memorandum of Understanding is in force between Fiera Milano, the Milan Prefecture and some social partners on prevention and the protection of labour in the exhibition sites. The Memorandum aims to combat illegal and irregular work practices through information sharing, which strengthens the capacity for intervention and prevention, also thanks to a permanent Observatory, which promotes the broadest dissemination of the culture of legality.

## Risks related to business ethics and integrity in the supply chain

There is a potential risk that the lack of transparency and integrity in the supplier base (e.g. corruption, undeclared work, infiltration of organised crime), may have repercussions on operations and compromise the Group's reputation, also in consideration of its significant media exposure. The Covid-19 pandemic lockdown and the consequent economic and financial crisis that has impacted businesses have had a significant impact on the evolution of the risks of money laundering, corruption and organised crime infiltration, to which businesses and financial institutions are subject.

To protect itself against such risk and the potential negative impact on its reputation and integrity, the Group has developed and implemented an extensive system of procedural and organisational measures with respect to active and passive corruption, as detailed below.

In operational terms, controls have been implemented (i) in the supplier engagement phase, for its reputational and economic/technical qualification, resulting in enrolment in the Group's supplier register, as well as (ii) in the field, in the physical access control phase (check of validity of entry permits by the Security function) and in the phase of executing the contracted services (first-level check by the requesting function and second-level check by the Supplier Quality function). To this end, access passes stating the pavilions and stands for which they are valid are issued during the access granting stage in order to more effectively control the presence of workers inside the pavilions, to facilitate the detection of any irregularities.

On a procedural level, the Code of Ethics forbids corrupt practices, unlawful bribery, collusion, and requests, direct and/or through third parties, for personal or career advantages either personal or on behalf of others. The current Model 231 has two specific sections covering corruption: one for crimes committed against the Public Administration and one covering corruption among private entities, which describe the potential types of crime and the relative control protocols to oversee the sensitive matters in question. The control protocols are part of specific corporate procedures of which the most significant, as regards these risks, are those governing procurement of goods and

services. In addition, every customer and supplier, and more generally all third parties, are informed of the 231 models and the Code of Ethics of the Group companies, as specific clauses are included in the contracts which require the counterparty to respect the principles set forth in Italian Legislative Decree 231/2001 and in the Code of Ethics. The Group has also adopted a procedure to manage gifts, donations and sponsorships.

With regard to foreign subsidiaries, the Brazilian company Fiera Milano Brasil and the South African company Fiera Milano Exhibition Africa have adopted “guidelines for the application of anti-corruption measures and other compliance programmes by foreign subsidiaries”, which followed the adoption at both Fiera Milano Brasil and Fiera Milano Exhibition Africa of a staff search and selection procedure and a procedure for gifts, donations and sponsorships, both inspired by the guidelines of the corresponding Parent Company procedures.

To ensure the autonomy of the buyers in the Procurement department, the Company introduced a rotation system that is linked to new and different categories of supplies and to the importance of the services being purchased. A similar job rotation system was introduced for employees having contact with suppliers of medium/high risk services whereby they rotate their positions at intervals depending on their seniority within the organisation for operating positions, and at increasing intervals for those positions with a more predominantly management component.

Employees also participate in classroom and e-learning training courses specifically dedicated to these matters.

Finally, whistleblowing procedures provide a framework for the receipt, analysis and processing of reports, including those made anonymously or in confidence, by third parties or employees of Group companies. The procedure provides for a dedicated internal committee (Reporting Committee), whose responsibility it is to carry out investigations into any allegations of unlawful practices and/or conduct. This committee performs the tasks for which it is responsible in conjunction with the Supervisory Body in the event of any reports concerning significant offences pursuant to Legislative Decree 231/2001.

### 3. Legal/compliance risks

#### Risks related to the reference legal framework on health and safety

The activities of the Group carried out in the exhibition and congress sites, and the number of persons (employees, suppliers, exhibitors, visitors, congress attendees and stand fitters, etc.) that transit or work in the exhibition sites could result in exposure to the risk of accidents and/or breaches of the legislation governing workplace health and safety (Consolidated Law 81/2008). Such breaches, should they occur, may expose the Company to the application of substantial sanctions or, in the event of injuries, to legal proceedings with negative repercussions for the Group’s finances and assets as well as for its reputation.

It should be noted that these risks are mitigated by a series of procedural and organisational safeguards adopted for this purpose, which include:

- monitoring the supplier selection process, with controls of technical/professional eligibility and a focus on occupational health and safety;
- systematic preparation of the Interference Risk Assessment Report (DUVRI) and aligning procedures concerned, in order to comply with Legislative Decree 81/2008;
- periodic updating Model 231, including the Special Section on Occupational Health and Safety;
- updating the Health, Safety and Environment Action Plan (PASSA), which contains the programme of measures considered necessary to guarantee the improvement of health and safety levels over time;
- the continuous updating of the “Technical Regulations for Exhibitions”, a document containing the rules which exhibitors and suppliers must observe in their activities.

In relation to the Covid-19 pandemic and the consequent governmental health and safety measures, the Group has (i) adopted an anti-Covid protocol for the conduct of exhibitions and conferences, developed according to the guidelines issued by key associations and taking into account current legislation, which governs entry and management methods for visitor flows, from pre-registration to arrival at the exhibition and congress sites, through structured routes that guide the visitor through

the pavilions, common areas and refreshment points (ii) prepared a DVR – Biohazard Risk Assessment Document for Covid-19 and (iii) adopted a regulatory Protocol of the measures to prevent and contain the spread of Covid-19 in workplaces, shared with RSU and RLS.

### **Administrative liability of entities pursuant to Legislative Decree 231/01**

Legislative Decree 231/2001 establishes the administrative liability of entities as a consequence of some crimes committed by directors, senior employee executives and third parties operating by appointment or on behalf of the Company or are in any case linked to it by legal relationships relevant to the prevention of offences. However, the decree exonerates the entity from this liability if it can demonstrate it has adopted and effectively implemented an organisational, management and control model (Model 231), suitable for preventing the commission of the crimes contemplated. The adoption of Organisational Models does not rule out, per se, the imposition of penalties contemplated in Decree 231/2001. If a crime is committed which involves the administrative liability of the Company pursuant to Legislative Decree 231/2001, the Judicial Authorities are required to assess these models, and their actual implementation. If the Judicial Authorities consider the models adopted as not being suitable for preventing the crimes that have occurred, or as not being efficiently implemented, or consider the monitoring of the model's functioning and compliance by the dedicated body as insufficient, bans would be imposed in any case on the Company, i.e. a ban on dealing with the Public administration, or fines would be imposed, with consequent negative effects on operations, prospects and the Company's financial situation, as well as its reputation.

To meet the requirements of this Legislative Decree, the Company – and the Group companies subject to the legislation – have introduced organisational, management and control models that are constantly monitored and updated. Notwithstanding the adoption of the aforementioned Models, the Group is exposed to the risk of penalties arising from the Model 231s of the Group companies being found to be inadequate.

In the first half of 2022, activities continued to update the Model 231, overseen by the Parent Compliance department, in order to implement legal developments and changes in the organisational structure of the company. Specifically, the regulatory update incorporated the new provisions on "receiving stolen goods, money laundering and self-laundering" (Legislative Decree 195/2021) and "combating fraud and counterfeiting of non-cash means of payment" (Legislative Decree 184/2021).

As regards foreign subsidiaries, that are not subject to Legislative Decree 231/2001, the Brazilian company Fiera Milano Brasil and the South African company Fiera Milano Exhibition Africa adopted "guidelines for the adoption by foreign subsidiaries on anti-corruption controls and a compliance programme".

### **Compliance risk regarding data protection (privacy)**

As part of their activities, the Company and the Group Companies process personal data, including special data, relating to natural persons (e.g. employees, customers, suppliers, etc.) and are each, therefore, required to comply with the provisions of Regulation (EU) 2016/679 ("GDPR"), and any other applicable national and/or EU provisions on personal data protection, including the provisions of the Data Protection Authority, such as those issued in June 2021 relating to the guidelines for cookies and other tracking tools. The Company, along with the other Group Companies, is therefore exposed to the risk that the procedures implemented and the measures adopted to protect personal data prove to be inadequate and/or that greater supervision of such issues is required in order to avoid sanctions, which provide for maximum fines of Euro 10 million to Euro 20 million or 4% of the previous year's total annual turnover, whichever is higher. Since the entry into force of the new regulations, the Parent Company and the companies of the Group have undertaken a GDPR compliance process. With respect to procedural controls, Fiera Milano has adopted a data breach procedure, a personal data protection policy, it has appointed a Data Protection Officer (DPO) and appointed Privacy Representatives in the various company departments, who have been given specific responsibilities regarding the processing of personal data within their department. Activities to map personal data processing and update registers under Art. 30 GDPR are carried out continuously and systematically.



#### **4. Financial risks**

For details, reference is made to the section on the disclosure of financial assets and liabilities, as required by IFRS 7, in the Notes to the Consolidated Financial Statements.

## Key data of the companies of the Group

### Key data of the companies of the Group data compliant with IAS/IFRS

<b>Fully consolidated companies</b>	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
	(€ '000)	(€ '000)
<b>Fiera Milano SpA</b>		
Revenues from sales and services	98,978	2,808
EBITDA	33,100	(21,059)
Employees	473	444
Net financial debt	338,463	474,872
<b>Nolostand SpA</b>		
Revenues from sales and services	17,127	3,742
EBITDA	996	1,019
Employees	40	40
Net financial debt	(1,054)	(890)
<b>Fiera Milano Congressi SpA</b>		
Revenues from sales and services	18,047	1,243
EBITDA	5,034	(1,144)
Employees	39	42
Net financial debt	23,154	28,000
<b>MADE eventi Srl</b>		
Revenues from sales and services	-	-
EBITDA	(220)	(307)
Employees	11	12
Net financial debt	535	1,149
<b>CIPA Fiera Milano Publicações e Eventos Ltda</b>		
Revenues from sales and services	1,707	35
EBITDA	50	(500)
Employees	25	27
Net financial debt	1,924	257

*continued on the next page*

continued from the previous page

**Key data of the companies of the Group  
data compliant with IAS/IFRS**

	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
	(€ '000)	(€ '000)
<b>Fiera Milano Exhibitions Africa Pty Ltd</b>		
Revenues from sales and services	699	-
EBITDA	136	(55)
Employees	3	3
Net financial debt	(682)	(634)
<b>List of jointly controlled companies equity-accounted</b>		
	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
	(€ '000)	(€ '000)
<b>Hannover Milano Global Germany GmbH</b>		
Revenues from sales and services	1,550	6,365
EBITDA	(2,253)	554
Employees	119	130
Net financial debt	16,276	(16,331)
<b>Ipack Ima Srl</b>		
Revenues from sales and services	14,961	-
EBITDA	3,944	(291)
Employees	15	16
Net financial debt	(1,748)	1,204
<b>MiCo Dmc Srl</b>		
Revenues from sales and services	3,593	85
EBITDA	(75)	(401)
Employees	16	16
Net financial debt	(2,338)	(916)

## Significant events after the end of the reporting period

The Board of Directors of Fiera Milano announced that it had received and accepted the resignation of the two independent non-executive directors Marina Natale and Angelo Meregalli, effective immediately.

Ms Marina Natale and Mr Angelo Meregalli, who were appointed as members of the Company's Board of Directors by resolution of the Shareholders' Meeting of 20 April 2020, noted that their aforementioned resignations were due to incompatibility between new professional commitments and the commitment required for the exercise of the office.

The Company points out that the directors resigned with immediate effect: (i) each hold the position of independent non-executive director pursuant to applicable laws and regulations; (ii) do not hold shares in the Company, based on the information available to the Company; (iii) shall not be entitled to indemnities or other benefits as a consequence of leaving office. Finally, it is noted that Ms Marina Natale is a member of the Appointments and Remuneration Committee and Mr Angelo Meregalli is a member of the Risk Control and Sustainability Committee.

In taking note of the resignations tendered by Ms Marina Natale and Mr Angelo Meregalli, the Company expresses, on behalf of the Board of Directors, its unanimous thanks for the activities performed on behalf of Fiera Milano S.p.A.

The Company's Board of Directors will take the appropriate decisions in the coming weeks and promptly inform the market.

## Business outlook

In the early months of 2022, the economy showed a widespread slowdown in the major countries after a very dynamic 2021, with the Russian-Ukrainian conflict exacerbating existing critical issues: accelerating inflation, obstacles to the functioning of value chains, further increases in energy and food commodity prices, tensions inherited from the last two years of the Coronavirus outbreak. These difficulties, coupled with the changes in monetary policies announced and adopted in some countries, caused a general worsening of the medium- and short-term outlook for the economy at national and international level.

The conflict in Ukraine had an impact on exhibitions held in Milan in the first half of 2022 with the almost total absence of Russian buyers and exhibitors, an absence only partially offset by the arrival of buyers and exhibitors from other Asian and Middle Eastern regions. Therefore, the Group considers it likely, in light of the prolonged conflict, that the second half of 2022 will also see the absence of exhibitors from these countries.

With reference to the issue of shortages and difficulties in the supply of raw materials, to meet its needs, dictated by the exhibition calendar, and to guarantee coverage for 2022, the Group has implemented preventive procurement policies, while at the same time launching a supply diversification process. The potential economic impact, although difficult to quantify also in relation to the pressure on inflation driven by the sharp increases in energy and raw material prices, appear to be limited for 2022 and not likely to affect the forecasted annual result.

With regard to the public health situation, the first half of the year saw a gradual removal of anti-Covid restrictions by government authorities, culminating in the end of the state of emergency on 31 March 2022, and the lapse of green pass obligations as of 1 May 2022. At present, the Group plans to hold all exhibition and congress events in its European portfolio in the coming months. With regard to the situation in China, the zero-Covid policies of local authorities have led to new generalised lockdowns in the country's main cities with the consequent suspension of exhibition activities and reduced international mobility. The Group is continuing to monitor the development of the situation and it should be noted that exhibitions planned in the first half of the year in the region have been rescheduled, however potential further impacts are expected as the pandemic continues.

On the basis of these assessments and considering the responsiveness and flexibility demonstrated over the last two years in favouring the gradual reopening of exhibitions and congress events, driving the recovery of the entire industry at a time of great macroeconomic stress, the Group, while considering in its forward estimates the potential negative effects arising from the suspension of

activities in China and the conflict in Ukraine, confirms its EBITDA target for 2022 in the range of Euro 40-50 million, in line with the CONN.E.C.T. 2025 plan.

## Interim Condensed Consolidated Financial Statements at 30 June 2022

---

- **Consolidated Financial Statements**
- **Illustrative Notes to the Interim Condensed Consolidated Financial Statements**
- **Attachments:**
  - 1. List of companies included in the consolidation area and other investments**

## Consolidated Statement of Financial Position

notes	(€ '000)	30/06/22	31/12/21
<b>ASSETS</b>			
<b>Non-current assets</b>			
4	Property, plant and equipment	4,921	5,808
4	Right-of-use assets	387,508	392,512
38	<i>of which from related parties</i>	383,964	388,247
	Investments in non-core property	-	-
5	Goodwill	95,036	95,036
5	Intangible assets with a finite useful life	18,082	18,518
2-6	Equity accounted investments	16,241	15,733
6	Other investments	82	82
9-38	Other financial assets	70	70
6	Trade and other receivables	28,338	31,961
38	<i>of which from related parties</i>	28,216	31,852
6	Deferred tax assets	14,125	14,011
	<b>Total</b>	<b>564,403</b>	<b>573,731</b>
<b>Current assets</b>			
7	Trade and other receivables	37,884	31,130
38	<i>of which from related parties</i>	3,108	2,528
8-38	Inventories	3,968	3,354
	Contracts in progress	-	-
9	Financial assets	6,517	8,206
38	<i>of which from related parties</i>	1,427	2,429
10	Cash and cash equivalents	136,958	148,298
	<b>Total</b>	<b>185,327</b>	<b>190,988</b>
	<b>Assets held for sale</b>		
	Assets held for sale	-	-
	<b>Total assets</b>	<b>749,730</b>	<b>764,719</b>
<b>EQUITY AND LIABILITIES</b>			
11	<b>Equity</b>		
	Share capital	42,284	42,284
	Share premium reserve	10,256	10,256
	Revaluation reserve	-	-
	Other reserves	4,268	2,623
	Retained earnings	53,971	8,792
	Profit/(loss) for the period	5,363	44,359
	<b>Total Group equity</b>	<b>116,142</b>	<b>108,314</b>
	<b>Equity attributable to non-controlling interests</b>	<b>598</b>	<b>671</b>
	<b>Total equity</b>	<b>116,740</b>	<b>108,985</b>
<b>Non-current liabilities</b>			
	Bonds in issue	-	-
12	Bank borrowings	72,879	98,229
13	Financial liabilities related to the right-of-use of assets	365,821	370,568
38	<i>of which from related parties</i>	363,639	367,703
	Other financial liabilities	-	-
14	Provision for risks and charges	72	72
15	Employee benefit provisions	7,936	9,529
18	Deferred tax liabilities	3,637	3,643
19	Other liabilities	-	655
	<b>Total</b>	<b>450,345</b>	<b>482,696</b>
<b>Current liabilities</b>			
	Bonds in issue	-	-
12	Bank borrowings	14,500	938
16	Trade payables	53,021	50,602
17-38	Advances	29,803	35,992
13	Financial liabilities related to the right-of-use of assets	49,243	41,376
38	<i>of which from related parties</i>	47,728	39,821
13	Other financial liabilities	508	9,994
38	<i>of which to related parties</i>	-	9,560
14	Provision for risks and charges	4,725	6,437
18	Tax liabilities	2,488	4,955
19	Other liabilities	28,357	22,744
38	<i>of which from related parties</i>	208	968
	<b>Total</b>	<b>182,645</b>	<b>173,038</b>
	<b>Liabilities held for sale</b>		
	Liabilities held for sale	-	-
	<b>Total equity and liabilities</b>	<b>749,730</b>	<b>764,719</b>

## Consolidated Statement of Comprehensive Income

notes	(€ '000)	1st Half at 30/06/22	1st Half at 30/06/21
23	Revenues from sales and services	116,187	4,599
38	<i>of which with related parties</i>	6,106	741
	<b>Total revenues</b>	<b>116,187</b>	<b>4,599</b>
24	Cost of materials	1,922	226
25	Cost of services	51,277	12,991
38	<i>of which with related parties</i>	1,132	187
26-38	Cost of use of third-party assets	585	145
27-38	Personnel expenses	22,569	16,269
28-38	Other operating expenses	2,241	967
	<b>Total operating expenses</b>	<b>78,594</b>	<b>30,598</b>
29-38	Other income	1,503	3,442
30	Results of equity accounted associates and joint ventures	425	(160)
31	Provisions for doubtful receivables and other provisions	-	273
	<b>Earnings before interest, taxes, depreciation, and amortization (EBITDA)</b>	<b>39,521</b>	<b>(22,990)</b>
32	Depreciation of property, plant and equipment and right-of-use assets	21,564	20,986
	Depreciation of property investments	-	-
32	Amortisation of intangible assets	2,197	1,306
33	Adjustments to asset values	-	22
	<b>Earnings before interest and taxes (EBIT)</b>	<b>15,760</b>	<b>(45,304)</b>
34-38	Financial income and similar	882	603
34	Financial expenses and similar	7,759	6,789
38	<i>of which with related parties</i>	5,736	5,935
	<b>Profit/(loss) before tax</b>	<b>8,883</b>	<b>(51,490)</b>
35	Income tax	3,609	(26,377)
	<b>Profit/(loss) for the period from continuing operations</b>	<b>5,274</b>	<b>(25,113)</b>
	<b>Profit/(loss) for the period from discontinued operations</b>	<b>-</b>	<b>465</b>
36	<b>Profit/(loss) for the period</b>	<b>5,274</b>	<b>(24,648)</b>
	Profit/(loss) attributable to:		
	<b>The shareholders of the controlling entity</b>	<b>5,363</b>	<b>(24,535)</b>
	Non-controlling interests	(89)	(113)
	<b>Other comprehensive income/(loss) that will not be reclassified subsequently to profit or loss for the period</b>		
11	Revaluation of defined benefit schemes	1,069	292
	Tax effects	(257)	(70)
	<b>Other comprehensive income/(loss) that will be reclassified subsequently to profit or loss for the period</b>		
11	Currency translation differences of foreign subsidiaries	(34)	51
	<b>Other comprehensive income/(loss) of equity accounted associates and joint ventures that will not be reclassified subsequently to profit or loss for the period</b>		
2	Revaluation of defined benefit schemes	32	9
	Tax effects	(8)	(2)
	Currency translation differences of foreign subsidiaries	59	91
	<b>Other comprehensive income/(loss) for the period net of related tax effects</b>	<b>861</b>	<b>371</b>
	<b>Total comprehensive income/(loss) for the period</b>	<b>6,135</b>	<b>(24,277)</b>
	Total comprehensive income/(loss) for the period attributable to:		
	The shareholders of the controlling entity	6,208	(24,166)
	Non-controlling interests	(73)	(111)
37	<b>Earnings/(losses) per share (€)</b>	0.0749	(0.3425)
		0.0749	(0.3425)



### Consolidated Cash Flows

notes	(€ '000)	1st Half at 30/06/22	1st Half at 30/06/21
	<b>Net cash at beginning of the period from continuing operations</b>	<b>148,298</b>	<b>20,442</b>
	<b>Net cash at beginning of the period from assets held for sale</b>	-	-
	<b>Cash flow from operating activities</b>		
10	Net cash arising from operations	26,680	(20,446)
38	<i>of which from related parties</i>	8,307	264
20	Interest paid	471	-
20	Interest paid on financial liabilities related to the right-of-use of assets	(5,790)	(5,980)
38	<i>of which from related parties</i>	(5,733)	(5,908)
20	Interest received	21	7
18	Income taxes paid	959	-
	<b>Total from continuing operations</b>	<b>22,341</b>	<b>(26,419)</b>
	<b>Total from assets held for sale</b>	-	<b>465</b>
	<b>Cash flow from investing activities</b>		
4	Investments in tangible assets	(188)	-
5	Investments in intangible assets	(1,561)	(1,266)
	<b>Total from continuing operations</b>	<b>(1,749)</b>	<b>(1,266)</b>
	<b>Total from assets held for sale</b>	-	-
	<b>Cash flow from financing activities</b>		
9	Non-current financial liabilities	(9,398)	86,477
9	Current financial assets	1,238	(1,111)
38	<i>of which from related parties</i>	982	(1,104)
12-13-20	Current financial liabilities related to the right-of-use of assets	(12,622)	(13,817)
38	<i>of which from related parties</i>	(11,265)	(11,343)
12-13-20	Current financial liabilities	(10,969)	(6,070)
38	<i>of which from related parties</i>	-9,560	5,624
	<b>Total from continuing operations</b>	<b>(31,751)</b>	<b>65,479</b>
	<b>Total from assets held for sale</b>	-	-
11	Total translation differences	(181)	(18)
	<b>Net cash for the period from continuing operations</b>	<b>(11,159)</b>	<b>37,794</b>
	<b>Net cash for the period from assets held for sale</b>	-	<b>465</b>
	<b>Net cash at the end of the period</b>	<b>136,958</b>	<b>58,683</b>

**Consolidated Statement of Changes in Equity**

(€'000)

	Share capital	Share premium reserve	Other reserves	Retained profits/ (losses)	Profit/(loss) for the period	Total Group equity	Capital and reserves attributable to non-controlling interests	Profit/(loss) for the financial period attributable to non-controlling interests	Total non-controlling interests	Total equity
<b>note 11</b>										
<b>Balance at 31 December 2020</b>	<b>42,284</b>	<b>10,256</b>	<b>1,708</b>	<b>42,578</b>	<b>(33,943)</b>	<b>62,883</b>	<b>557</b>	<b>(209)</b>	<b>348</b>	<b>63,231</b>
Allocation of earnings at 31.12.20:	-	-	-	(33,943)	33,943	-	(209)	209	-	-
use of reserves	-	-	-	-	-	-	-	-	-	-
<i>dividend distribution</i>	-	-	-	-	-	-	-	-	-	-
<i>Fair value stock grant</i>	-	-	188	-	-	188	-	-	-	188
Other variations	-	-	(360)	-	-	(360)	-	-	-	(360)
Total comprehensive income for the period	-	-	142	227	(24,535)	(24,166)	2	(113)	(111)	(24,277)
<b>Balance at 30 June 2021</b>	<b>42,284</b>	<b>10,256</b>	<b>1,678</b>	<b>8,862</b>	<b>(24,535)</b>	<b>38,545</b>	<b>350</b>	<b>(113)</b>	<b>237</b>	<b>38,782</b>
	Share capital	Share premium reserve	Other reserves	Retained profits/ (losses)	Profit/(loss) for the period	Total Group equity	Capital and reserves attributable to non-controlling interests	Profit/(loss) for the financial period attributable to non-controlling interests	Total non-controlling interests	Total equity
<b>Balance at 31 December 2021</b>	<b>42,284</b>	<b>10,256</b>	<b>2,623</b>	<b>8,792</b>	<b>44,359</b>	<b>108,314</b>	<b>949</b>	<b>(278)</b>	<b>671</b>	<b>108,985</b>
Allocation of earnings at 31.12.21:	-	-	-	44,359	(44,359)	-	(278)	278	-	-
use of reserves	-	-	-	-	-	-	-	-	-	-
<i>dividend distribution</i>	-	-	-	-	-	-	-	-	-	-
<i>Fair value stock grant</i>	-	-	168	-	-	168	-	-	-	168
Other variations	-	-	1,452	-	-	1,452	-	-	-	1,452
Total comprehensive income for the period	-	-	25	820	5,363	6,208	16	(89)	(73)	6,135
<b>Balance at 30 June 2022</b>	<b>42,284</b>	<b>10,256</b>	<b>4,268</b>	<b>53,971</b>	<b>5,363</b>	<b>116,142</b>	<b>687</b>	<b>(89)</b>	<b>598</b>	<b>116,740</b>

## Illustrative Notes to the Interim Condensed Consolidated Financial Statements

---

The Fiera Milano Group Interim Condensed Consolidated Financial Statements at 30 June 2022 were approved and their publication authorised by the Board of Directors on 27 July 2022.

The Fiera Milano Group is active in all the key areas of the exhibition and congress industry and is one of the largest integrated exhibition companies worldwide.

The Group business consists of hosting exhibitions, fairs and other events, promoting and making available equipped exhibition spaces, as well as offering support for projects and related services. This includes the business of staging exhibitions (and providing final services to exhibitors and visitors).

Moreover, the results for the first half of 2022 are compared with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic. As a result, the Group's financial information has limited temporal comparability of its financial results both on an annual and interim basis.

The business of the Group has dual seasonality: (i) a greater concentration of exhibitions in the period from January – June; (ii) exhibitions that have a multi-annual frequency.

For further details on the Group structure, reference should be made to the relevant section of the Interim Report on Operations.

### 1) Accounting standards and consolidation criteria

#### Standards used to prepare the Financial Statements

These Consolidated Interim Financial Statements were prepared in accordance with IAS 34 – *Interim Financial Reporting* and must therefore be read in conjunction with the Consolidated Financial Statements for the financial year to 31 December 2021.

Given the capital and financial position for the first six months of 2022, the 2022-2026 financial forecasts, approved by the Board of Directors on 25 February 2022, confirming the medium-/long-term forecast already included in the CONN.E.C.T. 2025 Strategic Plan approved on 22 February 2021, and taking into account the forecasts for working capital performance and the financial and capital position of the Group, the Consolidated Interim Financial Statements were drawn up with a view to business continuity.

The reference currency is the Euro and all figures have been rounded up or down to the nearest thousand.

No atypical and/or unusual transactions took place in the first half of 2022.

The risks and uncertainties to which the business is exposed are described in the Interim Report on Operations in the section on Risk factors affecting the Group, in note 21 of the Illustrative Notes and in section 1.4 on the use of estimates.

The present Interim Condensed Consolidated Financial Statements have been subject to a limited audit by the audit firm EY SpA.

#### 1.1 New accounting standards, interpretations and amendments adopted

The accounting standards used to prepare these Interim Condensed Consolidated Financial Statements conform to those used to prepare the Consolidated Financial Statements for the financial year to 31 December 2021, except for new standards and amendments applicable from 1 January 2022. The Group has not opted for early adoption of any standards, interpretations or amendments that have been issued but for which adoption is not yet mandatory.

The main changes result from Commission Regulation (EU) 2022/357 of 2 March 2022, published in Official Journal L 68 of 3 March 2022, which adopts amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The

amendments clarify the differences between accounting policies and accounting estimates to ensure consistent application of accounting policies and comparability of financial statements. The provisions apply from 1 January 2023 or later.

## 1.2 Form and content of the Consolidated Financial Statements

Notwithstanding the provisions of IAS 34 – Interim Financial Reporting the present Interim Condensed Consolidated Financial Statements give detailed, and not just summary, tables in order to provide a better and more complete view of the financial results for the first half of the year to 30 June 2022 and of the same period of the previous year. The Illustrative Notes meet the information requirements of IAS 34 and include data considered useful for a fuller understanding of the Interim Condensed Consolidated Financial Statements.

## 1.3 Scope and principles of consolidation

The present Interim Condensed Consolidated Financial Statements include the Parent Company Fiera Milano SpA, its subsidiary companies and jointly controlled entities.

The present Interim Condensed Consolidated Financial Statements have been prepared on the basis of the six-monthly situation at 30 June 2022 approved by the Boards of Directors of the companies included in the area of consolidation and prepared according to Group accounting policies using IAS/IFRS.

Attachment 1 gives the list of consolidated companies.

### *Translation of accounts prepared in currencies other than the Euro*

The exchange rates used to translate the 2022 and 2021 half-year financial statements of foreign companies into Euro were as follows:

	average 1st Half 2022	average 1st Half 2021	30/06/2022	30/06/2021
South African rand	16.8485	17.5244	17.0143	17.0114
Brazilian reals	5.5565	6.4902	5.4229	5.9050

*Source: Bank of Italy*

## 1.4 Use of estimates

Preparation of interim financial statements and related notes under IFRS require estimates and assumptions to be made that affect the figures for assets and liabilities in the financial statements and information regarding the potential assets and liabilities at the date the half-year financial statements are prepared. Actual results may differ from these estimates. Estimates are used for provisions for doubtful accounts, depreciation and amortisation, employee benefits, taxes, and other provisions and reserves, as well as any impairment of assets. Estimates and assumptions are reviewed regularly and the effects of any change are immediately recognised in profit or loss.

The most significant estimates used in preparing the Financial Statements are given below as these require a high degree of subjective opinions, assumptions and forecasts:

- *Goodwill* is systematically tested for *impairment* at least annually, or more often if impairment indicators emerge. The impairment test calls for a discretionary estimate of the values in use of the cash-generating unit to which the goodwill is attributed, in turn based on the estimate of future cash flows of the CGU and their discounting at a specified discount rate.

The recoverability of carrying amounts is measured as the lower of the carrying amount and the higher of the fair value less costs to sell and the value in use of the asset. The net selling price is the price that would be received to sell an asset in an orderly transaction between market participants less costs to sell; in the absence of a binding agreement, reference is made to similar transactions on an active market or it is determined according to IFRS 13 Fair Value Measurement. The value in use is the present value of the future cash flows expected to be derived from the asset (or cash-generating unit), discounted using a weighted average cost of

capital of an entity having a similar risk profile and level of indebtedness, and from its ultimate disposal at the end of its useful life.

The plans used to carry out the impairment tests are based on certain expectations and assumptions of future performance that by their very nature are subject to uncertainties. Therefore, results could differ from estimates.

These assumptions are also subject to the medium- and long-term consequences of the health emergency linked to the Covid-19 pandemic and the effects of the Russian-Ukrainian conflict, with particular reference to the timing of a return to pre-pandemic performance levels. Therefore, results could differ from estimates. The plan will be continually assessed by the Directors regarding the effective realisation of the initiatives and forecasts and the effects on the financial and economic performance of the Group.

- *Intangible assets with a finite useful life* are tested for *impairment* when there are internal or external indications that an asset is impaired; this test requires an estimate of the value in use of the cash-generating unit to which the asset belongs, which itself is based on an estimate of the cash flows the cash-generating unit is expected to generate and discounting them to their net present value using an appropriate discount rate.
- *Deferred tax assets* are recognised against tax losses carried forward and other timing differences to the extent of the likely existence of future taxable profit against which these tax losses carried forward and those due to timing differences may be used. Management must use its judgement in estimating the amount of deferred tax assets to be recognised. The business plan of the Company is used to calculate the likelihood that these deferred tax assets will be used.
- *Provisions for risks and charges* are subject to discretionary estimates using the best available information at the date of these Financial Statements and based on historic and future data regarding the likely outcome of legal disputes or events, for which assessment of the risk profiles and likely financial impact is uncertain and complex and could result in an adjustment to the estimates.

With regard to the use of estimates for financial risks, reference should be made to the relevant paragraph in the Illustrative Notes to the Financial Statements.

- *Share-based Payments*. According to the contents of IFRS 2 - Share-based Payments, the total amount of the current value of the stock grants (fair value) at the assignment date is recorded in full in the statement of income among the personnel costs for the period between the allocation date and their maturity date and is recognised against the equity reserve. The fair value of the stock grants is calculated at their allocation date, reflecting the market conditions existing at the date in question. In the case of a set 'maturity period' in which some conditions must be met (attaining targets) so that the assignees become holders of the right, the cost for remuneration, determined on the basis of the current value of the shares at the allocation date, is recorded under personnel costs based on a straight-line method over the period between the allocation date and the maturity date. In case of assigning shares free of charge (so-called stock grant) at the end of the maturity period, the corresponding increase in equity is recorded.
- *Taxes* are calculated by applying to the pre-tax profit for the period of the individual consolidated companies, the tax rate which would be applicable to the expected annual results. If the estimated effective tax rate does not give credible results, the income taxes are calculated by applying the tax rate and enacted regulations in the countries in which the Group operates to the estimated taxable income for the period.

## 2) Disclosure on subsidiaries, joint ventures and associates

The Group has a 49% shareholding in Hannover Milano Global Germany GmbH, a company jointly controlled with Deutsche Messe AG that is equity accounted.

Following the application of IFRS 11 - Joint Arrangements, the Group has classified its investment as a joint venture as significant business decisions relating to Hannover Milano Global Germany GmbH require the unanimous agreement of the parties and neither has specific rights over the individual assets or obligations for any individual liability of the company of the legal entity.

Under the joint venture agreement with Deutsche Messe AG, the Group share of equity is calculated on the results generated by the various exhibitions. For the six-month period under review, the share was 40.207% (40.207% as at 30 June 2021).

The Group shares of the income and equity of the joint venture are summarised in the following tables:

	(€'000)	
<b>Hannover Milano Global Germany GmbH</b>	<b>30/06/22</b>	<b>31/12/21</b>
Current assets	3,144	2,972
Non-current assets	8,516	8,526
Current liabilities	15,373	18,471
Non-current liabilities	-	-
Net financial debt/(cash)	(16,276)	(21,617)
<b>Equity</b>	<b>12,563</b>	<b>14,644</b>
<b>Book value of the joint venture</b>	<b>6,175</b>	<b>6,977</b>

	(€'000)	
<b>Hannover Milano Global Germany GmbH</b>	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
Total revenues and other income	1,588	6,368
Total operating costs	(3,844)	(5,814)
Depreciation and amortisation and write-downs	(19)	(190)
Interest income	175	57
Interest payable	-	-
<b>Profit/(loss) before tax</b>	<b>(2,100)</b>	<b>421</b>
Income tax	138	92
<b>Profit/(loss) for the period</b>	<b>(2,238)</b>	<b>329</b>
Non-controlling interests	96	(193)
<b>Profit/(loss) for the period</b>	<b>(2,142)</b>	<b>136</b>
<b>Group profit/(loss)</b>	<b>(861)</b>	<b>55</b>

The Group has a 49% shareholding in Ipack-Ima Srl, a company jointly controlled with UCIMA (Union of Italian Automatic Machine manufacturers for packing and packaging) that is equity accounted.

The equity and income figures of the company are summarised in the following tables:

	(€'000)	
<b>Ipack Ima Srl</b>	<b>30/06/22</b>	<b>31/12/21</b>
Current assets	3.005	4.285
Non-current assets	4.802	4.808
Current liabilities	3.055	6.256
Non-current liabilities	1.117	223
Net financial debt/(cash)	(1.748)	259
<b>Equity</b>	<b>5.383</b>	<b>2.355</b>
<b>Book value of the joint venture</b>	<b>2.638</b>	<b>1.154</b>

	(€'000)	
<b>Ipack Ima Srl</b>	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
Total revenues and other income	14.970	-
Total operating costs	(11.025)	(291)
Depreciation and amortisation and write-downs	(112)	(111)
Interest payable	(14)	(9)
<b>Profit/(loss) before tax</b>	<b>3.819</b>	<b>(411)</b>
Income tax	1.126	(320)
<b>Profit/(loss) for the period</b>	<b>2.693</b>	<b>(91)</b>
<b>Group profit/(loss)</b>	<b>1.319</b>	<b>(45)</b>

At 30 June 2022 and at 30 June 2021, there were no material potential liabilities or obligations relating to the shareholding of the Parent Company in the joint venture.

The Group holds, indirectly through Fiera Milano Congressi SpA, a 51% stake in MiCo DMC Srl, exercised through a joint control agreement with its partner AIM Group International SpA. Under IFRS 11 *Joint arrangements*, these agreements mean the company is categorised as a joint venture, meaning that the value of the investment is consolidated at equity.

The Group shares of the income and equity of the joint venture are summarised in the following tables:

	(€'000)	
<b>MiCo DMC Srl</b>	<b>30/06/22</b>	<b>31/12/21</b>
Current assets	3,531	914
Non-current assets	351	332
Current liabilities	5,718	1,637
Non-current liabilities	191	211
<b>Net financial debt/(cash)</b>	<b>(2,338)</b>	<b>(951)</b>
<b>Equity</b>	<b>311</b>	<b>349</b>
<b>Book value of the joint venture</b>	<b>158</b>	<b>178</b>

	(€'000)	
<b>MiCo DMC Srl</b>	<b>1st Half at 30/06/22</b>	<b>1st Half at 30/06/21</b>
Total revenues and other income	3,593	123
Total operating costs	(3,668)	(524)
Depreciation and amortisation and write-downs	(6)	(6)
Interest payable	(17)	(2)
Profit/(loss) before tax	<b>(98)</b>	<b>(409)</b>
<b>Income tax</b>	<b>(33)</b>	<b>(75)</b>
<b>Profit/(loss) for the period</b>	<b>(65)</b>	<b>(334)</b>
<b>Group profit/(loss)</b>	<b>(33)</b>	<b>(170)</b>

At 30 June 2022 and at 30 June 2021, there were no material potential liabilities or obligations relating to the shareholding of the controlling shareholders in the joint venture.



### 3) Segment information

In accordance with IFRS 8, the identification of operating segments and related information is based on the data used by management to take its operating decisions and is consistent with the management and control model used. The internal accounting system, which is regularly reviewed and used by the top decision makers in the Group, gives information by segment and also by individual company.

The internal organisation structure and the performance measurement system is shaped by the strategic direction of the Group, with a view to greater integration of sales and operating processes. In particular, all activities carried out by Fiera Milano SpA, Nolostand SpA, Ipack Ima Srl and in MADE eventi Srl are grouped into a single operating segment 'Italian Exhibitions Business', as described in greater detail in note 5 on Cash Generating Units.

Consequently, based on the management approach, the operating segments were defined as follows:

- **Italian Exhibitions Business:** this segment covers all activities for the organisation and hosting of exhibitions and other events in Italy through the use, promotion and offer of furnished exhibition spaces; the provision of stand-fitting, technical and site services associated with exhibition and congress business; the provision of project support and ancillary services; the production of content and provision of advertising and digital services, as well as the organization of conferences and training courses. This includes the business of staging exhibitions (and providing final services to exhibitors and visitors):
  - directly organised by the Group or in partnership with third parties;
  - organised by third parties, through contracting out of spaces and services.

These activities are carried out by the Parent Company Fiera Milano SpA, Ipack Ima Srl, Nolostand SpA and MADE eventi Srl.

- **Foreign Exhibitions Business:** this segment covers all activities for the organisation of exhibitions and other events abroad through the use, promotion and offer of furnished exhibition spaces, of project support and of ancillary services. It covers all activities associated with exhibitions (including end services for exhibitors and visitors) that are directly organised by the Group or in partnership with third parties or acting as agents.

These activities are carried out by:

- Hannover Milano Global Germany GmbH, a joint venture with Deutsche Messe AG of Hannover, which operates in China through two subsidiaries, Hannover Milano Fairs China Ltd, and Hannover Milano Fairs Shanghai Co. Ltd and its subsidiaries Hannover Milano Best Exhibitions Co. Ltd of which 51% is held and Hannover Milano XZQ Exhibitions of which 60% is held. In addition, it is active through the subsidiary Hannover Milano Fairs India Pvt Ltd;
  - Fiera Milano Brasil Ltda based in São Paulo;
  - Fiera Milano Exhibitions Africa PTY Ltd based in Cape Town.
- **Congresses:** this segment refers to the management of conferences and events and destination management services by Fiera Milano Congressi SpA and MiCo DMC Srl.

The tables below give Income Statement and Statement of Financial Position data by segment for the first half to 30 June 2022 and the same period to 30 June 2021.

**Income Statement 1st Half to 30/06/22**

(€'000)	Italian Exhibitions Business	Foreign Exhibitions Business	Congress	Adjustments	Consolidated
Revenues from sales and services to third-parties	98,834	2,405	14,948	-	116,187
Revenues from intersegment sales and services	1,934	-	3,100	(5,034)	-
<b>Total revenues</b>	<b>100,768</b>	<b>2,405</b>	<b>18,048</b>	<b>(5,034)</b>	<b>116,187</b>
<i>of which from Italy</i>					113,782
<i>of which from foreign activities</i>					2,405
Cost of materials	1,903	5	15	(1)	1,922
Cost of services	43,437	1,575	11,819	(5,554)	51,277
Cost for use of third-party assets	563	121	14	(113)	585
Personnel expenses	20,511	496	1,584	(22)	22,569
Other operating expenses	2,059	22	160	-	2,241
<b>Total operating expenses</b>	<b>68,473</b>	<b>2,219</b>	<b>13,592</b>	<b>(5,690)</b>	<b>78,594</b>
Other income	1,581	-	578	(656)	1,503
Profit/(loss) of equity accounted companies	1,319	(861)	(33)	-	425
Allowance for doubtful accounts and other provisions	-	-	-	-	-
<b>Earnings before interest, taxes, depreciation, and amortization (EBITDA)</b>	<b>35,195</b>	<b>(675)</b>	<b>5,001</b>	<b>-</b>	<b>39,521</b>
<i>of which from Italy</i>					40,186
<i>of which from foreign activities</i>					(665)
Depreciation of property, plant and equipment and right-of-use assets	18,517	43	3,004	-	21,564
Depreciation of property investments					
Amortisation of intangible assets	2,091	87	19	-	2,197
Adjustments to asset values					
<b>Earnings before interest and taxes (EBIT)</b>	<b>14,587</b>	<b>(805)</b>	<b>1,978</b>	<b>-</b>	<b>15,760</b>
<i>of which from Italy</i>					16,565
<i>of which from foreign activities</i>					(795)
Financial income and similar					882
Financial expenses and similar					7,759
Valuation of financial assets					
<b>Profit/(loss) before income tax</b>					<b>8,883</b>
Income tax					3,609
<b>Profit/(loss) from continuing operations</b>					<b>5,274</b>
<b>Profit/(loss) from discontinued operations</b>					<b>-</b>
<i>Revenues</i>					
<i>Operating expenses</i>					
<b>Profit/(loss) for the period</b>					<b>5,274</b>
Profit/(loss) attributable to non-controlling interests					(89)
<b>Group profit/(loss)</b>					<b>5,363</b>

The table below gives investments by operating segment:

**Statement of Financial Position Data at 30/06/22**

(€'000)	Investments	of which related to Right-of-use assets
Italian Exhibitions Business	15,423	13,776
Foreign Exhibitions Business	28	-
Congresses	1,762	1,688
Adjustments	-	-
<b>Total</b>	<b>17,213</b>	<b>15,464</b>

**Income Statement 1st Half to 30/06/21**

(€'000)	Italian Exhibitions Business	Foreign Exhibitions Business	Media	Congress	Adjustments	Consolidated	
Revenues from sales and services to third-parties	2,801		35	646	1,117	-	4,599
Revenues from intersegment sales and services	81		-	291	125	(497)	-
<b>Total revenues</b>	<b>2,882</b>		<b>35</b>	<b>937</b>	<b>1,242</b>	<b>(497)</b>	<b>4,599</b>
<i>of which from Italy</i>							4,564
<i>of which from foreign activities</i>							35
Cost of materials	223		-	9	4	(10)	226
Cost of services	11,789		146	710	1,651	(1,305)	12,991
Cost for use of third-party assets	135		17	45	12	(64)	145
Personnel expenses	13,678		443	996	1,238	(86)	16,269
Other operating expenses	738		26	16	191	(4)	967
<b>Total operating expenses</b>	<b>26,563</b>		<b>632</b>	<b>1,776</b>	<b>3,096</b>	<b>(1,469)</b>	<b>30,598</b>
Other income	3,592		43	69	710	(972)	3,442
Profit/(loss) of equity accounted companies	(45)		55	-	(170)	-	(160)
Allowance for doubtful accounts and other provisions	271		2	-	-	-	273
<b>Earnings before interest, taxes, depreciation, and amortization (EBITDA)</b>	<b>(20,405)</b>		<b>(501)</b>	<b>(770)</b>	<b>(1,314)</b>	<b>-</b>	<b>(22,990)</b>
<i>of which from Italy</i>							(22,489)
<i>of which from foreign activities</i>							(501)
Depreciation of property, plant and equipment and right-of-use assets	18,479		44	44	2,419	-	20,986
Depreciation of property investments			-	-	-	-	-
Amortisation of intangible assets	1,211		75	-	20	-	1,306
Adjustments to asset values	22		-	-	-	-	22
<b>Earnings before interest and taxes (EBIT)</b>	<b>(40,117)</b>		<b>(620)</b>	<b>(814)</b>	<b>(3,753)</b>	<b>-</b>	<b>(45,304)</b>
<i>of which from Italy</i>							(44,683)
<i>of which from foreign activities</i>							(621)
Financial income and similar							603
Financial expenses and similar							6,789
Valuation of financial assets							
<b>Profit/(loss) before income tax</b>							<b>(51,490)</b>
Income tax							(26,377)
<b>Profit/(loss) from continuing operations</b>							<b>(25,113)</b>
<b>Profit/(loss) from discontinued operations</b>							<b>465</b>
<i>Revenues</i>							
<i>Operating expenses</i>							
<b>Profit/(loss) for the period</b>							<b>(24,648)</b>
Profit/(loss) attributable to non-controlling interests							(113)
<b>Group profit/(loss)</b>							<b>(24,535)</b>

\* It should be noted that in the year 2021, following the sale of the "publications" division to third parties, the activities of the Media segment were transferred to the "Italian Exhibitions Business" sector.

The table below gives investments by operating segment:

**Statement of Financial Position Data at 31/12/21**

(€'000)	Investments	<i>of which related to Right-of-use assets</i>
Italian Exhibitions Business	5,507	408
Foreign Exhibitions Business	3	-
Media*	-	-
Congresses	1,174	331
Adjustments	-	-
<b>Total</b>	<b>6,684</b>	<b>739</b>

## Notes to the Interim Condensed Consolidated Financial Statements

### STATEMENT OF FINANCIAL POSITION

#### ASSETS

#### 4) Property, plant and equipment and Right-of-use assets

	(€'000)						Balance at 30/06/22
	Balance at 31/12/21	Incr.	Decr.	Depr.	Currency translation differences	Other movements	
<b>Property, plant and equipment</b>							
. historic cost	113,319	188	385		69	74	113,265
. depreciation	107,511		375	1,070	64	74	108,344
<b>Total</b>	<b>5,808</b>	<b>188</b>	<b>10</b>	<b>1,070</b>	<b>5</b>	<b>-</b>	<b>4,921</b>
<b>Right-of-use assets</b>							
. historic cost	508,155	15,464	274		43	-	523,388
. depreciation	115,643		274	20,494	17	-	135,880
<b>Total</b>	<b>392,512</b>	<b>15,464</b>	<b>-</b>	<b>20,494</b>	<b>26</b>	<b>-</b>	<b>387,508</b>

#### Property, plant and equipment

The item amounts to Euro 4,921 thousand net of depreciation for the period for Euro 1,070 thousand. The increases for the half-year are detailed below:

- investments by Fiera Milano Congressi SpA for Euro 74 thousand referring mainly to costs for improvements on assets owned by Fondazione Fiera Milano;
- investments by Fiera Milano SpA of Euro 62 thousand, of which Euro 10 thousand related to the purchase of equipment and Euro 52 thousand to the purchase of electronic machines;
- investments by Nolostand SpA for Euro 27 thousand related to the purchase of equipment;
- investments by Fiera Milano Brasil of Euro 25 thousand mainly related to the purchase of electronic machines.

#### Right-of-use assets

The item amounts to Euro 387,508 thousand euros net of amortisation for the period for Euro 20,494 thousand and refers to the recognition of right-of-use assets deriving from the application of IFRS 16. The increase of Euro 15,464 thousand refers mainly to the monetary revaluation of the lease agreements for the Rho exhibition site and the MiCo Sud congress centre.

The item Right-of-use assets includes increases of Euro 15,409 thousand relating to related-party transactions (Euro 301 thousand at 31 December 2021). For more details, see note 38 on these transactions.

#### 5) Goodwill and intangible assets with a finite useful life

	(€'000)						Balance at 30/06/22
	Balance at 31/12/21	Incr.	Decr.	Depr.	Currency translation differences	Reclassification	
<b>Goodwill</b>							
. Historic cost	111,633	-	-	-	-	-	111,633
. Amortisation	16,597	-	-	-	-	-	16,597
<b>Total</b>	<b>95,036</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>95,036</b>
<b>Intangible assets with a finite useful life</b>							
. Historic cost	77,054	1,561	-	-	645	-	79,260
. Amortisation	58,536	-	-	2,197	445	-	61,178
<b>Total</b>	<b>18,518</b>	<b>1,561</b>	<b>-</b>	<b>2,197</b>	<b>200</b>	<b>-</b>	<b>18,082</b>

## Goodwill

As described in the section 1.4 Use of estimates, goodwill is subject to annual impairment tests at the end of each reporting period or more frequently if there are any indications of impairment, with the assistance of a qualified independent expert.

Goodwill is allocated to the different cash generating units (CGUs) or group of CGUs that gave rise to the goodwill.

To identify 'the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets' (IAS 36 – Impairment of Assets), each different Group reportable segment was designated a CGU.

In the new reportable segment 'Italian Exhibitions Business', the CGUs correspond to individual exhibitions and include the activities carried out by the Parent Company Fiera Milano SpA, by Nolostand SpA and MADE eventi Srl.

In the reportable segment 'Foreign Exhibitions Business', the situation is different in countries where the Group holds its own exhibitions (such as Brazil and South Africa) from countries where the Group operates through joint venture arrangements and trademark user licence agreements (such as China). In the first case, the CGUs correspond to individual exhibitions; in the second, the CGUs are represented by the individual reference market.

Lastly, in the Reportable Segment 'Congresses', two CGUs can be identified: for the activities of Fiera Milano Congressi SpA and its subsidiary MiCo DMC Srl.

In order to avoid using arbitrary allocation criteria for the impairment tests, goodwill was allocated based on appropriate groupings that reflect both the strategic vision of the company and how the goodwill was generated.

The goodwill allocations are as follows:

- The CGU Italian Exhibitions Business for a total of Euro 89,581 thousand: includes the CGUs corresponding to all the exhibitions organised or hosted by Fiera Milano SpA and MADE Eventi Srl, including the set-up services provided by Nolostand SpA. The goodwill of Fiera Milano SpA (Euro 76,091 thousand), the goodwill of Nolostand SpA (Euro 12,581 thousand) and the goodwill of Made Eventi Srl (Euro 909 thousand) are allocated to this cash-generating unit. The goodwill of Fiera Milano SpA breaks down as follows: Euro 29,841 thousand deriving from Fondazione Fiera Milano's transfer of the exhibition company to Fiera Milano SpA on 17 December 2001; 40,223 thousand derive from the acquisitions of companies organising exhibitions that were subsequently incorporated into Fiera Milano SpA as part of various merger operations; Euro 5,947 thousand deriving from acquisitions related to digital publishing; Euro 80 thousand deriving from the acquisition by the Parent Company of the "Information Communication Technology" business unit. Nolostand's goodwill arises from Nolostand SpA's acquisition of the 'standard fittings' business unit.
- The Congress cash-generating unit includes the goodwill of Euro 5,455 thousand deriving from the acquisition of Fiera Milano Congressi SpA.

In conjunction with the half-yearly financial report, Fiera Milano carries out a systematic search for any impairment indicators, confirming the results achieved of the test carried out in the last financial statements.

The most significant aspect to be noted in the analysis carried out with reference to 30 June 2022 concerns the macroeconomic environment, which in the first half of 2022 was more disrupted than in the previous year, especially with regard to the development of inflationary indices and interest rates.

Nevertheless, the sensitivity analyses carried out on the cash flows forecast in the last impairment test and the updating of rates on the basis of precautionary parameters yielded positive results and did not reveal any indicators of impairment.

The recurring analysis of the performance of the CGUs in the first half of the year compared to the forecast with intangibles entered in the financial statements was also positive. The 2022-2026 plan is still the most up-to-date reference for expected cash flows in each CGU grouping.

The performance in the first half of 2022 and the updated forecast for the full year 2022 is overall better than the budget. In the few cases where negative deviations are found, the extent of them is not such as to affect the outcome of the test carried out for the 2021 financial statements.

#### **Intangible assets with a finite useful life**

The item amounts to Euro 18,082 thousand net of amortisation for the period for Euro 2,197 thousand. The half-year increases of Euro 1,561 thousand are mainly attributable to the Parent Company:

- for Euro 503 thousand referring to the acquisition of software licenses with limited rights of use in time;
- for Euro 1,055 thousand under the heading "Assets in progress and advances" and relate to the costs incurred for the development of the new company IT systems. As soon as the work is completed, this will be reclassified in the item of fixed assets and the related depreciation will begin.

Intangible assets with a finite useful life included the following trademarks totalling Euro 8,519 thousand (Euro 8,848 thousand at 31 December 2021):

- Exhibition trademarks:
  - Milan Games Weekend Euro 1,771 thousand;
  - MADE expo Euro 1,087 thousand;
  - Host Euro 1,048 thousand;
  - Mipap Milano Prêt-à-Porter Euro 985 thousand;
  - Promotion Trade Exhibition Euro 961 thousand;
  - Exposec Euro 641 thousand;
  - Fisp Euro 631 thousand;
  - G! Come Giocare Euro 507 thousand;
  - Transpotec & Logitec Euro 276 thousand;
  - Cartoomics Euro 225 thousand;
  - Milan Franchising Show Euro 138 thousand;
  - Tubotech Euro 93 thousand;
  - Miart Euro 71 thousand;
  - BtoBIO Expo Euro 57 thousand;
  - Festivity Euro 16 thousand;
  - Tuttofood Euro 6 thousand;
  - Fruit&Veg Innovation Euro 6 thousand.

In relation to intangible assets with a finite useful life, subject to amortisation, their test as at 30 June 2022 is included in the test of the respective CGU to which they belong. For more details on the reasons and methodology, please refer to the comments in the previous paragraph "Goodwill". On the other hand, there were no indications of impairment that led to the execution of a specific test on individual brands.

## 6) Investments, non-current trade receivables and deferred tax assets

(€'000)

	Balance at	Changes during the period				Balance at
	31/12/21	Increase	Decrease	Results	Currency translation differences	30/06/22
Equity-accounted investments	15,733	24	-	425	59	16,241
Other investments	82	-	-	-	-	82
Trade and other receivables	31,961	13	3,636	-	-	28,338
Deferred tax assets	14,011	114	-	-	-	14,125
<b>Total</b>	<b>61,787</b>	<b>151</b>	<b>3,636</b>	<b>425</b>	<b>59</b>	<b>58,786</b>

The entry for equity accounted investments was Euro 16,241 thousand (Euro 15,733 thousand at 31 December 2021) and was:

- Euro 12,849 thousand for the 49% shareholding in Hannover Milano Global Germany GmbH;
- Euro 3,188 thousand for the 49% shareholding in Ipack-Ima Srl;
- Euro 204 thousand for the 51% shareholding in MiCo DMC Srl.

Further details are provided in note 2 and 30 on Disclosure on subsidiaries, joint ventures and associates.

The entry for Trade and other receivables was Euro 28,338 thousand (Euro 31,961 at 31 December 2021) and was mainly for the Parent Company and included:

- other receivables from the Parent Company of Euro 10,412 thousand (Euro 10,544 thousand at 31 December 2021). This was for the guaranteed deposit under the lease agreements for the two exhibitions sites of Rho and Milan. This amount is equivalent to the combined quarterly rent on the two leases;
- receivables from the Parent Company for tax consolidation in the amount of Euro 17,804 thousand (21,308 as at 31 December 2021). They refer to the balance of credit items for the contribution of tax losses for the year prior to the tax consolidation with Fondazione Fiera Milano. The change is related to the contribution of the IRES tax accrued in the current semester. These receivables were recognised against the assessment of the recoverability of losses within the time horizon of the approved plans;
- other guarantee deposits totalling Euro 122 thousand (Euro 109 thousand at 31 December 2021).

The entry for trade and other receivables also included Euro 28,216 thousand of related-party transactions (Euro 31,852 thousand at 31 December 2021). For more details, see note 38 on these transactions.

The Deferred tax assets item, equal to Euro 14,125 thousand (Euro 14,011 thousand at 31 December 2021), represents the balance of deferred taxes offset at the level of individual companies subject to consolidation.

## 7) Trade and other receivables

Trade and other receivables		(€'000)		
	30/06/22	31/12/21	change	
Trade receivables	29,148	22,843	6,305	
Trade receivables from the controlling shareholder	1,932	2,307	(375)	
Trade receivables from <i>joint venture</i>	250	102	148	
Trade receivables from associates	9	8	1	
Receivables from related parties	-	1	(1)	
Other receivables	4,233	4,251	(18)	
Prepaid expenses from the controlling shareholder	24	110	(86)	
Prepaid expenses from <i>joint venture</i>	893	-	893	
Accrued income and prepaid expenses	1,395	1,508	(113)	
<b>Total</b>	<b>37,884</b>	<b>31,130</b>	<b>6,754</b>	

This item amounted to Euro 37,884 thousand (Euro 31,130 thousand at 31 December 2021).

Trade receivables of Euro 29,148 thousand (Euro 22,843 thousand at 31 December 2021) net of the provision for doubtful receivables of Euro 2,271 thousand. These represent receivables from organisers, exhibitors and others for services relating to the Exhibition site's availability and the provision of services related to the exhibitions and congresses.

The figure for receivables from customers was adjusted for the provision for doubtful receivables in order to bring the nominal value of the receivables that were deemed difficult to recover in line with the estimated recoverable amount. Use of the provision refers to receivables that, in the financial period under review, were found to be unrecoverable.

	31/12/21	Provisions	Utilisation and other changes	Currency translation differences	30/06/22
Provision for doubtful receivables	3,037	-	267	1	2,771

Other receivables from the Parent Company of Euro 1,932 thousand (Euro 2,307 thousand at 31 December 2021) are broken down as follows:

- Euro 625 thousand (Euro 986 thousand at 31 December 2021) for Group VAT receivables;
- other receivables of Euro 1,307 thousand (Euro 1,321 thousand at 31 December 2021).

Other receivables totalled Euro 4,233 thousand (Euro 4,251 thousand at 31 December 2021), comprising:

- Euro 2,125 thousand (Euro 1,693 thousand at 31 December 2021) for advances to suppliers;
- Euro 383 thousand (Euro 755 thousand at 31 December 2021) for other tax receivables;
- VAT receivables amounting to Euro 80 thousand (Euro 83 thousand at 31 December 2021);
- Euro 336 thousand (Euro 335 thousand at 31 December 2021) of receivables for tax credits on employee severance indemnities;
- receivables from employees for Euro 78 thousand (Euro 96 thousand at 31 December 2021);
- Inail advances and receivables for Euro 116 thousand (Euro 149 thousand at 31 December 2021);
- other receivables for Euro 1,115 thousand (Euro 1.140 thousand at 31 December 2021).

The entry for trade and other receivables also included Euro 3,108 thousand of related-party transactions (Euro 2,528 thousand at 31 December 2021). For more details, see note 38 on these transactions.



## 8) Inventories

Inventories	(€'000)		
	30/06/22	31/12/21	change
Inventories	-	-	-
Suspended costs for future exhibitions	3,968	3,354	614
<b>Total</b>	<b>3,968</b>	<b>3,354</b>	<b>614</b>

Changes in suspended costs for future exhibitions was due to the net effect of the release of costs linked to exhibitions held in the first half of the year and increases in costs for exhibitions to be held after 30 June 2022.

The breakdown of deferred costs by exhibition was as follows:

Exhibition	(€'000)		
	30/06/22	31/12/21	change
Fesqua	721	550	171
HOMI	495	24	471
Fisp	486	383	103
Expodetergo International	432	405	27
Tuttofood	426	74	352
Made Expo	396	50	346
Issa Pulire	200	-	200
Transpotec & Logitec	-	655	(655)
PrintAall	-	354	(354)
Exposec	-	268	(268)
Host	-	148	(148)
Bit	-	56	(56)
Congresses and other exhibitions	812	387	425
<b>Total</b>	<b>3,968</b>	<b>3,354</b>	<b>614</b>

Inventories included Euro 4 thousand (Euro 26 thousand at 31 December 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 9) Financial assets

Financial assets					(€'000)
	31/12/21	Increases	Decreases	Reclassification	30/06/22
Investment funds	5,797	-	707	-	5,090
Current financing to controlling shareholder	-	723	-	-	723
S/term financing to joint venture	2,409	-	1,705	-	704
<b>Total Current financial assets</b>	<b>8,206</b>	<b>723</b>	<b>2,412</b>	<b>-</b>	<b>6,517</b>
Long terms financing to joint venture	70	-	-	-	70
<b>Total Non-current other financial assets</b>	<b>70</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>70</b>
<b>Total</b>	<b>8,276</b>	<b>723</b>	<b>2,412</b>	<b>-</b>	<b>6,587</b>

This entry included the following financial assets:

- Euro 5,090 thousand for the units of mutual investment funds, measured at fair value. The fair value is measured on the basis of the market value of the security at 30 June 2022 inclusive of commissions;
- Euro 723 thousand for the correspondent current account held with Fondazione Fiera Milano;
- Euro 704 thousand for the financing given to the joint venture Ipack-Ima Srl. The interest rate applied was 1.30%;
- Euro 70 thousand euros for the loan granted to the joint venture company MiCo DMC Srl.

This entry included Euro 1,497 thousand (Euro 2,479 thousand at 31 December 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 10) Cash and cash equivalents

Cash and cash equivalents totalled Euro 136,958 thousand (Euro 148,298 thousand at 31 December 2021) and was almost entirely composed of short-term bank deposits with floating rate interest.

The change in financial flows compared to the half-year closing 30 June 2021, is shown in the Consolidated Statement of Cash Flows.

## EQUITY AND LIABILITIES

### 11) Equity

Equity	30/06/22	31/12/21	change
			(€'000)
Share capital	42,284	42,284	-
<i>of which treasury shares</i>	<i>(161)</i>	<i>(161)</i>	-
Share premium reserve	10,256	10,256	-
<i>of which treasury shares</i>	<i>(2,272)</i>	<i>(2,272)</i>	-
Other reserves	4,268	2,623	1,645
Retained profits/(losses)	53,971	8,792	45,179
Profit/(loss) for the period	5,363	44,359	(38,996)
<b>Group equity</b>	<b>116,142</b>	<b>108,314</b>	<b>7,828</b>
Capital and reserves attributable to non-controlling interests	687	949	(262)
Profit/(loss) attributable to non-controlling interests	(89)	(278)	189
<b>Equity attributable to non-controlling interests</b>	<b>598</b>	<b>671</b>	<b>(73)</b>
<b>Total</b>	<b>116,740</b>	<b>108,985</b>	<b>7,755</b>

Following the realignment of the discrepancies between the carrying amount and the tax values of goodwill and trademarks as reported in the financial statements, in accordance with article 110 of Legislative Decree 104/20 (as amended by art. 1 c. 83 of Law 178 of 30 December 2020, the 2021 Budget Law), Euro 64,087 thousand of share capital and existing reserves was restricted and held over for tax upon distribution, corresponding to the higher amount subject to realignment net of the 3% substitute tax.

The amounts and changes in the items were as follows:

### Share Capital

At 30 June 2022, this item came to Euro 42,284 thousand (Euro 42,284 thousand at 31 December 2021), net of treasury shares for Euro 161 thousand. The fully paid-up share capital was made up of 71,917,829 ordinary shares, with no restrictions on the distribution of dividends or repayment of share capital, except as legally provided for treasury share.

The number of shares in circulation and the change in this figure in the period under review is shown in the table below:

	Number of shares at 31 December 2021	Change	Number of shares at 30 June 2022
Ordinary shares in issue	71,917,829	-	71,917,829
Treasury shares	273,758	-	273,758
<b>Total shares outstanding</b>	<b>71,644,071</b>	<b>-</b>	<b>71,644,071</b>

Under IAS/IFRS accounting principles, when treasury shares are acquired, the nominal value of the shares acquired is deducted from equity while the difference between acquisition value and the nominal value is recognised directly in the share premium reserve. On 31 July 2015, the Extraordinary Shareholders' Meeting of the Company, at the same time as it approved the share capital increase, approved the elimination of the nominal value of the shares comprising the share capital. Therefore, since that date, the nominal value is calculated by dividing the value of the share capital by the number of shares in issue. At 30 June 2022, the implicit nominal value of the shares was Euro 0.59 per share.

At 31 December 2021, the Parent Company held 273,758 treasury shares.

### **Share premium reserve**

The share premium reserve was Euro 10,256 thousand (Euro 10,256 thousand at 31 December 2021) net of the Euro 2,272 thousand reserve for treasury shares.

### **Other reserves**

Other reserves totalled Euro 4,268 thousand (Euro 2,623 thousand at 31 December 2021), broken down as follows:

- Euro 8,489 thousand from the Parent Company legal reserve;
- Euro -6,507 thousand from the currency translation reserve;
- Euro -1,381 thousand as to the reserve for hedging transactions;
- Euro 905 thousand from the stock grant reserve in relation to the estimated cost of the Performance Shares Plan included in the 2021-2022 management incentives plan.

### **Retained earnings**

This entry was Euro 53,971 thousand (Euro 8,792 thousand at 31 December 2021).

Changes in the period under review were as follows:

- an increase of Euro 44,359 thousand for the allocation of the "Profit/loss of the previous financial year";
- an increase of Euro 820 thousand for the remeasurement of defined benefit plans, net of the tax effect.

### **Profit/(loss) for the period**

In the half-year to 30 June 2022, the Group net profit was Euro 5,363 thousand.

In the financial year to 31 December 2021, it was Euro 44,359 thousand.

### **Capital and reserves attributable to non-controlling interests**

This item totalled Euro 687 thousand (Euro 949 thousand at 31 December 2021).

A Euro 262 thousand decrease mainly relating to the allocation of the result for the previous financial year.

### **Net profit (loss) - non-controlling interests**

The net loss for the half-year attributable to non-controlling interests was Euro 89 thousand. The profit for the year ended 31 December 2021 was Euro -278 thousand.

## **LIABILITIES**

### **12) Bank borrowings**

<b>Bank borrowings</b>	<b>30/06/22</b>	<b>31/12/21</b>	<b>(€'000)</b> <b>change</b>
Non-current bank borrowings	72,879	98,229	(25,350)
Current bank borrowings	14,500	938	13,562
<b>Total</b>	<b>87,379</b>	<b>99,167</b>	<b>(11,788)</b>

Bank borrowings amounted to Euro 87,379 thousand (Euro 99,167 at 31 December 2021) and related to the following loans attributable to the Parent Company:

- Euro 44,516 thousand, for the non-current portion of the loan underwritten on 17 February 2021 by a pool of leading banks (Intesa Sanpaolo, Banco BPM and UniCredit) maturing on 31 December 2025 and with a 24-month pre-amortisation period. This loan is remunerated at a variable interest rate with financial coverage (Interest Rate Swap) and is subject to the measurement of financial covenants on a half-yearly basis. The value of the loan is expressed net of the hedging derivative instrument equal to 1,382 thousand euros (balance equal to zero at 31 December 2021). The current share amounts to Euro 9,167 thousand. With reference to the half-yearly measurement at 30 June 2022, the covenants have been respected;
- Euro 16,675 thousand, for the non-current portion of the loan underwritten on 22 February 2021 by Casa Depositi Presiti, maturing on 31 December 2025 and with a 24-month pre-amortisation period. This loan is remunerated at a fixed interest rate and is subject to the measurement on a half-yearly basis of financial covenants. The current share amounts to Euro 3,333 thousand. With reference to the half-yearly measurement at 30 June 2022, the covenants have been respected.

The above loans are backed by a 90% guarantee issued by SACE, the Italian export credit agency, as part of the "Guarantee Italy" programme in accordance with article 1 of Italian Law Decree 23/2020, ratified with amendments by Law 40/2020 (called the 'Liquidity Decree').

- Euro 7,000 thousand, for the portion of the loan underwritten on 28 April 2021 by Simest, maturing on 31 December 2027 and with a 36-month pre-amortisation period. This loan bears interest at a fixed rate. The loan was granted within the scope of the availability of the section of the Fund 394/8, pursuant to Article 91, paragraphs 1 and 2, of Decree-Law 14 August 2020, n.104, converted, with amendments, by Law 126 of 13 October 2020, and Article 6, paragraph 3, no. 1, of Decree Law 137 of 28 October 2020;
- Euro 3,438 thousand, for the non-current portion of the Euro 5,000 thousand loan underwritten on 19 May 2021 by Banca Carige maturing on 31 March 2026 and with a 12-month pre-amortisation period. The current portion amounts to Euro 1,250 thousand. This loan bears interest at a variable rate.

Euro 1,250 thousand refer to the non-current portion of the medium-/long- term loan granted to MADE Eventi Srl, on 27 September 2021, by Banca Monte dei Paschi di Siena, maturing on 30 September 2024 and with a 12-month pre-amortisation period. This loan bears interest at a fixed rate of 0.95%. The loan is backed by a 80% guarantee issued by SACE, the Italian export credit agency, as part of the "Guarantee Italy" programme in accordance with article 1 of Italian Law Decree 23/2020, ratified with amendments by Law 40/2020 (called the 'Liquidity Decree'). The current portion amounts to Euro 750 thousand.

For more details, see note 21.2 Liquidity risk.

### **13) Other financial liabilities**

The breakdown of this entry is given in the following tables:

## Other financial liabilities

(€'000)

	30/06/22	31/12/21	change
Non-current financial liabilities related to the right-of-use of assets	365,821	370,568	(4,747)
Current financial liabilities related to the right of use of assets	49,243	41,376	7,867
Other current financial liabilities	508	9,994	(9,486)
<b>Total</b>	<b>415,572</b>	<b>421,938</b>	<b>(6,366)</b>

“Financial liabilities related to the right-of-use of non-current assets” equal to Euro 365,821 thousand (Euro 370,568 thousand at 31 December 2021) refer to the medium-long term share of the lease liability. This liability represents the obligation to make the payments envisaged by the contracts for the lease of exhibition sites, warehouses and vehicles, deriving from the application of IFRS 16.

Changes in cash flows are shown in paragraph 20 ‘Financial assets and financial liabilities’.

This entry included Euro 363,639 thousand (Euro 367,703 thousand at 31 December 2021) for related-party transactions. For more details, see note 38 on these transactions.

Current other financial liabilities of Euro 49,751 thousand (Euro 51,370 thousand at 31 December 2021) are detailed in the following table:

## Current financial liabilities

(€'000)

	30/06/22	31/12/21	change
Current financial liabilities related to the right of use of assets	49,243	41,376	7,867
Financial payables to controlling shareholder	-	9,560	(9,560)
Other financial payables	508	434	74
<b>Total</b>	<b>49,751</b>	<b>51,370</b>	<b>(1,619)</b>

The “Financial payables relating to the right-of-use of the assets” refer to the current portion of the lease liability. This liability represents the obligation to make the payments envisaged by the contracts for the lease of exhibition sites, warehouses and vehicles, deriving from the application of IFRS 16.

The change in the item “Financial payables to controlling shareholder” is due to the existing correspondent current account with Fondazione Fiera Milano, which in the period under review has a credit balance due to the payment for the rental of the exhibition site.

Other financial payables are non-controlling interests relating to the acquisition of Fiera Milano Brasil.

This entry included Euro 47,728 thousand (Euro 49,381 thousand at 31 December 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 14) Provisions for risks and charges

### Provisions for risks and charges

(€'000)

	31/12/21	Provisions	Releases of excess provisions	Utilisation	Currency translation differences	30/06/22
Non current provisions:						
Other provisions for risks and charges	72	-	-	-	-	72
<b>Total non current provisions for risks and charges</b>	<b>72</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>72</b>
Current provisions:						
Other provisions for risks and charges	6,437	49	-	1,857	96	4,725
<b>Total current provisions for risks and charges</b>	<b>6,437</b>	<b>49</b>	<b>-</b>	<b>1,857</b>	<b>96</b>	<b>4,725</b>

Other provisions for risks, non-current and current, and charges were mainly payments for disputes with suppliers, disputes with personnel and are calculated on their probable outcome using both internal valuations and those done by external legal consultants.

Utilizations were mainly related to reorganisation expenses.

## 15) Employee benefit provisions

<b>Employee benefit provisions</b>				(€'000)
	31/12/21	Actuarial evaluation	Indemnities and advances	30/06/22
Defined benefit plans	9,529	(933)	660	7,936
<b>Total</b>	<b>9,529</b>	<b>(933)</b>	<b>660</b>	<b>7,936</b>
<b>Actuarial evaluation</b>				(€'000)
Personnel expenses:				
- indemnities related to defined benefit plans			88	
Financial expenses:				
- actualisation charges			48	
Other comprehensive income				
- Remeasurement of defined benefit plans			(1,069)	
<b>Total</b>			<b>(933)</b>	

The main hypotheses/assumptions used in the actuarial calculations of defined benefit plans at 31 December 2021 and 30 June 2022 are given in the following tables.

<b>Economic and financial assumption for calculation of severance indemnity provisions</b>	30/06/22	31/12/21
Annual technical discount rate	3.50%	1.00%
Annual inflation rate	2.50%	1.75%
Annual rate of increase in total employees' salary	2.50%	2.50%
Annual rate of increase in severance indemnity provisions	3.38%	2.81%

### Demographic assumptions

Mortality rate	Based on the ISTAT 2011 mortality tables by gender to which has applied a 20% falling mortality connected
Probability of disability	Based on the disability tables used in the INPS 2010 forecast model
Probability of termination of employment	Based on the probable employee turnover rate equal to 7,5% per annum of the companies being valued
Retirement probability	Assumption that the basic requirements needed to receive the compulsory general insurance ( <i>Assicurazione Generale Obbligatoria</i> ) were met
Probability of early retirement	Assumption of 3% per annum and an average amount of 70% of the staff-leaving indemnities of all the companies valued.

The discount rate was calculated using the Eurozone Iboxx Corporate AA index for a period equal to or greater than ten years.

The following table gives sensitivity analyses for the main assumptions used to calculate the liability of the defined benefit plans.

<b>Effect of defined benefit plans on debt</b>					(€'000)
<b>Economic and financial assumptions</b>	<b>Range</b>	<b>Base figure</b>	<b>Increase in assumptions</b>	<b>Decrease in assumptions</b>	
Annual technical discount rate	+/- 0.5%	7,936	7,681	8,203	
Annual rate of increase in total employees' salary	+/- 0.5%	7,936	8,001	7,876	
<b>Economic and financial assumptions</b>					
Life expectancy	+/- 1 year	7,936	7,974	7,894	

## 16) Trade payables

This item totalled Euro 53,021 thousand (Euro 50,602 thousand at 31 December 2021). Trade payables were mainly to Italian suppliers for the acquisition of services required to mount the exhibitions that are the typical business of the Group.

## 17) Advances

This item totalled Euro 29,803 thousand (Euro 35,992 thousand at 31 December 2021). These were mainly advances invoiced to clients for exhibitions to be held after 30 June 2022. Recognition as revenue is deferred until the exhibition is held. The change in advances was due to the combined effect of a decrease in revenues recognised for exhibitions held during the period under review and an increase in advances for exhibitions to be held later.

The table below gives a breakdown by exhibition.

<b>Advances</b>	(€'000)		
	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
Host	4,056	1,615	2,441
Mostra Convegno Expocomfort	2,927	6,510	(3,583)
Milano Unica	2,152	869	1,283
Fisp	1,780	1,413	367
Tuttofood	1,419	106	1,313
Fesqua	1,370	996	374
Lineapelle - A new point of view	1,101	1,070	31
Plast	1,014	1,014	-
Expodetergo International	894	417	477
Gastech	859	-	859
The Micam	667	1,679	(1,012)
Simej	552	306	246
Fire Show	390	296	94
Mido	369	1,690	(1,321)
Bimu	322	-	322
Simac Tanning_tech	311	-	311
Homi outdoor	282	-	282
Sicurezza	245	-	245
Xylexpo	233	-	233
Elettrica	173	-	173
Made in steel	110	-	110
Made Expo	54	-	54
Homi	-	3,235	(3,235)
Salone del mobile/Complemento d'arredo	-	2,160	(2,160)
Transpotec & Logitec	-	1,897	(1,897)
Ipack-Ima	-	1,339	(1,339)
Exposec	-	932	(932)
Myplant & garden	-	580	(580)
Print4all	-	444	(444)
Eurocucina	-	415	(415)
Promotion Trade Exhibition	-	411	(411)
Venditalia	-	407	(407)
Salone Internazionale del Bagno	-	261	(261)
Lamiera	-	251	(251)
SposaItalia	-	190	(190)
Homi Fashion&Jewels	-	167	(167)
The One	-	137	(137)
Bit	-	130	(130)
Greenplast	-	101	(101)
Miart	-	61	(61)
Congresses and other exhibitions	8,523	4,893	3,630
<b>Total</b>	<b>29,803</b>	<b>35,992</b>	<b>(6,189)</b>

The item Advances does not include related-party transactions (Euro 1,339 thousand at 31 December 2021).



## 18) Deferred tax liabilities and tax payables

<b>Deferred tax liabilities and tax payables</b>	(€'000)		
	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
Deferred tax liabilities	3,637	3,643	(6)
Current tax liabilities	2,488	4,955	(2,467)
<b>Total</b>	<b>6,125</b>	<b>8,598</b>	<b>(2,473)</b>

Deferred tax liabilities were Euro 3,637 thousand (Euro 3,643 thousand at 31 December 2021). The figure is the net balance of deferred tax assets and deferred tax liabilities for each company included in the area of consolidation.

Tax payables totalled Euro 2,488 thousand (Euro 4,955 thousand at 31 December 2021).

## 19) Other liabilities

The breakdown of this entry is given in the following tables:

<b>Other liabilities</b>	(€'000)		
	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
Other non-current liabilities	-	655	(655)
Other current liabilities	28,357	22,744	5,613
<b>Total</b>	<b>28,357</b>	<b>23,399</b>	<b>4,958</b>

The breakdown of Other non-current liabilities is given in the following table:

<b>Other non current liabilities</b>	(€'000)		
	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
Non-current tax liabilities	-	655	(655)
<b>Total</b>	<b>-</b>	<b>655</b>	<b>(655)</b>

The breakdown of other non-current and current liabilities is given in the following table:

<b>Other current liabilities</b>	(€'000)		
	<b>30/06/22</b>	<b>31/12/21</b>	<b>change</b>
Payables to exhibition organisers and others	16,183	13,938	2,245
Payables to employees	5,189	4,134	1,055
Payables to pension and social security entities	2,259	2,744	(485)
Payables to exhibition organisers in joint venture	965	187	778
Trade payables to joint venture	494	502	(8)
Group VAT payables	294	-	294
Payables to the controlling shareholder	146	104	42
Payables to related parties	78	114	(36)
Payables to directors and statutory auditors	74	121	(47)
Payables to the associates	-	59	(59)
Other payables	832	673	159
Deferred income to the controlling shareholder	11	-	11
Deferred income to joint venture	120	2	118
Other accrued liabilities	1,712	166	1,546
<b>Total</b>	<b>28,357</b>	<b>22,744</b>	<b>5,613</b>

The entry included Euro 2,108 thousand (Euro 968 thousand at 31 December 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 20) Financial assets and financial liabilities

The Group's financial debt and its composition is shown in the table below:

### Group Net Financial Debt

(Amounts in € '000)	30/06/22	31/12/21	change
A. Cash	126,300	148,298	(21,998)
B. Cash and equivalents	10,658	-	10,658
C. Other current financial assets	6,517	8,206	(1,689)
- C.1 of which Other current financial assets to other related parties	1,427	2,429	(1,002)
<b>D. Liquidity (A+B+C)</b>	<b>143,475</b>	<b>156,504</b>	<b>(13,029)</b>
E. Current financial debt (including debt instruments, but excluding current portion of non-current financial debt)	508	9,994	(9,486)
- E.1 of which Current financial debt to other related parties	-	9,560	(9,560)
F. Current portion of non-current debt	14,500	938	13,562
<b>G. Current financial indebtedness (E+F)</b>	<b>15,008</b>	<b>10,932</b>	<b>4,076</b>
<b>H. Net current financial indebtedness (G-D)</b>	<b>(128,467)</b>	<b>(145,572)</b>	<b>26,591</b>
I. Non-current financial debt (excluding current portion and debt instruments)	72,879	98,229	(25,350)
J. Debt instruments	-	-	-
K. Non-current trade and other payables	-	-	-
<b>L. Non-current financial indebtedness (I+J+K)</b>	<b>72,879</b>	<b>98,229</b>	<b>(25,350)</b>
<b>Net financial debt from continuing operations (H+L)</b>	<b>(55,588)</b>	<b>(47,343)</b>	<b>1,241</b>
<b>Net financial debt from assets held for sale</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>M. Total financial indebtedness before IFRS 16 effects</b>	<b>(55,588)</b>	<b>(47,343)</b>	<b>1,241</b>
N. Current financial liabilities related to the right of use of assets	49,243	41,376	7,867
- N.1 of which current financial liabilities related to the right-of-use assets to the controlling shareholder	47,728	39,821	7,907
O. Non-current financial liabilities related to the right of use of assets	365,821	370,568	(4,747)
- O.1 of which non-current financial liabilities related to the right-of-use assets to the controlling shareholder	363,639	367,703	(4,064)
P. Current financial assets related to the right of use of assets	-	-	-
Q. Non-current financial assets related to the right of use of assets	-	-	-
<b>IFRS 16 financial effects</b>	<b>415,064</b>	<b>411,944</b>	<b>3,120</b>
<b>R. Total net financial debt (M+N+O-P-Q)</b>	<b>359,476</b>	<b>364,601</b>	<b>4,361</b>

The Group's net financial debt not including IFRS 16 lease liability at 30 June 2022 had an availability of Euro 55,588 thousand compared to Euro 47,363 thousand at 31 December 2021, thereby recording an improvement of Euro 8,225 thousand.

The improvement is a result of the positive cash flow generated by operating activities in the half-year.

The repayment of loans in the amount of Euro 10,000,000 in the half-year under review should be noted.

The net financial indebtedness including the IFRS 16 lease liability amounted to Euro 359,476 thousand (Euro 364,581 thousand at 31 December 2021).

Changes in liabilities due to bank financing are shown in the following table:

Changes in liabilities from financing activities	Changes in financial flows				Balance at 30/06/22
	Balance at 31/12/21	Increase	Decrease	Non-monetary changes	
Non-current financial liabilities related to the right of use of assets	370,568	-	-	(4,747)	365,821
Non-current bank loans	98,229	-	23,898	(1,452)	72,879
<b>Total change in non-current financial payables</b>	<b>468,797</b>	<b>-</b>	<b>23,898</b>	<b>(6,199)</b>	<b>438,700</b>
Bank loans	938	13,562	-	-	14,500
Current financial liabilities related to the right of use of assets	41,376	-	12,622	20,489	49,243
Current financial debt with the controlling shareholder	9,560	21,092	30,652	-	-
Current payables for acquisition of shareholdings	434	-	-	74	508
<b>Total change in current financial payables</b>	<b>52,308</b>	<b>34,654</b>	<b>43,274</b>	<b>20,563</b>	<b>64,251</b>
<b>Total liabilities from financing activities</b>	<b>521,105</b>	<b>34,654</b>	<b>67,172</b>	<b>14,364</b>	<b>502,951</b>

## 21) Financial and market risk management

The main financial instruments used by the Group are bank loans, current accounts and current financial payables to the controlling shareholder Fondazione Fiera Milano.

Fiera Milano Group has a favourable cash management cycle due to the financial nature of the companies that organise exhibitions and congresses. The organisers of exhibitions and congresses request an advance from their clients as confirmation of their participation at an event and the balance is usually received before the event is held or at its conclusion. Suppliers of goods and services are paid under the normal payment terms used. This generates negative working capital for the organisers, which gives a cash surplus.

Fiera Milano SpA, the Parent Company, which rents the exhibition space to the organisers, carries out administrative and cash management services for the organisers, receiving on behalf of the latter everything that the exhibitors pay the organiser. After receiving the cash, Fiera Milano SpA, depending on the contractual agreements, retrocedes to the organiser what is its due and keeps the payment for the space rented out in the exhibition venues and for the services provided. This also allows Fiera Milano SpA to receive its payments in advance, as it does the organisers. Therefore, within Fiera Milano Group, the companies that benefit from this favourable cash management cycle are the companies that organise exhibitions and the Parent Company.

The exposure of the Group to different types of risk is described below.

### 21.1 Credit risk

Credit risk is represented by the Group's exposure to potential losses from the non-fulfilment of obligations agreed by counterparties. Credit risk is adequately monitored, as is that pertaining to the cash management that characterises the business of the Group. Fiera Milano hosts and organises exhibitions that are leaders in their sector and, therefore, the loyalty of exhibitors is high. For the controlling shareholder Fiera Milano SpA, the current system means that all receipts from exhibitor's flow into the Fiera Milano SpA accounts and that the latter retrocedes to its clients/organisers the amounts due to them.

With regard to MADE eventi Srl e Ipack Ima Srl, part of the services provided to exhibitors is invoiced and collected on behalf of the individual Group companies by Fiera Milano SpA. Nevertheless, these companies carry out standard solvency assessments of potential customers and the relevant departments constantly monitor outstanding amounts so that any appropriate measures for debt recovery are implemented.

Three different categories of credit risk have been identified: organisers, exhibitors and other receivables.

The first risk category is represented by the exhibition **organisers**; the receivables included in this category are considered to represent the lowest risk as the Parent Company Fiera Milano SpA manages the cash flows of almost all of the exhibitions at its two sites. Provisions for doubtful receivables are minimal in comparison to the amounts received and have been made for a few receivables that prove difficult to recover.

The second risk category is the **exhibitors**; the receivables from this category are considered medium risk as exhibitors have to make payment before the end of the exhibition.

The third risk category is **other receivables**, which mainly comprises exhibition-related activities (stand-fitting, congresses, promotions, internet services) and activities that are not exhibition related (sponsorship, advertising, etc.). These receivables are payable under normal payment conditions.

The Company sometimes uses specific guarantees as a further means of counteracting credit risk.

### 21.2 Liquidity risk

The Group has taken measures to ensure that it has adequate levels of working capital and liquidity, any drop in business volumes, caused both by the seasonal and cyclic nature of the

exhibition business, can have an impact on economic performance and the ability to generate cash flows.

As of 30 June 2022, net financial debt, not including the IFRS 16 lease liability, amounted to Euro 55,588 thousand, an improvement over the 31 December 2021 figure.

The aim of the Group's risk management, also in the presence of financial debt, is to guarantee an adequate level of liquidity, minimising the related costs and maintaining a balance between the duration and composition of debt.

In February 2021, two five-year loans were entered into, with 24 months of pre-amortisation for a total of Euro 75 million. Ninety per cent of the amount disbursed is covered by SACE's guarantee under the 'Garanzia Italia' programme pursuant to Art. 1 of Italian Legislative Decree No. 23/2020, converted, with amendments, into Italian Law No. 40/2020 (the so-called 'Liquidity Decree'). In particular, a loan was entered into with a pool of leading banks (Intesa Sanpaolo, Banco BPM and Unicredit) for Euro 55 million and a loan with Cassa Depositi e Prestiti for Euro 20 million, subject to the biannual calculation of financial covenants starting from 30 June 2021.

The Parent Company obtained a Euro 7 million loan from SIMEST on 28 April 2021, granted within the framework of the section of the Fund 394/8, pursuant to Article 91, paragraphs 1 and 2, of Decree Law 104 of 14 August 2020, converted, with amendments, by Law 126 of 13 October 2020, and article 6, paragraph 3, No. 1 of Decree Law 137 of 28 October 2020. The loan matures on 31 December 2027, with the pre-amortisation period ending on 31 December 2023.

In May, a 5-year loan of Euro 5 million was taken out with Banca Carige with a 12-month pre-amortisation period, 90% guaranteed by SACE under the above-mentioned "Italy guarantee" programme.

On 27 September 2021, Made Eventi Srl took out a loan with Banca Monte dei Paschi di Siena for Euro 2 million, maturing on 30 September 2024 and with a 12-month pre-amortisation period, 80% guaranteed by SACE as part of the "Garanzia Italia" programme mentioned above.

On 29 April, the loan with Banca Bper in the amount of Euro 10 million, taken out in 2021, was repaid.

As at 30 June, the Group had available credit lines in the amount of Euro 63 million, and therefore had adequate financial resources to cover its short- and medium-term financial needs.

### 21.3 Market risk

The Group reserves the right to use appropriate hedging instruments if market risks become significant.

#### a) Interest rate risk

The Group has access to credit lines at competitive rates and is able to manage interest rate fluctuations. Moreover, the Group constantly monitors market conditions in order to intervene promptly should conditions change.

#### b) Exchange rate risk

The Group operates in different markets worldwide and, therefore, is exposed to market risks from fluctuations in exchange rates.

As in the previous financial year, this risk remained relatively insignificant despite the Group presence in international markets. This is because the Group has no financing in foreign currencies. Exchange rate risk relating to foreign operations is limited as the business in each country has costs and revenues that are in the same currency. The risk is mainly related to infragroup transactions for chargebacks that are part of cost-sharing agreements, which give rise to exchange rate risk for the company whose functional currency differs from that in which the infragroup transaction is denominated.

#### c) Risk of changes in raw material prices

This risk factor applies to Group companies, with regard to commodities and raw materials such as electricity and gas, wood (used for stand panels) and polymers (used for graphics, signage and carpeting); in this regard, the Group has put in place policies for the advance procurement of some

materials (e.g. panels for stands) or fixed price procurement for other commodities (electricity and gas).

## 22) Disclosure on guarantees given, undertakings and other contingent liabilities

### Guarantees given

These totalled Euro 4,892 thousand and the breakdown was as follows:

- Euro 3,186 thousand for the guarantee issued in favour of SIMEST SpA to guarantee the obligations undertaken with the loan contract requested by the Company from the resources of the Fund referred to in Law 394/81;
- Euro 924 thousand for the guarantee given by the Parent Company to Conserva Holding Srl on behalf of the subsidiary Nolostand SpA for the obligations under the lease agreement for a warehouse;
- Euro 501 thousand for the surety issued to the Tax Authority on behalf of the Parent Company La Fabbrica del Libro SpA liquidated on 10 November 2019 to guarantee the request for VAT refund for tax year 2019;
- Euro 213 thousand for the guarantee given by the Parent Company to the Tax Authority - Milan Internal Revenue Office on behalf of the company La Fabbrica del Libro SpA on 10 November 2019 to cover offsets made as part of Group VAT consolidation;
- Euro 50 thousand for the guarantee given in favour of Fabbrica Immobiliare SGR SpA to guarantee the rented property relating to the Rome operational headquarters of the Business International division;
- Euro 18 thousand for guarantees given against lease agreements of the subsidiary MADE eventi Srl.

### Contingent liabilities

It should be noted that there are no contingent liabilities during the period under review.

## INCOME STATEMENT

### REVENUES

#### 23) Revenues from sales and services

The breakdown of revenues was as follows:

<b>Revenues from sales and services</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Sales of exhibition space	42,827	-	42,827
Rental of stands, fittings and equipment	33,994	642	33,352
Exhibitor fees	17,063	1,349	15,714
Revenues from exhibition and congress services	4,639	456	4,183
Catering and canteen services	4,310	15	4,295
Exhibition site services	3,932	181	3,751
Advertising space and services	2,464	939	1,525
Administrative, telephone and internet services	2,065	52	2,013
Miscellaneous fees and royalties	2,000	408	1,592
Access surveillance and customer care services	923	20	903
Supplementary exhibition services	770	236	534
Ticket office sales	490	2	488
Multimedia and on-line catalogue services	305	-	305
Administrative services related to exhibitions	210	-	210
Publishing products	98	185	(87)
Congress organisation	97	114	(17)
<b>Total</b>	<b>116,187</b>	<b>4,599</b>	<b>111,588</b>

Revenues for the half-year, in terms of space for exhibitions are mainly related to the restart of exhibitions and congresses and compare with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic. The change is mainly related to the presence of the Salone del Mobile, the "biennial even year" Mostra Convegno Expocomfort, the multi-annual exhibitions that are part of the largest European "The Innovation Alliance" event dedicated to solutions for the manufacturing industry, the directly organised Bit as well as the presence of the fashion sector's hosted events with LineaPelle, The Micam and Milano Unica among the most significant.

This entry included Euro 6,106 thousand (Euro 741 thousand at 30 June 2021) for related-party transactions. For more details, see note 38 on these transactions.

### OPERATING COSTS

#### 24) Cost of materials

The breakdown of this entry was as follows:

<b>Cost of materials</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Subsidiary materials and consumables	1,838	210	1,628
Printed materials, forms and stationery	54	16	38
Raw materials	30	-	30
<b>Total</b>	<b>1,922</b>	<b>226</b>	<b>1,696</b>

## 25) Costs of services

The breakdown of this entry was as follows:

Cost of services	(€'000)		
	1st Half 2022	1st Half 2021	change
Equipment hire	10,526	218	10,308
Stands and equipment for exhibitions	8,244	724	7,520
Energy costs	4,396	2,225	2,171
Maintenance	3,466	2,647	819
Cleaning and waste disposal	2,988	325	2,663
Security and gate services	2,909	650	2,259
IT services	2,239	1,331	908
Advertising	2,139	472	1,667
Collateral events connected to exhibitions	1,971	442	1,529
Technical, legal, commercial and administrative services and advice	1,952	1,521	431
Insurance	1,520	645	875
Catering services	1,385	16	1,369
Telephone and internet expenses	1,107	478	629
Professional services	1,041	268	773
Technical assistance and ancillary services	752	160	592
Technical, legal, commercial and administrative advice	694	673	21
Fees and commissions	649	20	629
Conference and congress services	425	229	196
Ticketing	388	46	342
Transport	313	34	279
Remuneration of Statutory Auditors	122	122	-
Other	2,278	596	1,682
Uses of provisions	(25)	(2)	(23)
Change in suspended costs for future exhibitions	(202)	(849)	647
<b>Total</b>	<b>51,277</b>	<b>12,991</b>	<b>38,286</b>

Cost of services mainly included costs for managing the exhibition sites during the setting up, running, and dismantling of exhibitions and congresses.

The change is mainly due to the higher volume of activity related to the restart of exhibitions and congress events and compares with the first half of 2021, which was affected by the suspension of activities in Italy following the Covid-19 pandemic.

This entry included Euro 1,132 thousand (Euro 187 thousand at 30 June 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 26) Cost for use of third-party assets

The breakdown of this entry was as follows:

Cost of use of third-party assets	(€'000)		
	1st Half 2022	1st Half 2021	change
Other rental expenses	461	46	415
Vehicle hire - management costs	106	89	17
Office equipment and photocopier hire	10	5	5
Lease of company division	8	5	3
<b>Total</b>	<b>585</b>	<b>145</b>	<b>440</b>

The item "Other rents payable" mainly refers to the license to use an exhibition trademark.

This entry included Euro 30 thousand (zero at 30 June 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 27) Personnel Costs

The breakdown of this entry was as follows:

<b>Personnel expenses</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Salaries	15,691	11,511	4,180
Social Security payments	4,859	3,752	1,107
Defined contribution plan charges	850	793	57
Directors' remuneration	371	405	(34)
Defined benefit plan charges	88	180	(92)
Redundancy incentives	1,553	147	1,406
Seconded employees expenses	-	4	(4)
External and temporary employees	291	3	288
Other expenses	616	634	(18)
Change in suspended personnel expenses for future exhibitions	(197)	(1,088)	891
Uses of provisions	(1,553)	(72)	(1,481)
<b>Total</b>	<b>22,569</b>	<b>16,269</b>	<b>6,300</b>

Wages and salaries and the social security contributions related to them, increased - mainly due to the presence in the same half of 2021 of the benefit deriving from the activation of the Wage Integration Fund (FIS).

The breakdown of the average number of employees (including those on fixed-term contracts) was as follows:

### Breakdown of personnel by category

	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Managers	32	30	2
Middle managers and white collar workers	644	676	(32)
<b>Total personnel</b>	<b>676</b>	<b>706</b>	<b>(30)</b>
<i>of which equity accounted companies:</i>			
<i>Managers</i>	4	4	-
<i>Middle managers and white collar workers</i>	71	78	(7)

The item does not include related-party transactions (Euro 4 thousand at 30 June 2021).

## 28) Other operating expenses

The breakdown of this entry was as follows:

<b>Other operating expenses</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Other taxes	1,707	578	1,129
Contributions	285	214	71
Doubtful receivables	152	67	85
Copyright royalties (SIAE)	136	1	135
Other expenses	85	138	(53)
Losses on intangible assets	15	8	7
Gifts and promotional merchandise	14	4	10
Donations	-	24	(24)
Uses of provisions	(153)	(67)	(86)
<b>Total</b>	<b>2,241</b>	<b>967</b>	<b>1,274</b>



This entry included Euro 116 thousand (Euro 134 thousand at 30 June 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 29) Other income

The breakdown of other income was as follows:

<b>Other income</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Costs recovery	588	424	164
Office rent and expenses	281	245	36
Recovery of expenses for seconded employees	244	194	50
Insurance indemnities	61	36	25
Contributi in c/esercizio	54	25	29
Changes in estimate of previous year	-	264	(264)
Capital gains on fixed assets	-	64	(64)
Other income	275	2,190	(1,915)
<b>Total</b>	<b>1,503</b>	<b>3,442</b>	<b>(1,939)</b>

The change mainly refers to the item "Other income", which in the previous year included penalties to suppliers in the amount of Euro 1,900,000 of the Parent Company.

This entry included Euro 525 thousand (Euro 391 thousand at 30 June 2021) for related-party transactions. For more details, see note 38 on these transactions.

## 30) Results of equity accounted associates and joint ventures

This entry totalled Euro 425 thousand (Euro 160 thousand at 30 June 2021) and referred to the following joint ventures:

- Deutsche Messe AG for Euro -861 thousand (Euro 55 thousand at 30 June 2021);
- Ipack Ima Srl for Euro 1,319 thousand (Euro -45 thousand at 30 June 2021);
- MiCo DMC Srl This was Euro -33 thousand (Euro -170 thousand at 30 June 2021).

## 31) Provisions for doubtful receivables and other provisions

<b>Provision for doubtful receivables and other provisions</b>	(€'000)		
	<b>1st Half 2022</b>	<b>1st Half 2021</b>	<b>change</b>
Write-downs of receivables	-	2	(2)
Personnel disputes	-	162	(162)
Other legal disputes	-	110	(110)
Releases of excess provisions	-	(1)	1
<b>Total</b>	<b>-</b>	<b>273</b>	<b>(273)</b>

## 32) Depreciation and Amortisation

### Depreciation of property, plant and equipment and right-of-use assets

This was Euro 21,564 thousand (Euro 20,986 thousand at 30 June 2021).

Details of depreciation are given in the Notes to the Accounts under the entry for property, plant and equipment and the entry Right of use of the leased assets.

### Amortisation of intangible assets

This was Euro 2,197 thousand (Euro 1,306 thousand at 30 June 2021).

Details of amortisation are given in the Notes to the Accounts under the entry for intangible assets with a finite useful life.

### 33) Adjustments to asset values

Adjustments to asset values	(€'000)		
	1st Half 2022	1st Half 2021	change
Write-downs of Property, Plant and Equipment	-	22	(22)
<b>Total</b>	<b>-</b>	<b>22</b>	<b>(22)</b>

### 34) Financial income and expenses

Financial income and expenses	(€'000)		
	1st Half 2022	1st Half 2021	change
Exchange rate gains	733	132	601
related to the rent of the exhibition site	64	1	63
Interest income on bank deposits	15	8	7
Other financial income joint venture	13	10	3
Interest income on the current account with the controlling shareholder	2	-	2
Fair value measurement of financial assets	-	431	(431)
Other financial income	55	21	34
<b>Total income</b>	<b>882</b>	<b>603</b>	<b>279</b>
Financial expenses on leased assets with the controlling shareholder	5,733	5,908	(175)
Interest payable on bank accounts	912	613	299
Fair value measurement of financial assets	708	-	708
Exchange rate losses	205	59	146
Financial expenses on leased assets	57	73	(16)
Charges on discounting defined benefit plans	48	18	30
Interest payable on the current account with the controlling shareholder	3	27	(24)
Other financial expenses	93	91	2
<b>Total expenses</b>	<b>7,759</b>	<b>6,789</b>	<b>970</b>
<b>Balance financial income (expenses)</b>	<b>(6,877)</b>	<b>(6,186)</b>	<b>(691)</b>

The financial expenses on leased assets deriving from the application of IFRS 16.

This entry includes Euro 5,736 thousand of financial costs and Euro 79 thousand of financial income for related-party transactions (Euro -5,924 thousand at 30 June 2021). For more details, see note 38 on these transactions.

### 35) Taxes on income

Income tax	(€'000)		
	1st Half 2022	1st Half 2021	change
Current income tax	3,624	2,052	1,572
Deferred income tax	(15)	(28,429)	28,414
<b>Total</b>	<b>3,609</b>	<b>(26,377)</b>	<b>29,986</b>

Taxes for the period, amounting to Euro 3,609 thousand, mainly reflect the taxation accrued on results and are accounted for under the tax consolidation scheme with the Parent Company Fondazione Fiera Milano.

Taxation for the half-year period under comparison benefited from the effects of the tax realignment of Goodwill and Trademarks under Art. 110 of Legislative Decree 104/20 in addition to deferred tax assets arising from tax losses for the period.

### 36) Profit/(loss) for the period

The net profit in the first half of 2022 was Euro 5,274 thousand compared to Euro -24,648 thousand in the first half of 2021 and was attributable as follows:

- Euro 5,363 thousand (Euro -24,535 thousand at 30 June 2021) attributable to the shareholders of the controlling entity;
- A net loss of Euro -89 thousand (a net loss of Euro -113 thousand at 30 June 2021) to non-controlling interests.

### 37) Earnings per share

Basic earnings per share went from Euro -0.3425 in the first half of 2021 to Euro 0.0749 in the first half of 2022; the figures were calculated by dividing the net result by the weighted average number of Fiera Milano SpA shares outstanding in each period.

	<b>1st Half 2022</b>	<b>1st Half 2021</b>
Profit/(loss) (€'000)	5,363	(24,535)
Average no. of shares in circulation ('000)	71,644	71,644
Basic earnings/(losses) per issued share (€)	0.0749	(0.3425)
Earnings/(losses) per fully diluted no. of shares (€)	0.0749	(0.3425)

The value used as the numerator to calculate basic earnings per share and fully diluted earnings per share was net profit of Euro 5,363 thousand for the period ended 30 June 2022 (Euro -24,535 thousand for the first half of 2021).

The weighted average number of ordinary shares used to calculate basic earnings per share and fully diluted earnings per share, with a reconciliation of the two figures, is shown in the following table:

('000)	<b>1st Half 2022</b>	<b>1st Half 2021</b>
Weighted average no. of shares used for calculation of EPS	71,644	71,644
+ Potential no. of shares issued without payment	-	-
Weighted average no. of shares used to calculate diluted EPS	71,644	71,644

### 38) Related-party transactions

Transactions carried out by companies that are part of the Group and with other related parties are normally carried out at market conditions.

As part of its corporate governance, Fiera Milano SpA has adopted Procedures for Related-party Transactions as described in the Report on corporate governance and ownership structure, which forms part of the Board of Directors' Management Report in the full-year Financial Statements.

The commercial relations between the companies of Fiera Milano Group concern the organisation and management of exhibitions and other events managed by the Group. Fiera Milano SpA provides administrative services to some subsidiaries in order to optimise the use of personnel and professional competences and also provides communication services to subsidiaries to ensure a uniform Group image.

Internal legal relations between the companies participating in the tax consolidation are governed by regulations, which also provide for a uniform procedure for the proper fulfilment of tax obligations and related responsibilities of the participating companies.

In the Statement of Financial Position, the Statement of Comprehensive Income, the amounts for related-party positions or transactions, if material, are shown separately. Given the total amount of statement of financial position and income statement items, Fiera Milano Group has decided that Euro 2 million is the material threshold above which separate disclosure must be made in the

Statement of Financial Position and Euro 1 million is that for separate disclosure in the Income Statement.

Detailed information on related-party transactions is provided below and is divided between Related-party transactions with the Controlling Shareholder Fondazione Fiera Milano, joint ventures and transactions with other Related Parties.

### Related-party transactions with the controlling shareholder Fondazione Fiera Milano

Recurring related-party transactions are summarised below.

#### I. Real estate lease agreements with Fiera Milano SpA

As described below, on 31 March 2014, new lease agreements were signed for the exhibition sites of Rho and Milan. These contracts were effective from the second half of 2014.

On 18 January 2003, Fiera Milano SpA signed a lease agreement with Fondazione Fiera Milano for the Rho exhibition site. The same agreement established the terms of the lease for the Milan City site, giving an effective date of 1 January 2006 in the contracts for both exhibition areas.

Initially, cancellation of the contracts had to be notified eighteen months prior to the expiry of the contracts on 31 December 2014. On 31 March 2014, new rental agreements for the Rho and Milan exhibition sites were signed. The new rental agreements are for nine years effective from 1 July 2014 (following the agreed early termination of the existing lease agreements due to expire on 31 December 2014) and are automatically renewable for a further nine years.

Under the rental agreement for the Rho exhibition site, compared to the previous agreement that was valid until 30 June 2014, the rent was reduced by Euro 2,000 thousand in the second half of 2014 and by Euro 14,000 thousand for the full year 2015 and for each subsequent year of the agreement. Therefore, the rent for the second half of 2014 was Euro 24,400 thousand and Euro 38,800 thousand from 2015 and for each subsequent year of the agreement annually adjusted for 100% of the change in the ISTAT consumer price index.

For the Milan City exhibition site, the parties, with the 2014 renewal, initially agreed to maintain the rent of Euro 2,850 thousand per annum, annually adjusted for 100% of the change in the ISTAT consumer price index. Subsequently, on 8 May 2019, Fiera Milano reached an agreement amending rent, which, with effect from 1 June 2019, provided for a reduction of Euro 1,500 thousand a year and the exclusion of some of the Milan exhibition site, mainly used as parking areas. For this reduction, starting from 1 June 2019, Fiera Milano will make an annual lease payment of Euro 1,413 thousand, index-linked 100% to changes in the ISTAT index, in four quarterly instalments, to Fondazione Fiera Milano.

According to the terms described above, the amendment to the lease agreement constitutes a substantial change of a Transaction of Greater Importance between related parties. Therefore, the transaction was approved on 8 May 2019 - pursuant to Art. 9.1 of the Related Parties Procedure - by the Company's Board of Directors, subject to obtaining the Control and Risk Committee's favourable reasoned opinion on 7 May 2019. Under the provisions of prevailing law, an Information Document drawn up in accordance with Art. 10.2 of the Related Parties Procedure and Consob Regulation No. 17221/2010 has been filed and made available to the public at the registered office and at Fiera Milano's operational and administrative offices, on the website and on the authorised storage mechanism. With particular regard to the procedure above, please note that Fiera Milano is a smaller listed company and, as such, benefits from the exemption granted pursuant to Art. 10, paragraph 1, of Consob Regulation 17221/2010.

To ensure that market conditions were applied, the parties prepared the rental agreements using valuations made for Fiera Milano SpA by an independent expert.

With effect from the second quarter of 2020, in light of the serious impact of Covid-19, Fondazione Fiera Milano granted a temporary amendment to the terms of payment of the rentals under both

Lease Agreements for the years 2020, 2021 and 2022 so that payment is made quarterly in arrears rather than quarterly in advance.

## **II. Real estate lease agreement with Fiera Milano Congressi SpA**

On 24 January 2000, Fondazione Fiera Milano signed a contract with Fiera Milano Congressi SpA, valid until 31 December 2012, relating to the availability of part of former Pavilion 17 in the Milan City site. On 15 March 2005, this contract was updated to reflect the expansion of the congress centre activities. The new agreement between the controlling shareholder Fondazione Fiera Milano and Fiera Milano Congressi SpA was valid until 30 June 2011 and renewable until 30 June 2017. Fondazione Fiera Milano, in a letter dated 9 February 2016, chose not to cancel the contract by 30 June 2016 and, therefore, the contract was automatically renewed until 30 June 2023.

Under the existing contract, Fiera Milano Congressi SpA pays an annual fixed rent equal to Euro 350 thousand (revalued annually by ISTAT) plus a variable fee of 5% on the excess of revenues with respect to a minimum threshold of turnover generated on the leased area.

Concerning the lease of pavilions 5 and 6 within the Milan City site, on 18 May 2009, Fondazione Fiera Milano signed a preliminary contract with Fiera Milano Congressi SpA to build the new congress centre that was inaugurated in May 2011 and that together with the congress areas of Pavilion 17 was called MiCo – Milano Congressi. The final lease agreement of the area called 'South Wing' (former pavilions 5 and 6) started on 1 May 2011, with a term of nine years, and is automatically renewable for a further nine years unless terminated by one of the parties. The annual fixed rent is Euro 3,000 thousand with a variable component of 5% of revenues realised by Fiera Milano Congressi SpA in the centre that exceeded the revenue targets for the periods of the 2011–2014 industrial plan only. The rent is adjusted annually by an amount equal to 100% of the change in the ISTAT index for the previous year. Under the contract there was a reduction in the full rent for the first four years of the contract. In particular, the rent for the first year of the lease was agreed to be Euro 750 thousand and to increase this amount by Euro 750 thousand in the following three years until the full quota of the rent was reached, equal to Euro 3,000 thousand. Once the full quota of the fixed rent was reached, no variable component of rent has been payable since 2015.

On 30 July 2021, an agreement was signed by which the Parent Company sublet the Internal Hub (pavilions 3 and 4) to Fiera Milano Congressi for congress purposes. This Agreement will have a duration of six years from 1 September 2021 and will be automatically renewed for another six years unless cancelled with notification sent to the other party by registered letter at least 18 months before the expiry of each contractual deadline.

In light of the emergency situation related to the Covid-19 Pandemic, which, due to force majeure, led to the suspension of activities in the conference sector for a prolonged period of time, the parties have agreed to extend to the end of 2021 and 2022 the deferred payment of the quarterly instalments of the rents provided for in the Lease Contracts already agreed for 2020.

## **III. Settlement of Group VAT**

Taking advantage of the option provided by Italian Presidential Decree 633/72, the Group chose to follow the procedure, managed by the controlling entity, Fondazione Fiera Milano, for the Group settlement of VAT. This mechanism makes it easier to settle any tax obligations, without the Company incurring additional costs.

## **IV. Group tax consolidation with the controlling shareholder Fondazione Fiera Milano**

In 2016, Fiera Milano SpA and some of the Italian subsidiaries did not renew the option to participate in the tax consolidation of Fiera Milano SpA and opted instead to participate in the tax consolidation of Fondazione Fiera Milano acting as the consolidating entity. This option is binding for the three years 2019, 2020 and 2021. The Group is evaluating possible options for the next three years.

The Regulation adopted for the tax consolidation of Fondazione Fiera Milano provides that the tax losses of consolidated companies, generated in each of the years that the option is valid, may be utilised to offset the tax payables in the same financial year of companies participating in the tax

consolidation, after the tax losses of Fiera Milano SpA and the consolidating entity have been calculated; the tax losses of consolidated companies are remunerated to the extent of the effective benefit achieved by the tax consolidation.

#### **V. Contract for supply of services**

Fiera Milano SpA has an annual contract with Fondazione Fiera Milano for the reciprocal supply of services, which arise from or are necessary for the exercise of their respective activities. The contract is renewed annually unless cancelled by a written agreement between the parties.

The contract provides for the reciprocal supply of two kinds of services: i) services of a general nature, which fall within the range of activities of the entity providing them, supplied to the buyer on a continuous and systematic basis; ii) specific services, or services provided on request and relating to specific activities to be agreed from time to time between the buyer and the supplier, also on the basis of appropriate offers/estimates. The service supply contract is governed by market conditions.

#### **VI. Licence contracts for use of the Fiera Milano trademark**

On 17 December 2001, Fondazione Fiera Milano, as owner of the "Fiera Milano" trademark granted Fiera Milano SpA an exclusive licence for the use of the said brand name in order to typify its own activities, also through its use on headed paper, on its commercial material, and to differentiate its headquarters and offices. The licence has been granted for Italy and all countries and locations where the brand name has been or will be registered or lodged.

The symbolic consideration paid by Fiera Milano SpA to Fondazione Fiera Milano is Euro 1.00. As its corporate purpose includes development of the exhibition sector, Fondazione Fiera Milano decided to retain ownership of the Fiera Milano trademark and did not include it in the 'Exhibition Management Business' unit transferred to the Parent Company in 2001, but envisaging that Fiera Milano would use the trademark for an extended period of time and without incurring costs for its use.

This licence is renewed year after year until 31 December 2032.

#### **VII. Current account between Fiera Milano SpA and Fondazione Fiera Milano**

On 24 June 2016, effective from 1 July 2016, a new contract for the current account was agreed. The contract expires on 31 December of each year and is automatically renewed unless one of the parties cancels by the 30 September preceding the date of expiry.

Under the existing contract, by mutual consent the parties agreed to cancel the previous current account before replacing it with a new current account.

The parties use the account to settle receipts and payments under the contracts existing between them and, in particular, the rental payments for the exhibition sites and the services provided by each party to the other.

The fixed rate was equal to the 1-month Euribor plus a spread of 0.75%.

Credits for invoices issued by the parties accrue interest sixty days from the end of the month in which the invoice is issued although the interest is not be collected and remains unavailable until the current account is closed, except for invoices that are overdue by more than 180 days, which are always payable immediately.

Invoices for the rent of the exhibition sites are part of the agreement but carry interest and are payable under the leases' specific terms. The balance of any invoices overdue by at least 180 days, together with the balance of the invoices for the leases on the exhibition sites that are due under the terms of the relevant contracts, represent the collectable balance.

Credits that are not due for repayment are not included in the current account.

The party for which the credit or debit balance exceeds Euro 5,000 thousand has the right to request payment or to arrange payment. Where a request for payment of the balance has been made, the amount must be settled within 15 working days of the request.

The current account is closed and all interest paid every quarter.

### **VIII. “Corporate Think Tank” investment plan**

On 14 May 2018, Fondazione Fiera Milano, as part of the plan for the competitiveness and sustainability of exhibition and congress sites, signed an agreement with Fiera Milano SpA and Fiera Milano Congressi SpA through which it undertakes to support important investment projects. The parties developed their cooperation by establishing a ‘Corporate Think Tank’ for the joint analysis, comparison, and assessment of how investments are made. The parties agree that for the coordination and high supervision of the investment activities of Fondazione Fiera Milano, it will pay Fiera Milano SpA and Fiera Milano Congressi SpA a fee at market value equal to 4% of the total value of the related investments.

### **IX. Real estate sublease agreements**

On 21 March 2019, pursuant to Article 5 of Consob Regulation 17221 of 12 March 2010 as amended on Related- Party Transactions, Fiera Milano published the Information Document on agreements relative to the sub-leasing of the roofing of exhibition spaces at Rho-Pero for the construction of a photovoltaic system and the related contract to purchase renewable energy, entered into with Fair renew S.r.l., whose share capital is held by A2A Rinnovabili S.p.A. (60%), a company of the A2A Group, and by Fondazione Fiera Milano (40%).

#### **Related-party transactions with joint ventures**

On 21 February 2016, Fiera Milano SpA and Ipack-Ima Srl, a company in joint venture with UCIMA, signed an annual financing agreement for a maximum of Euro 3,000 thousand that is automatically renewed, with an interest rate currently at 1.30%. At 30 June 2022, the financing had been used for a nominal value equal to Euro 700 thousand.

Ipack-Ima Srl also has commercial relations with the Group for the two exhibitions (Ipack-Ima and Meat-Tech) organised by the Company and uses the centralised management of some administrative and technical services.

On 4 December 2018, the governance agreements was amended concerning MiCo DMC Srl with the partner AIM Group International Spa defining more sharing in the activity’s management choices. When applying IFRS 11 these agreements qualify the company as a joint venture and, starting from 31 December 2018, determine the measurement of the shareholding with the equity method in place of line-by-line consolidation.

Relations with the Group are associated with the remainder of the ten-year loan granted by the controlling entity Fiera Milano Congressi SpA on 18 May 2015 for the nominal sum of Euro 70 thousand at a rate of 3% and with the provision of destination management logistics services.

#### **Transactions with other related parties**

Transactions with other related parties are part of the normal business activity and are carried out at market conditions.

The main transactions are:

- liabilities to Federlegno Arredo Eventi SpA and Federlegno Arredo following the transfer of employees to MADE Eventi Srl during 2019;
- relations with Fiera Parking SpA, a company wholly owned by Fondazione Fiera Milano. As of 1 September 2021, Fiera Milano Congressi SpA has taken over the existing multi-year contract between Fiera Milano SpA and Fiera Parking SpA for the management of the car parks serving the fieramilanocity exhibition centre. The contract lasts seven years starting from 1 September 2018 and is tacitly renewed for the same period.

Financial, capital and economic transactions with related parties that are not consolidated are shown in the following table.

**Related party entries in the Statement of Financial Position and Income Statement at 30 June 2022**

(€'000)

	Increase Right-of-use assets	Non-current financial assets	Trade and other non-current receivables	Trade and other receivables	Inventories	Current financial assets	Financial liabilities related to the right-of-use of assets non-current	Financial liabilities related to the right-of-use of assets current	Other current liabilities	Revenues from sales and services	Cost of services	Cost of use of third-party assets	Other operating expenses	Other income	Financial income and similar	Financial expenses and similar
<b>Controlling shareholder and other Group companies</b>																
Fondazione Fiera Milano	15,409		28,216	1,956		723	363,639	47,728	451	431	63		116	301	66	5,736
<b>Companies under joint control</b>																
Ipack Ime Srl				1,003					1,308	5,673	189				131	13
MiCo DMC Srl		70		140	4	704			271	2	880	30		93		
<b>Other related parties</b>																
Federlegno Arredo									40							
Federlegno Arredo Eventi SpA									38							
Fiera Parking					9											
<b>Total related parties transactions</b>	<b>15,409</b>	<b>70</b>	<b>28,216</b>	<b>3,108</b>	<b>4</b>	<b>1,427</b>	<b>363,639</b>	<b>47,728</b>	<b>2,108</b>	<b>6,106</b>	<b>1,132</b>	<b>30</b>	<b>116</b>	<b>525</b>	<b>79</b>	<b>5,736</b>
<b>Total reported</b>	<b>-</b>	<b>70</b>	<b>28,338</b>	<b>37,884</b>	<b>3,968</b>	<b>6,517</b>	<b>365,821</b>	<b>49,243</b>	<b>28,357</b>	<b>116,187</b>	<b>51,277</b>	<b>585</b>	<b>2,241</b>	<b>1,503</b>	<b>882</b>	<b>7,759</b>
% Rel. party transactions/Total reported	-	100%	100%	8%	-	22%	99%	97%	7%	5%	2%	5%	5%	35%	9%	74%

Information on the remuneration paid to the Administrative and Control Bodies, to the General Managers and to Executives with strategic responsibilities in the first half to 30 June 2022, is given in the table included in the section below on other information.

**Statement of related party cash flow**

(€'000)

	30/06/22	30/06/21
<b>Cash flow from operating activities</b>		
Revenues and income	6,631	1,132
Costs and expenses	(1,278)	(325)
Interest receivable	79	11
Interest paid on financial liabilities related to the right-of-use of assets	(5,733)	(5,908)
Interest payable	(3)	(27)
Losses/income from tax consolidation	-	-
Changes in trade and other receivables	3,056	(857)
Changes in inventories	21	140
Changes in advances	(1,339)	37
Change in other current liabilities	1,140	153
<b>Total</b>	<b>2,574</b>	<b>(5,644)</b>
<b>Cash flow from investment activities</b>		
Investments in non-current activities		
. Tangible and intangible	-	-
. Other non-current assets	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>Cash flow from financing activities</b>		
Change Current financial assets	982	(1,104)
Change Current financial liabilities	(9,560)	5,624
Change it financial liabilities related to the right-of-use of assets	(11,265)	(11,343)
<b>Total</b>	<b>(19,843)</b>	<b>(6,823)</b>
<b>Cash Flow in the period</b>	<b>(17,269)</b>	<b>(12,467)</b>

The table below shows cash flow from related party transactions:

	Cash flow from operating activities	Cash flow from investment activities	Cash flow from financing activities
<b>FY to 30.06.22:</b>			
Total	22,341	(1,749)	(31,751)
Related party transactions	2,574	-	(19,843)
<b>FY to 30.06.21:</b>			
Total	(26,419)	(1,266)	65,479
Related party transactions	(5,644)	-	(6,823)



### 39) Other information

#### Material non-recurring events and transactions

There were no material non-recurring events and transactions in the period under review.

#### Significant events after the end of the reporting period

The Board of Directors of Fiera Milano announced that it had received and accepted the resignation of the two independent non-executive directors Marina Natale and Angelo Meregalli, effective immediately. Ms Marina Natale and Mr Angelo Meregalli, who were appointed as members of the Company's Board of Directors by resolution of the Shareholders' Meeting of 20 April 2020, noted that their aforementioned resignations were due to incompatibility between new professional commitments and the commitment required for the exercise of the office. The Company points out that the directors resigned with immediate effect: (i) each hold the position of independent non-executive director pursuant to applicable laws and regulations; (ii) do not hold shares in the Company, based on the information available to the Company; (iii) shall not be entitled to indemnities or other benefits as a consequence of leaving office. Finally, it is noted that Ms Marina Natale is a member of the Appointments and Remuneration Committee and Mr Angelo Meregalli is a member of the Risk Control and Sustainability Committee. In taking note of the resignations tendered by Ms Marina Natale and Mr Angelo Meregalli, the Company expresses, on behalf of the Board of Directors, its unanimous thanks for the activities performed on behalf of Fiera Milano S.p.A. The Company's Board of Directors will take the appropriate decisions in the coming weeks and promptly inform the market.

#### Remuneration of the Administrative and Control Bodies and Executives with strategic responsibilities

Executives with strategic responsibilities are those that have the power and responsibility, both direct and indirect, for the planning, management and control of the Group activities.

The Group Executives with strategic responsibilities are the Directors, the Statutory Auditors and the Chief Financial Officer and Chief Revenue Officer of the Parent Company.

The total remuneration of this category of executives was Euro 1,578 thousand in the period to 30 June 2022 (Euro 1,156 thousand at 30 June 2021) and the breakdown was as follows:

Remuneration	(€'000)		
	Directors	1st Half 2022 Statutory Auditors	Others
Short-term benefits	303	79	585
Post-employment benefits	-	-	46
Other non current benefits	-	-	-
Staff-leaving indemnities	-	-	240
Performance Share Plan	-	-	325
<b>Total</b>	<b>303</b>	<b>79</b>	<b>1,196</b>

Remuneration	(€'000)		
	Directors	1st Half 2021 Statutory Auditors	Others
Short-term benefits	307	87	548
Post-employment benefits	-	-	26
Other non current benefits	-	-	-
Staff-leaving indemnities	-	-	-
Performance Share Plan	-	-	188
<b>Total</b>	<b>307</b>	<b>87</b>	<b>762</b>

At 30 June 2022, the outstanding amount payable to this category was Euro 582 thousand (Euro 107 thousand at 30 June 2021).

Rho, 27 July 2022

on behalf of the Board of Directors

The Chairman  
Carlo Bonomi

**Attachment 1**
**List of companies included in the consolidation area and other investments at 30 June 2022**

Company name and registered office	Main activity	Share capital (000) (*)	Shareholding %			Shareholding of Group companies %
			Group total	Directly held by Fiera Milano	Indirectly held through other Group companies	
<b>A) Parent Company</b>						
<b>Fiera Milano SpA</b>						
Milan, p.le Carlo Magno 1	Organisation and hosting of exhibitions in Italy	42,445				
<b>B) Fully consolidated companies</b>						
<b>Fiera Milano Congressi SpA</b>						
Milan, p.le Carlo Magno 1	Management of congresses	2,000	100	100		100 Fiera Milano SpA
<b>Nolostand SpA</b>						
Milan, p.le Carlo Magno 1	Stand fitting services	7,500	100	100		100 Fiera Milano SpA
<b>MADE eventi Srl</b>						
Rho (Milano), strada Statale del Sempione n. 28	Organisation of exhibitions in Italy	1,100	60	60		60 Fiera Milano SpA
<b>Fiera Milano Brasil Ltda</b>						
São Paulo Brasil, Av. Angelica	Organisation of exhibitions outside of Italy	R \$ 97,981	100	99.99	0.01	99.99 Fiera Milano SpA 0.01 Nolostand SpA
<b>Fiera Milano Exhibitions Africa Pty Ltd</b>						
Cape Town, The Terraces, Steenberg Office Park, Tokai	Organisation of exhibitions outside of Italy	ZAR 0.6	100	100		100 Fiera Milano SpA
<b>C) List of jointly controlled companies equity-accounted</b>						
<b>Hannover Milano Global Germany GmbH</b>						
Hannover Germany, Messegelaende	Organisation of exhibitions outside of Italy	25	49	49		49 Fiera Milano SpA
<b>Hannover Milano Fairs Shanghai Co. Ltd</b>						
Shanghai China, Pudong Office Tower	Organisation of exhibitions outside of Italy	USD 500	49		100	100 Hannover Milano Global Germany GmbH
<b>Hannover Milano Fairs China Ltd</b>						
Hong Kong China, Golden Gate Building	Organisation of exhibitions outside of Italy	HKD 10	49		100	100 Hannover Milano Global Germany GmbH
<b>Hannover Milano Fairs India Pvt Ltd</b>						
East Mumbai, Andheri	Organisation of exhibitions outside of Italy	INR 274,640	48.99		99.99	99.99 Hannover Milano Global Germany GmbH
<b>Hannover Milano Best Exhibitions Co., Ltd</b>						
Guangzhou China, West Tower, Poly World Trade Center	Organisation of exhibitions outside of Italy	RMB 1,000	24.99		51	51 Hannover Milano Fairs Shanghai Co. Ltd
<b>Hannover Milano XZQ Exhibitions Co., Ltd</b>						
Shenzhen China	Organisation of exhibitions outside of Italy	RMB 100	29.40		60	60 Hannover Milano Fairs Shanghai Co. Ltd
<b>Ipack Ima Srl</b>						
Rho, S.S. del Sempione km 28	Organisation of exhibitions in Italy	20	49	49		49 Fiera Milano SpA
<b>Mico DMC S.r.l.</b>						
Milan, p.le Carlo Magno 1	Destination management services	10	51		51	51 Fiera Milano Congressi SpA
<b>D) List of companies accounted at cost</b>						
<b>Comitato Golden Card</b>						
Cinisello Balsamo, viale Fulvio Testi 128	Other activities	3	33.33	33.33		33.33 Fiera Milano SpA
<b>Covention Bureau Italia Srl</b>						
Firenze, piazza Adua 1	Other activities	8	2		2	2 Fiera Milano Congressi SpA
<b>Associazione Milano&amp;Partners</b>						
Milano	Other activities	50				Fiera Milano Congressi SpA

(\*) Euro or other currencies as specifically indicated

## Declaration relating to the Interim Condensed Consolidated Financial Statements pursuant to Art. 154-bis, paragraph 5, of Legislative Decree No. 58 of 24 February 1998

1. The undersigned, Luca Palermo, as CEO of the Board of Directors, and Andrea Maldì, as Financial Reporting Officer of Fiera Milano SpA, having noted the provisions of Art. 154-bis, paragraphs 3 and 4, Italian Legislative Decree No. 58 of 24 February 1998, attest to:
  - the appropriateness in relation to the characteristics of the business and
  - the effective application of the administrative and accounting procedures for the preparation of the Interim Condensed Consolidated Financial Statements for the first half of 2022.
  
2. It is also declared that:
  - 2.1 the Interim Condensed Consolidated Financial Statements at 30 June 2022:
    - have been prepared in accordance with applicable international accounting standards recognised by the European Union in accordance with Regulation (EC) 1606/2002 of the European Parliament and of the Council of 19 July 2002;
    - correspond to the results contained in the accounting records and documents;
    - provide a true and correct representation of the capital, economic and financial situation of the Issuer and all the companies included in the consolidation.
  
  - 2.2 the interim report on operations includes a reliable analysis of the significant events of the first six months of the financial year and their impact on the Interim Condensed Consolidated Financial Statements together with a description of the main risks and uncertainties in the remaining six months of the financial year. The interim report on operations also includes a reliable analysis of information on significant related-party transactions.

27 July 2022

*Signed*

**Chief Executive Officer**

Luca Palermo

*Signed*

**Financial Reporting Officer responsible for  
drafting of corporate accounting  
documents**

Andrea Maldì

# Fiera Milano S.p.A.

Review report on the interim condensed consolidated  
financial statements

(Translation from the original Italian text)

## Review report on the interim condensed consolidated financial statements (Translation from the original Italian text)

To the Shareholders of  
Fiera Milano S.p.A.

### Introduction

We have reviewed the interim condensed consolidated financial statements, comprising the statement of financial position, the statement of comprehensive income, the statement of changes in equity, the cash flows and the related explanatory notes of Fiera Milano S.p.A. and its subsidiaries (the "Fiera Milano Group") as of June 30, 2022. The Directors of Fiera Milano S.p.A. are responsible for the preparation of the interim condensed consolidated financial statements in conformity with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34) as adopted by the European Union. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

### Scope of Review

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

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim condensed consolidated financial statements of Fiera Milano Group as of June 30, 2022 are not prepared, in all material respects, in conformity with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34) as adopted by the European Union.

Milan, July 27, 2022

EY S.p.A.  
Signed by: (Giuseppe Savoca), Statutory Auditor

*This report has been translated into the English language solely for the convenience of international readers*