

FNM Group 9M 2022 RESULTS

November 11th 2022



FNM Group Overview



Companies fully consolidated Companies valued at equity *TZ=DOZD 50% Ro.S.Co & Services **=FNM** 100% → TILO □ **Leasing of rolling stock** in the local public **FNM**PAY 40% 100% BUSFORFUN transport (LPT) and freight logistics sector (mainly to Trenord and DB Cargo) Sportit 33% FNMPOWER 100% Provision of corporate services to subsidiaries and 40% DB Cargo Italia management of the real estate assets of the NORD ENERGIA 60% □ Development of complementary digital platforms NORDCOM 58% according to MaaC paradigm Railway Infrastructure FERROVIENORD 100% NORD_ING 100% Management of railway infrastructure in Lombardy on the basis of the concession expiring on 31st October 2060 100% □ Intermodal terminal management and real estate 100% development in freight logistic sector **FNM**AUTOSERVIZI **Road Passenger Mobility** 100% Omnibus Partecipazioni 50% □ LPT road transport in three provinces in (Catv= 50% Lombardy (Varese, Brescia and Como) through LA LINEA SOA 50% FNM Autoservizi; as well as in Veneto (Verona, Venezia and Legnago and throughout the relative 100% province) through ATV and La Linea NTT HUOVO TRASPO 100% Bus rentals and train replacement services for Trenord through Martini and FNM Autoservizi (e•vai> 100% □ Electric car-sharing service (E-Vai) **** 36.7% Motorways -milanoserravalle — 100% Tangenziali Esterne di Milano 22.5% □ Management of motorway infrastructure on the 100% basis of a concession expiring in 2028

- * Companies managing complementary digital platforms, allowing the implementation of Mobility as a Community (MaaC) paradigm. Sportit is active under the brads Snowit and Bikeit.
- ** Companies operating in the freight mobility and logistics sector, at present included respectively in the Railway Infrastructure and Ro.S.Co. & Services segments. Malpensa Intermodale and Malpensa Distripark are in a start-up phase.
- *** Company operating in road passenger transport, but considered in the Ro.S.Co. & Services segment for the purposes of preparing the financial statements.
- **** Companies fully consolidated since February 26^{th} 2021

Company structure as at 30th September 2022



Overview

Economic & Financial Results

- Financial highlights
- Mobility demand in the period
- 9M 2022 consolidated results

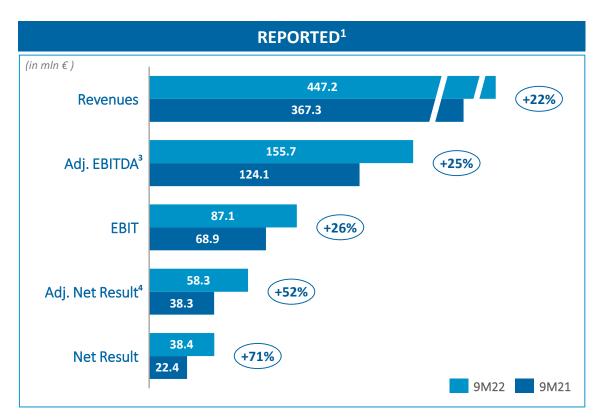
FY 2022 Outlook

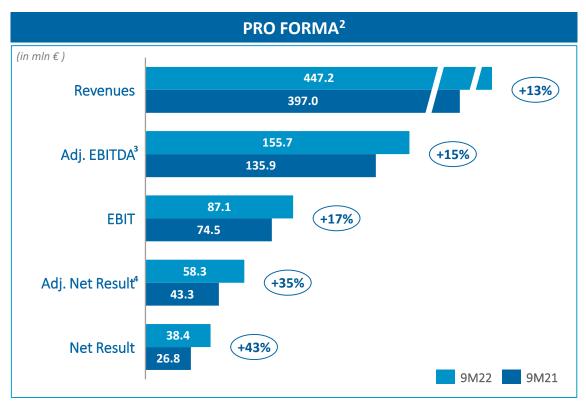
Appendix



FNM Group 9M 2022 Highlights









^{1 –} For the purposes of P&L, in 2021 MISE is consolidated since February 26th. 2 – For the purposes of P&L, in 2021 MISE is consolidated starting from January 1st. 3 – Adjusted EBITDA: excluding extraordinary gains and losses



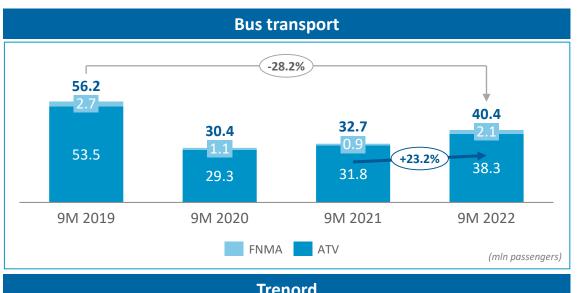
^{4 –} Adjusted Net Result: Net Profit (Loss) before recognition of the result of companies consolidated using the equity method

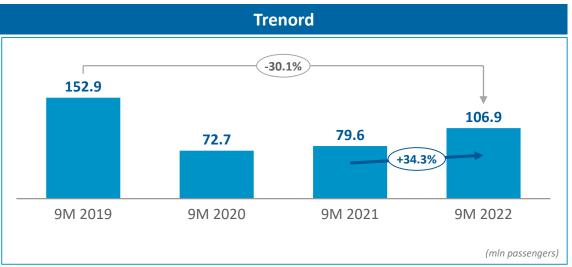
^{5 –} Adjusted Net Financial Position: NFP calculated excluding cash and payables related to financial investments made in accordance with Regione Lombardia's "2017-2032 Rolling Stock purchase programme", with the aim of sterilizing the timing effects of contributions collection and payments made to suppliers, recognized in accordance with IFRIC 12

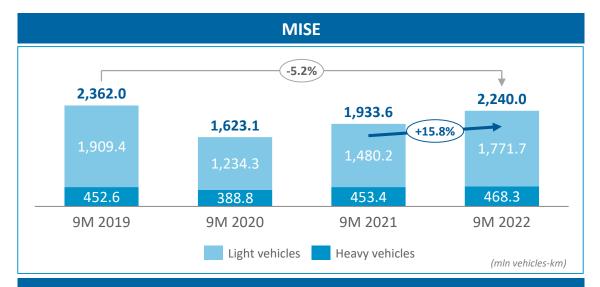


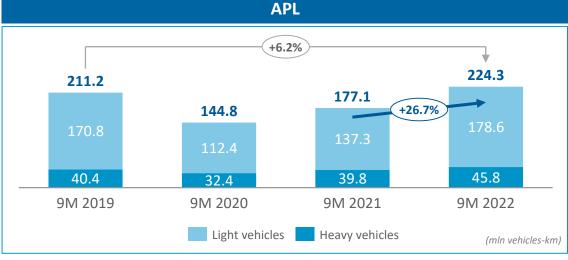


Rebound of demand across all segments but still below pre-pandemic levels, heavy vehicle traffic volumes above 2019 levels











E-MARKET SDIR CERTIFIED

EBITDA growth underpinned by mobility demand rebound, despite the increase in energy costs and inflation

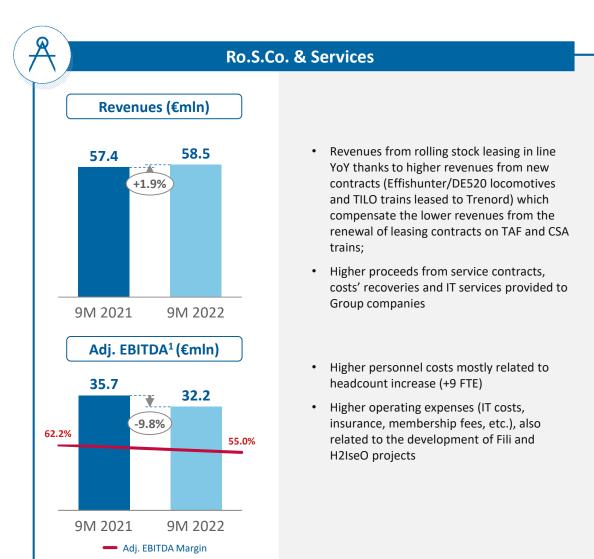
| REVENUES (€ mln) | 9M21 PF | 9M22 | Δ€ | Δ% |
|----------------------------------|---------|--------|-------|--------|
| Ro.S.Co. & Services | 57.4 | 58.5 | 1.1 | +1.9% |
| Railway infrastructure | 95.8 | 107.7 | 11.9 | +12.4% |
| Road passenger mobility | 87.9 | 97.5 | 9.6 | +10.9% |
| Motorways | 179.0 | 209.3 | 30.3 | +16.9% |
| Intercompany | (23.1) | (25.8) | (2.7) | n.m. |
| Total | 397.0 | 447.2 | 50.2 | +12.6% |
| | | | | |
| Adj. EBITDA (€ mln) ² | 9M21 PF | 9M22 | Δ€ | Δ% |
| Ro.S.Co. & Services | 35.7 | 32.2 | (3.5) | -9.8% |
| Railway infrastructure | 6.9 | 14.6 | 7.7 | n.m. |
| Road passenger mobility | 10.1 | 7.2 | (2.9) | -28.7% |
| Motorways | 83.2 | 101.7 | 18.5 | +22.2% |
| Total | 135.9 | 155.7 | 19.8 | +14.6% |

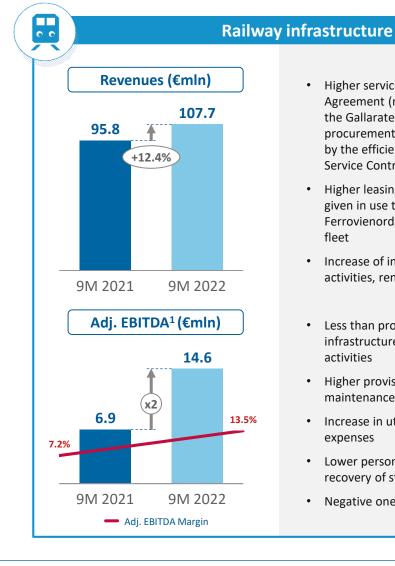
^{1 -} In 2021 MISE is consolidated starting from January 1st

^{2 -} Adjusted EBITDA: excluding extraordinary gains and losses

FNM Group | Revenues and Adj. EBITDA by segment - PRO FORMA









by the efficiency mechanism provided in the

 Higher leasing revenues on the rolling stock given in use to Trenord and managed by Ferrovienord in line with expansion of the

Service Contract

fleet

- Increase of income from commercial activities, rents and sale of inventory residues
- Less than proportional increase in costs for infrastructure and maintenance design activities
- Higher provisions for rolling stock fleet maintenance in line with revenues
- Increase in utilities , insurance and IT systems expenses
- Lower personnel expenses due to the recovery of statutory sick pay costs
- Negative one-offs for €1.1mln² in 9M21



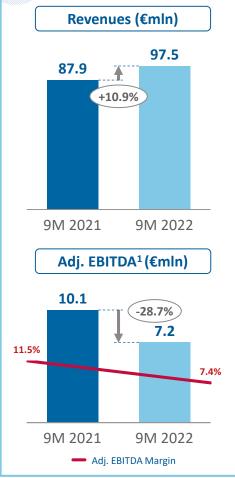
^{1 -} Adjusted EBITDA: excluding extraordinary gains and losses

^{2 –} Contributions from Regione Lombardia for €1.2 mln covering the remodulation of railway LPT production linked to the Covid-19 emergency, and bad debt write-off on financed investments for €2.3 mln

FNM Group | Revenues and Adj. EBITDA by segment – PRO FORMA







- Higher revenues from transportation services: more passengers transported, increased train replacements, outsourced additional transport and car sharing services
- Lower proceeds from public contracts and grants, mainly due lower Government compensations only partially compensated by higher €/km recognized by Regione Veneto
- Government compensations decrease YOY (€7.2mln vs €9.2mln in 9M21) o/w contributions for lost revenues (€2.7mln vs €5.5mln) and compensation for additional services (€4.5mln vs €3.7mln)
- €0.7mln tax credit on energy consumption and increased recovery of excise taxes on diesel fuel for €0.9mln
- Higher costs outpace growth in revenue mainly due to: energy costs (combined effect of higher bus-km and fuel costs), subcontracting fees for additional transport services and personnel expenses



Motorways



- Higher tolling revenues due to the combined effect of traffic recovery and tariffs increase (+2.62% from January 1st 2022)
- Higher revenues from service areas concessions thanks to traffic increase and renewal of some contracts at more favourable economic conditions for MISE

- Higher operating costs: concession fees, collection fees and electricity consumption
- Higher maintenance costs and net provisions to the renewal fund for planned maintenance and repairs of the motorway infrastructure, reflecting also higher future cots linked to inflation
- Higher labour costs mainly related to redundancy incentives charges





E-MARKET SDIR CERTIFIED

Positive effect of traffic recovery offset by lower Government compensations for lost revenues

| € mIn | 9M21 | 9M22 | Δ€ | Δ% |
|---------------------------------|--------|--------|--------|--------|
| Revenues | 530.2 | 577.1 | 46.9 | +8.8% |
| Ticketing revenues | 124.3 | 219.9 | 95.6 | +76.9% |
| Revenues from Service Agreement | 305.2 | 326.1 | 20.9 | +6.8% |
| Other revenues | 100.7 | 31.1 | (69.6) | -69.1% |
| EBITDA | 77.1 | 70.8 | (6.3) | -8.2% |
| EBIT | (49.0) | (57.5) | (8.5) | n.m |
| Net Result | (24.8) | (51.0) | (26.2) | n.m. |



- Increase in revenues thanks to:
 - higher ticketing revenues mainly as a result of recovery in passenger volume
 - higher revenues from service agreement following the increase in recognized costs,
 - decrease in other revenues due to lower Government compensation measures (nil in 9M22 vs €72.7 mln in 9M21)
- Decrease in EBITDA due to higher personnel costs (+208 FTE) and higher costs for services, utilities, and energy traction which more than offset higher revenues.
- EBIT still negative following also the slight increase in depreciation charges
- Higher Net Loss YoY in line with operating performance and lower deferred tax assets accrued in the period



E-MARKET SDIR CERTIFIED

Improved operating performance thanks to full recovery of traffic

| € mln | 9M21 | 9M22 | Δ€ | Δ% |
|----------------|-------|-------|-------|--------|
| Revenues | 27.9 | 35.4 | 7.5 | +26.9% |
| Toll revenues | 25.3 | 31.8 | 6.5 | +25.7% |
| Other revenues | 2.6 | 3.6 | 1.0 | +38.5% |
| EBITDA | 11.2 | 16.9 | 5.7 | +50.9% |
| EBIT | 7.8 | 12.4 | 4.6 | +59.0% |
| Net Result | (1.1) | (3.2) | (2.1) | n.m. |

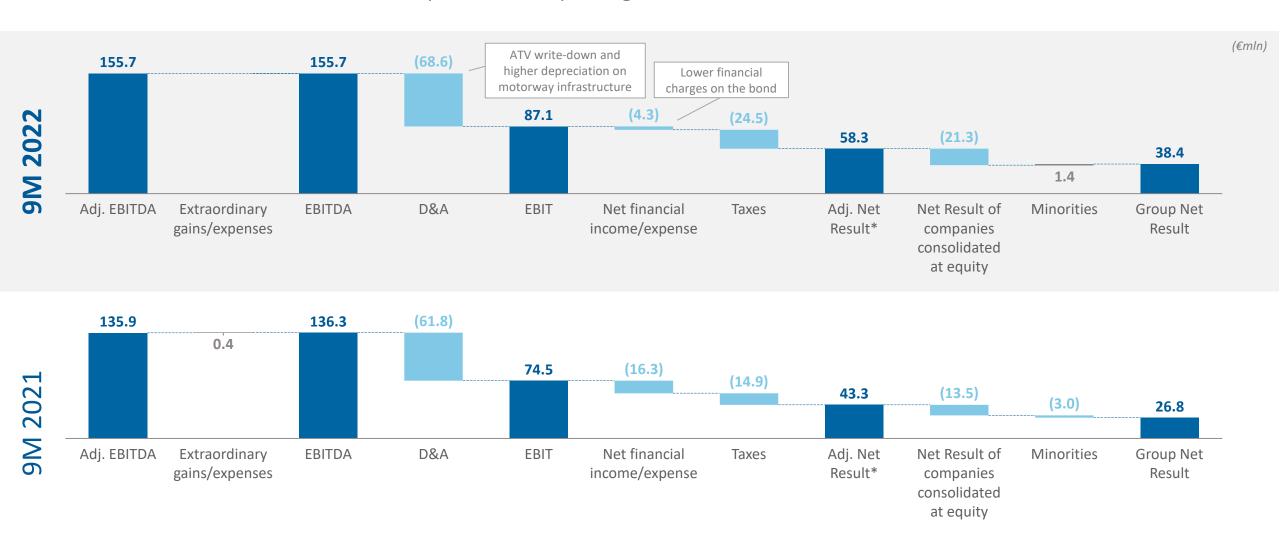


- Increase in revenues thanks to traffic recovery without increase in tariffs
- Improvement in EBITDA thanks to higher revenues and lower growth in operating costs
- EBIT shows an improvement despite higher financial depreciation charges closely linked to the increase in EBITDA
- Higher Net Loss YOY mainly due to higher financial charges linked to the amortization of the accessory fees to the Senior Loan 1

FNM Group | From Adj. EBITDA to Net Result – PRO FORMA



Positive consolidated net result thanks to improvement in operating income

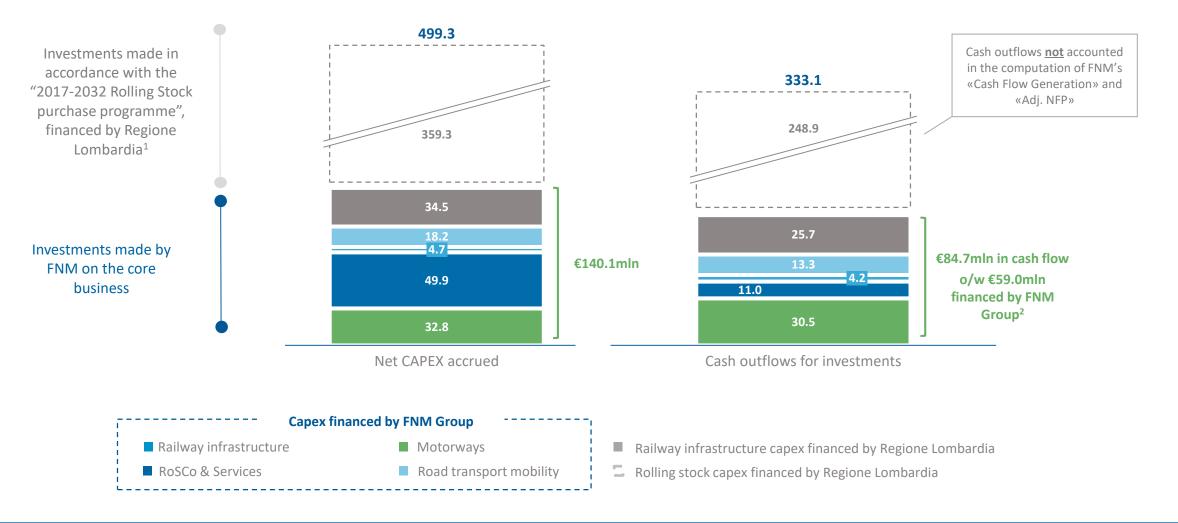


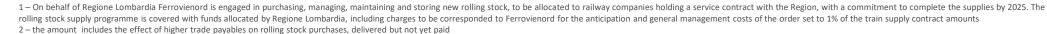
FNM Group | 9M 2022 Capex analysis



Capex mainly related to motorways and railway infrastructure, not yet offset by the related contributions

(in €mIn)



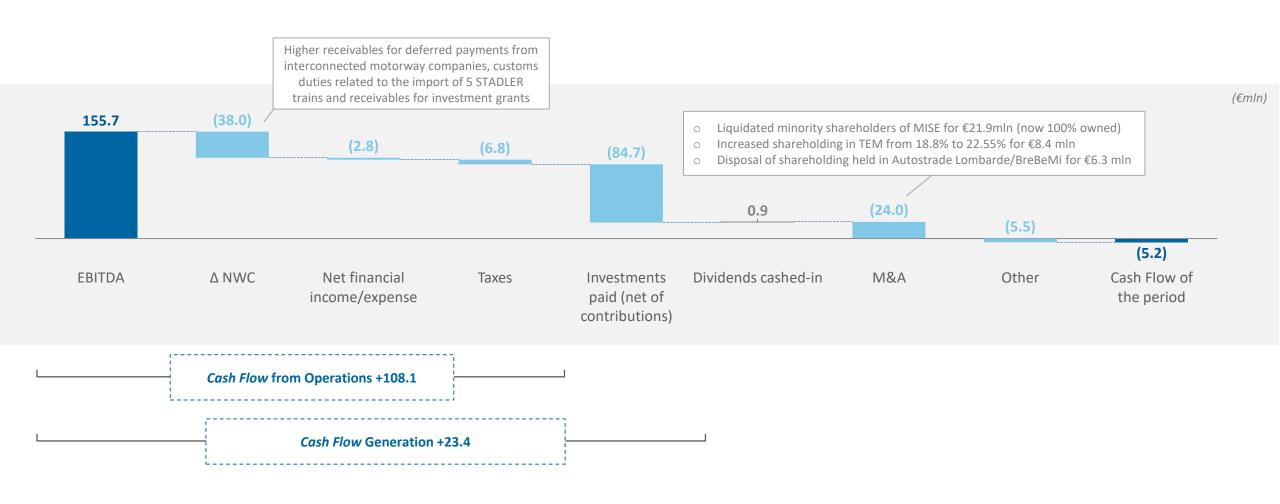




FNM Group | Consolidated Cash Flow



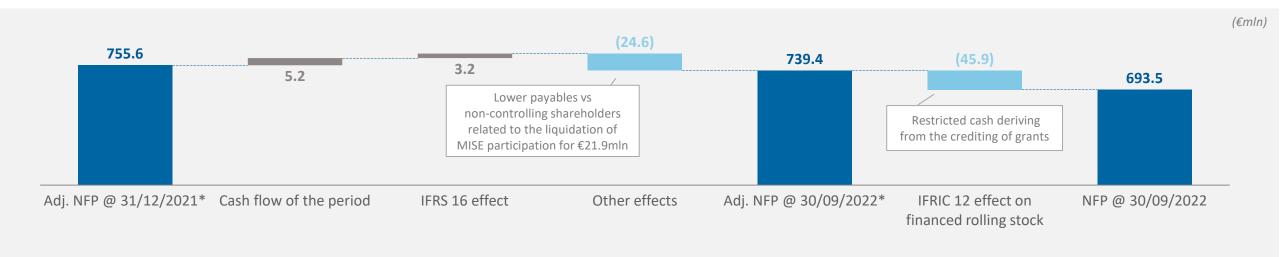
Positive cash flow from operations offset by investments and financial activity



FNM Group Net Financial Position evolution

E-MARKET SDIR CERTIFIED

NFP in line with expectations and within rating agencies requirements



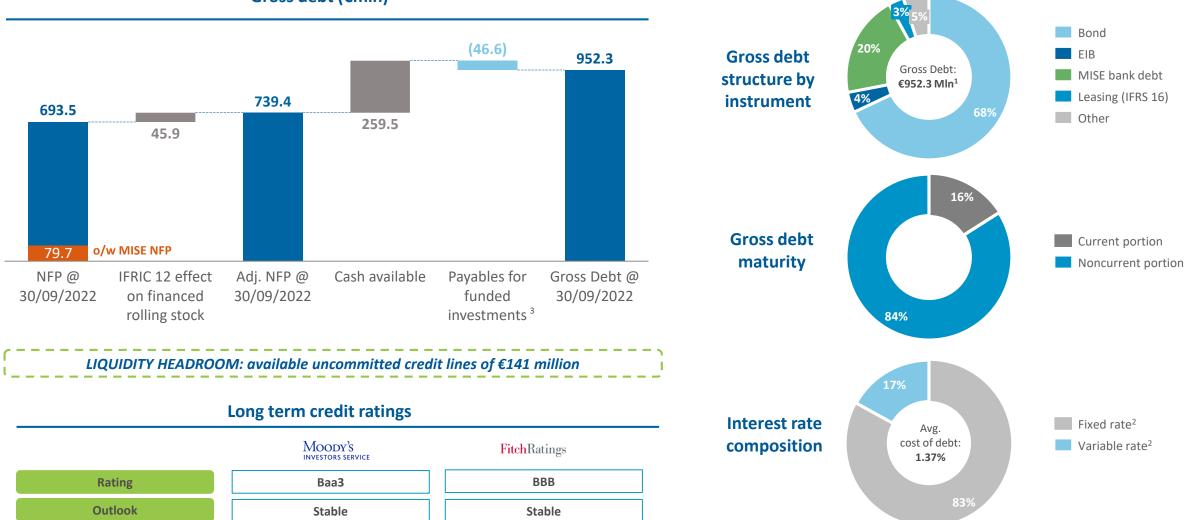


^{*} Adjusted Net Financial Position restated excluding only cash and payables related to financial investments made in accordance with Regione Lombardia's "2017-2032 Rolling Stock purchase programme", with the aim of sterilizing the timing of the collection of grants and the relative payments made to suppliers, accounted for in accordance with the requirements of IFRIC 12

FNM Group | Gross debt composition at 30th September 2022







¹⁻ Excluding debt for funded investments for €46.6 million



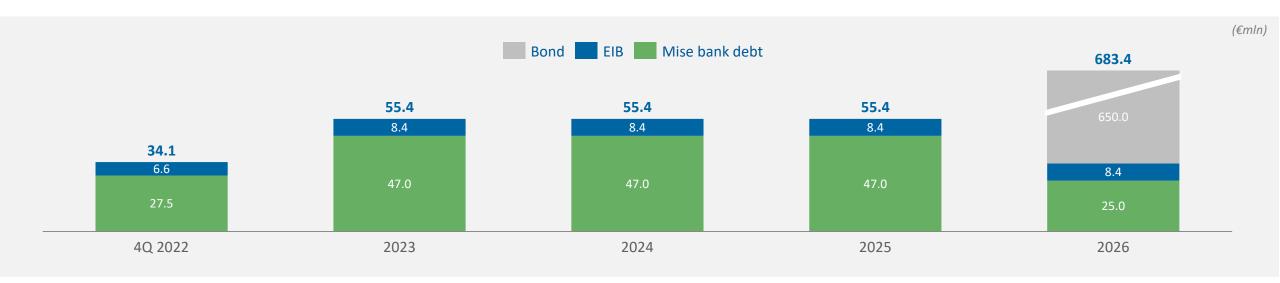
^{2 -} Only on bank debt and bond

^{3 –} Include (a) excess of grants paid to FNM but not yet paid to suppliers, and (b) portion of grants relative to advances on investments pending cash pay notice of use

FNM Group | Maturity structure at 30th September 2022



Debt average life 3.8 years, in line with total assets structure





Economic & Financial Results

FY 2022 Outlook

Appendix



FNM Group | FY 2022 Outlook



Outlook confirmed for FY2022, despite increased uncertainty around the trend of energy costs and inflation

| | | FNM + MISE reported ¹ | FNM + MISE pro-forma ² |
|--------------|--------------------|----------------------------------|-----------------------------------|
| FY21 | Revenues | Mid teens | Low teens |
| VS | Adj. EBITDA | >+20% | +10% - 15% |
| Targets FY22 | Adj. EBITDA Margin | Slightly increasing | Slightly increasing |
| Financial Ta | Adj. NFP | €750-800 Million, within ra | ting agencies requirements |
| Fina | Adj. NFP / EBITDA | ~ 4 | l.0x |

^{1 –} Guidance of 2022 Group results versus Group reported 2021 results (FNM + Mise consolidated since February 26th 2021)

^{2 –} Guidance of 2022 Group results versus Group pro forma 2021 results (FNM +Mise consolidated since January 1st 2021)



Economic & Financial Results

FY 2022 Outlook

Appendix







Relative performance YTD vs. main reference indexes



Share capital profile

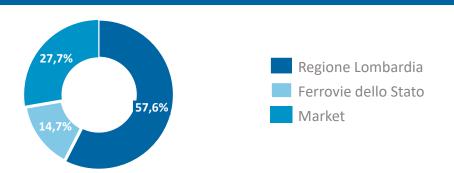
Market capitalization @ 10-nov-22: €197,9mln

N. of shares 434.9mln

Average traded volumes (last 30 days) 115.576 orders

Share price change -25,9% YTD

Shareholders' structure

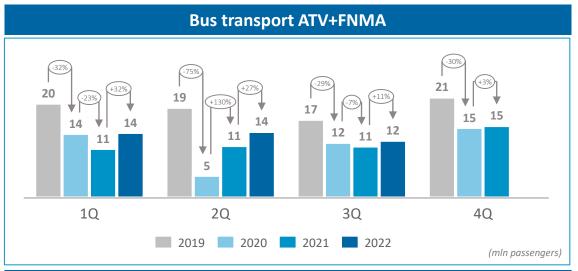


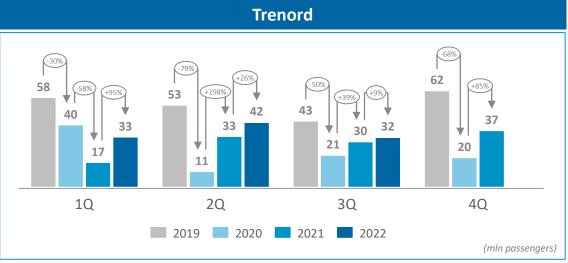


FNM Group | Mobility demand in the period – by quarter

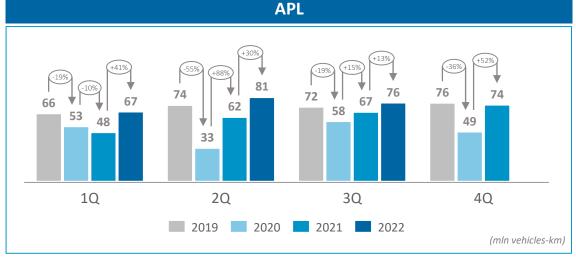


Demand recovery in 9M 2022 reflects ease of restrictions and return to a new normal















| € mln | 9M21 | 9M22 | Δ€ | Δ% |
|---|---------|---------|--------|--------|
| Revenues from sales and servives | 347.4 | 418.3 | 70.9 | +20.4% |
| Other revenues and income | 19.9 | 28.9 | 9.0 | +45.2% |
| Total revenues and other income | 367.3 | 447.2 | 79.9 | +21.8% |
| Operating costs | (131.0) | (171.3) | (40.3) | +30.8% |
| Personnel costs | (112.2) | (120.2) | (8.0) | +7.1% |
| Adj. EBITDA | 124.1 | 155.7 | 31.6 | +25.5% |
| Non-ordinary income (expense) | 0.4 | 0.0 | (0.4) | n.m. |
| EBITDA | 124.5 | 155.7 | 31.2 | +25.1% |
| Depreciation and amortization | (55.6) | (68.6) | (13.0) | +23.4% |
| EBIT | 68.9 | 87.1 | 18.2 | +26.4% |
| Net financial income (expense) | (16.4) | (4.3) | 12.1 | -73.8% |
| EBT | 52.5 | 82.8 | 30.3 | +57.7% |
| Income taxes | (14.2) | (24.5) | (10.3) | +72.5% |
| Adj. Net Profit (Loss) | 38.3 | 58.3 | 20.0 | +52.2% |
| Profit (Loss) of companies consolidated at equity | (12.9) | (21.3) | (8.4) | n.m. |
| Net Profit (Loss) | 25.4 | 37.0 | 11.6 | +45.5% |
| Minority interest in Net Profit (Loss) | (3.0) | 1.4 | 4.4 | n.m. |
| Group Net Profit (Loss) | 22.4 | 38.4 | 16.0 | +71.2% |

EFNM

FNM Group | Revenues and Adj. EBITDA by segment – REPORTED¹



| REVENUES (€ mln) | 9M21 | 9M22 | Δ€ | Δ% |
|-------------------------|--------|--------|-------|--------|
| Ro.S.Co. & Services | 57.4 | 58.5 | 1.1 | +1.9% |
| Railway infrastructure | 95.8 | 107.7 | 11.9 | +12.4% |
| Road passenger mobility | 87.9 | 97.5 | 9.6 | +10.9% |
| Motorways | 149.3 | 209.3 | 60.0 | +40.2% |
| Intercompany | (23.1) | (25.8) | (2.7) | n.m. |
| Total | 367.3 | 447.2 | 79.9 | +21.8% |

| Adj. EBITDA (€ mln)² | 9M21 | 9M22 | Δ€ | Δ% |
|-------------------------|-------|-------|-------|--------|
| Ro.S.Co. & Services | 35.7 | 32.2 | (3.5) | -9.8% |
| Railway infrastructure | 6.9 | 14.6 | 7.7 | n.m. |
| Road passenger mobility | 10.1 | 7.2 | (2.9) | -28.7% |
| Motorways | 71.4 | 101.7 | 30.3 | +42.4% |
| Total | 124.1 | 155.7 | 31.6 | +25.5% |

^{1 -} In 2021 MISE is consolidated since February 26th

^{2 -} Adjusted EBITDA: excluding extraordinary gains and losses





| € mln | 9M21 PF | 9M22 | Δ€ | Δ% |
|---|---------|---------|--------|--------|
| Revenues from sales and servives | 375.8 | 418.3 | 42.5 | +11.3% |
| Other revenues and income | 21.2 | 28.9 | 7.7 | +36.3% |
| Total revenues and other income | 397.0 | 447.2 | 50.2 | +12.6% |
| Operating costs | (141.4) | (171.3) | (29.9) | +21.1% |
| Personnel costs | (119.7) | (120.2) | (0.5) | +0.4% |
| Adj. EBITDA | 135.9 | 155.7 | 19.8 | +14.6% |
| Non-ordinary income (expense) | 0.4 | 0.0 | (0.4) | n.m. |
| EBITDA | 136.3 | 155.7 | 19.4 | +14.2% |
| Depreciation and amortization | (61.8) | (68.6) | (6.8) | +11.0% |
| EBIT | 74.5 | 87.1 | 12.6 | +16.9% |
| Net financial income (expense) | (16.3) | (4.3) | 12.0 | -73.6% |
| EBT | 58.2 | 82.8 | 24.6 | +42.3% |
| Income taxes | (14.9) | (24.5) | (9.6) | n.m. |
| Adj. Net Profit (Loss) | 43.3 | 58.3 | 15.0 | +34.6% |
| Profit (Loss) of companies consolidated at equity | (13.5) | (21.3) | (7.9) | n.m. |
| Net Profit (Loss) | 29.8 | 37.0 | 7.1 | n.m. |
| Minority interest in Net Profit (Loss) | (3.0) | 1.4 | 4.4 | n.m. |
| Group Net Profit (Loss) | 26.8 | 38.4 | 11.5 | n.m. |

EFNM







Ro.S.Co. & Services

| €mln | 9M21 | 9M22 | Δ€ | Δ% |
|------------------------|-------|-------|-------|--------|
| Rolling stock leasing | 39.0 | 39.0 | 0.0 | +0.0% |
| Other revenues | 18.4 | 19.5 | 1.1 | +6.0% |
| Total revenues | 57.4 | 58.5 | 1.1 | +1.9% |
| Adj. EBITDA | 35.7 | 32.2 | (3.5) | -9.8% |
| Adj. EBITDA/Revenues % | 62.2% | 55.0% | | |
| EBIT | 12.3 | 7.5 | (4.8) | -39.0% |



Road passenger mobility

| €mln | 9M21 | 9M22 | Δ€ | Δ% |
|-----------------------------|-------|-------|-------|--------|
| Public contracts and grants | 43.4 | 42.4 | (1.0) | -2.3% |
| Transport services | 39.6 | 48.5 | 8.9 | +22.5% |
| Other revenues | 4.9 | 6.6 | 1.7 | +34.7% |
| Total revenues | 87.9 | 97.5 | 9.6 | +10.9% |
| Adj. EBITDA | 10.1 | 7.2 | (2.9) | -28.7% |
| Adj. EBITDA/Revenues % | 11.5% | 7.4% | | |
| EBIT | 3.4 | (3.1) | (6.5) | n.m. |



Railway infrastructure

| €mln | 9M21 | 9M22 | Δ€ | Δ% |
|-----------------------------|------|-------|------|--------|
| Public contracts and grants | 76.2 | 83.6 | 7.4 | +9.7% |
| Rolling stock leasing | 8.6 | 11.0 | 2.4 | +27.9% |
| Other revenues | 11.0 | 13.1 | 2.1 | +19.1% |
| Total revenues | 95.8 | 107.7 | 11.9 | +12.4% |
| Adj. EBITDA | 6.9 | 14.6 | 7.7 | n.m. |
| Adj. EBITDA/Revenues % | 7.2% | 13.6% | | |
| EBIT | 7.3 | 12.9 | 5.6 | +76.7% |



Motorways

| €mln | 9M21 PF | 9M22 | Δ€ | Δ% |
|------------------------|---------|-------|------|--------|
| Toll revenues | 165.3 | 191.4 | 26.1 | +15.8% |
| Other revenues | 13.7 | 17.9 | 4.2 | +30.7% |
| Total revenues | 179.0 | 209.3 | 30.3 | +16.9% |
| Adj. EBITDA | 83.2 | 101.7 | 18.5 | +22.2% |
| Adj. EBITDA/Revenues % | 46.5% | 48.6% | | |
| EBIT | 51.5 | 69.8 | 18.3 | +35.5% |





FNM Group | Profit (Loss) of companies consolidated at equity – PRO FORMA

| €/000 | 9M21 PF | 9M22 | Δ€ |
|---|----------|----------|----------|
| Trenord Srl* | (12,388) | (25,446) | (13,058) |
| Autostrada Pedemontana Lombarda | (2,710) | 1,198 | 3,908 |
| Tangenziali Esterne di Milano Spa | (1,303) | (1,034) | 269 |
| Nord Energia Spa** | 1,213 | 1,543 | 330 |
| DB Cargo Italia Srl | 1,444 | 1,333 | (111) |
| Omnibus Partecipazioni Srl*** | 59 | 808 | 749 |
| NordCom Spa | 304 | 448 | 144 |
| Busforfun.Com Srl | (110) | 119 | 229 |
| SportIT | 0 | (311) | (311) |
| Profit (Loss) of companies consolidated at equity | (13,491) | (21,342) | (7,851) |

^{*} Including the Profit (Loss) of TILO SA

^{**} Including the Profit (Loss) of CMC MeSta SA

^{***} Including the Profit (Loss) of ASF Autolinee Srl





| € mIn | 30/09/2022 | 31/12/2021 | Δ€ |
|---|------------|------------|---------|
| € min | 30/09/2022 | 31/12/2021 | Δ€ |
| Inventories | 12.0 | 9.5 | 2.5 |
| Trade receivables | 145.9 | 133.1 | 12.8 |
| Other current receivables | 84.8 | 83.2 | 1.6 |
| Current financial receivables | 8.4 | 7.8 | 0.6 |
| Financed investment receivables | 40.6 | 39.8 | 0.8 |
| Trade payables | (177.8) | (168.3) | (9.5) |
| Other current payables and current provisions | (151.4) | (125.6) | (25.8) |
| Operating Net Working Capital | (37.5) | (20.5) | (17.0) |
| Other receivables - Rolling stock 2017-2032 | 74.0 | 47.5 | 26.5 |
| Financed investment receivables - Rolling stock 2017-2032 | 223.6 | 98.3 | 125.3 |
| Trade payables - Rolling stock 2017-2032 | (340.8) | (204.0) | (136.8) |
| Net Working Capital for Financed Investments | (43.2) | (58.2) | 15.0 |
| Total Net Working Capital | (80.7) | (78.7) | (2.0) |
| Fixed assets | 749.6 | 748.4 | 1.2 |
| Equity interests | 148.3 | 158.7 | (10.4) |
| Non-current receivables | 270.2 | 241.3 | 28.9 |
| Non-current liabilities | (20.8) | (20.4) | (0.4) |
| Provisions | (108.5) | (123.8) | 15.3 |
| Assets (Liabilities) held for sale | 8.0 | 0.0 | 8.0 |
| NET INVESTED CAPITAL | 966.1 | 925.5 | 40.6 |
| Equity | 272.6 | 228.3 | 44.3 |
| Adjusted Net Financial Position* | 739.4 | 755.6 | (16.2) |
| Net Financial Position for Funded Investments (Cash) | (45.9) | (58.4) | 12.5 |
| Net Financial Position | 693.5 | 697.2 | (3.7) |
| TOTAL SOURCES | 966.1 | 925.5 | 40.6 |

^{*} Adjusted Net Financial Position restated excluding only cash and current payables related to financial investments made in accordance with Regione Lombardia's "2017-2032 Rolling Stock purchase programme", with the aim of sterilizing the timing effects of contributions collection and payments made to suppliers, recognized in accordance with IFRIC 12.







| € mIn | 30/09/2022 | 31/12/2021 | Δ€ |
|--|------------|------------|--------|
| Cash and bank deposits | (259.5) | (293.4) | 33.9 |
| Current financial debt | 146.6 | 201.1 | (54.5) |
| Current Net Financial Position (Debt/-Cash) | (112.9) | (92.3) | (20.6) |
| Non-current financial debt | 852.3 | 847.9 | 4.4 |
| Adj. Net Financial Position* | 739.4 | 755.6 | (16.2) |
| Net Financial Position for funded investments (Debt/-Cash) | (45.9) | (58.4) | 12.5 |
| Net Financial Position | 693.5 | 697.2 | (3.7) |

^{*} Adjusted Net Financial Position restated excluding only cash and current payables related to financial investments made in accordance with Regione Lombardia's "2017-2032 Rolling Stock purchase programme", with the aim of sterilizing the timing effects of contributions collection and payments made to suppliers, recognized in accordance with IFRIC 12.



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