





# **INTERIM REPORT**

AT 31 March 2023

















# DIRECTORS' REPORT ON OPERATIONS AT 31 March 2023



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This report is available online at: <u>https://centralelatteitalia.com/</u>

Centrale del Latte d'Italia S.p.A. | Head office: Via Filadelfia 220, 10137 Turin – Secondary office: Via dell'Olmatello 20, 50127 Florence

Tax and VAT ID: 01934250018 | Registration in the Company Register – Official Archives of the Chamber of Commerce of Turin | REA number: TO - 520409 | Share Capital: Euro 28,840,041.20

## **Boards and officers**

## **BOARD OF DIRECTORS**

E. D.	N.E.D.	I. D.
•		
•		
•		
	•	
	•	
	•	•
	٠	•

Angelo Mastrolia Chairman Giuseppe Mastrolia Deputy Chairman Stefano Cometto Chief Executive Officer Edoardo Pozzoli Director Benedetta Mastrolia Director Anna Claudia Pellicelli Director Valeria Bruni Giordani Director

C.R.C.	R.C.	R.P.C.	I.D.C.
	•		
•	•	•	•
•	•	٠	•

E.D. = Executive Director I.D. = Independent Director N.E.D. = Non-Executive Director C.R.C. = Control and Risks Committee R.C. = Remuneration and appointments committee R.P.C. = Related Party Transactions Committee

I.D.C. = Independent Directors Committee

## INDEPENDENT AUDITORS

PricewaterhouseCoopers S.p.A. - Turin

#### BOARD OF STATUTORY AUDITORS

Deborah Sassorossi	Chairperson
Ester Sammartino	Standing Auditor
Giovanni Rayneri	Standing Auditor

## FINANCIAL REPORTING OFFICER

Fabio Fazzari CFO and Investor Relator



## General information

Centrale del Latte d'Italia S.p.A. (hereinafter also referred to as "CLI") is a company incorporated in Italy in the form of a public limited company operating under Italian law. The Company has its registered office at Via Filadelfia 220 in Turin.

The Company operates in the food sector with a large and structured product portfolio organised into the following business units: Milk Products, Dairy Products and Other Products.

67.74% of the Company's share capital is held directly by Newlat Food S.p.A. (hereinafter also referred to as "NLF"), while the remaining part (32.26%) is held by institutional investors.

This management report shows the financial information of the Company at 31 March 2023 compared to the financial statements at 31 March 2022 and the statement of financial position at 31 December 2022.

## Alternative performance indicators

The following financial report presents and comments on some financial indicators and reclassified statements (relating to the statement of financial position and the statement of cash flows) not defined by IFRSs.

These amounts, defined below, are used to comment on the Company's business performance in compliance with the provisions of the Consob Communication of 28 July 2006 (DEM 6064293), as subsequently amended and supplemented (Consob Communication no. 0092543 of 3 December 2015 implementing the ESMA/2015/1415 guidelines).

The alternative performance indicators listed below should be used as an information supplement to IFRS requirements to help users of the financial report to better understand the Company's results, assets and liabilities and cash flows. Note that the method used by the Company may differ from the ones used by other companies.

Financial indicators used to measure the economic performance of the Company:

- EBITDA: the operating result (OR) before depreciation, amortisation and writedowns of tangible and intangible assets and write-downs of financial assets.
- Cash conversion: the ratio of EBITDA to the difference between EBITDA and total investments.

Net financial debt is given by the algebraic sum of:

- Cash and cash equivalents
- Non-current financial assets, recorded under 'other non-current assets'
- Current financial assets, recorded under 'other receivables'
- Current and non-current financial liabilities;
- Current and non-current financial lease liabilities.

Reclassified statement of cash flows

This is a cash flow that represents a measure of the Company's self-financing and is



calculated from the cash flow generated by operating activities, adjusted for net interest paid and cash flow absorbed by investments, less income from the realisation of fixed assets. The statement of cash flows is presented using the indirect method.

The Company presents the income statement by destination (otherwise known as "at cost of sales"), which is considered more representative than the so-called presentation by nature of expenditure, which is also reported in the notes to the Annual Financial Report. The form chosen is, in fact, compliant with the internal reporting and business management methods.



#### Performance as at 31 March 2023

Operations as at 31 March 2023 show a positive pre-tax result of Euro 2,262 thousand and a total net result of Euro 1,561 thousand.

In a highly unstable context, and with a market generally characterized by strong inflation, we must note that the comparison with the same period of the previous year shows a clear recovery in margins (EBITDA of Euro 7.4 million, or 9% of revenues compared with Euro 6.3 million at 31 March 2022, or 8.9%). Moreover, the results achieved in the first quarter are a clear improvement over those recorded at 31 December 2022, confirming the Company's prudent decision to invest in its customers. This result appears more significant if one considers inflationary effects in Italy, with continuous increases in the main cost components of the finished product.

The company continued to invest in the search for new customers, and in particular in the dairy segment where a record increase in turnover of +23% was recorded compared to the figures as at 31 March 2022.

In general, the 14.7% increase in revenue was the combined result of the acquisition of new customers and the increase in the average sales price as a consequence of the inflation that continued into the beginning of 2023.

The Company's results once again show how the difficulties experienced in previous years have been largely overcome, also thanks to the synergies created by joining the Newlat Group, improving profitability and cash flows. The comparison with the business plan shows a very positive trend, higher than expectations, which bodes well for the end of the financial year.

The interim report closed with a net profit after tax of Euro 1,561 thousand.

#### Outlook

Considering the short period of time historically covered by the Company's order backlog and the difficulties and uncertainties of the current global economic situation, it is not easy to forecast the results for the end of the year, which nevertheless appears positive considering the policies implemented by the Company (price increases and changes to the main sales conditions) and the results of the first quarter.

The company will continue to pay particular attention to cost controls and financial management in order to maximise the generation of free cash flow, to be allocated both to organic growth externally and to the remuneration of Shareholders.



## Going concern

With reference to the content of the previous paragraph, even taking into account the complexity of a rapidly evolving market, the Company feels it is fair and reasonable to assume it status as a going concern in view of its ability to generate cash flows from operating activities and fulfil its obligations in the foreseeable future, particularly in the next 12 months, based on the Company's solid financial structure as described below:

- The considerable level of cash reserves available at 31 March 2023.
- The Company's constant ability to generate cash from operations.
- The presence of authorised and unused credit lines.
- The presence of the Newlat Group as the majority shareholder and the continual support provided by major banks, partly because of its status as a market leader.

The Company's economic and financial performance recorded as at 31 March 2023 was in line with budget forecasts. It should also be noted that the cash and cash equivalents at 31 March 2023, amounting to Euro 20 million, the credit lines currently available and the cash flows that will be generated by operational management are considered more than sufficient to fulfil obligations and finance the Company's operations.

## EVENTS AFTER 31 March 2023

After 31 March 2023 there were no atypical or unusual transactions requiring changes to the interim report on operations.



#### MANAGEMENT REPORT

The Company is mainly active in the dairy products sectors, specifically:

- Milk Products
- Dairy Products
- Other Products

The following table contains the income statement of the Company's financial statements:

(In thousands of euros and as a	First quarter as at 31 March					
percentage of revenue from contracts with customers)	2023	%	2022	%	2023vs2022	%
Revenue from contracts with customers	81,845	100.0%	71,351	100.0%	10,495	14.7%
Cost of sales	(65,740)	(80.3%)	(54,955)	(77.0%)	(10,785)	19.6%
Gross operating profit/(loss)	16,105	19.7%	16,396	23.0%	(291)	(1.8%)
Sales and distribution costs	(11,788)	(14.4%)	(12,431)	(17.4%)	643	(5.2%)
Administrative costs	(1,867)	(2.3%)	(1,838)	(2.6%)	(29)	1.6%
Net write-downs of financial assets	(150)	(0.2%)	(57)	(0.1%)	(93)	161.1%
Other revenues and income	1,378	1.7%	1,080	1.5%	298	27.6%
Other operating costs	(578)	(0.7%)	(636)	(0.9%)	59	(9.2%)
Operating profit/(loss) (EBIT)	3,101	3.8%	2,513	3.5%	588	23.4%
Financial income	130	0.2%	11	-	119	1,036.8%
Financial expenses	(969)	(1.2%)	(435)	(0.6%)	(534)	122.7%
Profit/(loss) before taxes	2,262	2.8%	2,089	2.9%	173	8.3%
Income taxes	(701)	(0.9%)	(583)	(0.8%)	(118)	20.3%
Net profit/(loss)	1,561	1.9%	1,506	2.1%	54	3.6%

Operating income amounted to Euro 3.1 million, a clear increase compared with the same period of 2022.

EBITDA, the details of which can be found in the following section of the sector report, was clearly up compared to the same period in 2022 (+16%).

#### Revenue from contracts with customers

Revenue from contracts with customers contains the contractual fees to which the Company is entitled in exchange for the transfer of the promised goods or services to customers. The contractual fees may include fixed or variable amounts or both and are recognised net of rebates, discounts and promotions, such as contributions to the mass distribution channel. In particular, in the context of existing contractual relations with mass distribution operators, the Company is expected to recognise contributions as year-end bonuses linked to the achievement of certain turnover volumes or amounts related to the positioning of products.

## SEGMENT REPORTING

The table below provides a breakdown of revenue from contracts with customers by business unit as monitored by management.



(in the words of a was)	First quarter as at 31 March			
(In thousands of euros)	2023 2022			
Milk products	67,501	59,496		
Dairy products	11,169	9,077		
Other products	3,176	2,777		
Total revenue from contracts with customers	81,846	71,351		

Revenues from the **Milk Products** segment were up due to an increase in average sales prices because of the higher average cost of purchasing milk. and an increase in demand, especially from mass distribution operators, normal trade and B2B channels. Revenues in the **Dairy Products** segment increased as a result of higher sales volumes and the acquisition of new customers, specifically in the private label and normal trade channels.

Revenues from the **Other Products** segment were up compared to the same period of the previous year.

The following table provides a breakdown of revenue from contracts with customers by distribution channels as monitored by management:

(In the user de of ourse)	First quarter a	s at 31 March
(In thousands of euros)	2023	2022
Mass Distribution	52,294	47,545
B2B partners	3,122	2,654
Normal trade	18,831	14,678
Private labels	4,033	3,584
Food services	3,566	2,890
Total revenue from contracts with customers	81,845	71,351

Revenues from the **Mass Distribution** channel increased mainly due to an increase in the average sales price and higher sales volumes.

Revenues of the **B2B partners** channel grew compared with the same period of the previous year due to an increase in sales volumes.

Revenues in the **Normal trade** channel increased strongly due to a recovery in demand in the more traditional sector.

Revenues from the **Private Label** channel increased compared with the same period of the previous year as a result of higher average sales prices.

Revenues from the **Food services** channel increased strongly due to a recovery in demand in the more traditional Ho.re.ca. sector.

The following table provides a breakdown of revenue from contracts with customers by geographical area as monitored by management.



(In the user do of ourse)	First quarter as at 31 March		
(In thousands of euros)	2023	2022	
Italy	75,298	66,214	
Germany	3,274	2,087	
Other countries	3,274	3,050	
Total revenue from contracts with customers	81,845	71,351	

Revenues from *Italy* increased mainly because of higher average sales prices and higher sales volumes.

Revenues from **Germany** increased mainly because of higher average sales prices and higher sales volumes.

Revenues from **Other Countries** were substantially in line with the same period of the previous year.

## **Operating costs**

The following table lists the operating costs as shown in the income statement by destination:

(In thousands of euros)	First quarter a	First quarter as at 31 March		
(in thousands of euros)	2023	2022		
Cost of sales	(65,740)	(54,955)		
Sales and distribution costs	(11,788)	(12,431)		
Administrative costs	(1,867)	(1,838)		
Total operating costs	(79,395)	(69,224)		

The cost of sales increased compared to the same period last year (80% as at 31 March 2023 v 77% as at 31 March 2022) due to the inflation that continued in the first months of 2023.

Commercial sales and distribution expenses decreased compared to the same period last year, mainly due to the optimisation of freight and transport costs.

Administrative expenses were in line with the same period last year.

EBITDA amounted to Euro 7.4 million (9% of sales) compared with Euro 6.3 million at 31 March 2022 (8.9% of sales), up by 16.5%.



The following table shows income and balance sheet information by segment:

	First quarter as at 31 March 2023			
(In thousands of euros)	Milk products	Dairy products	Other assets	Interim report total
Revenue from contracts with customers (third parties)	67,501	11,169	3,176	81,846
EBITDA (*)	5,480	1,696	185	7,361
EBITDA margin	8.12%	15.18%	2.69%	8.99%
Amortisation, depreciation and write- downs	3,969	92	49	4,109
Net write-downs of financial assets			150	150
Operating profit/(loss)	1,511	1,605	(14)	3,101
Financial income	-	-	130	130
Financial expenses	-	-	(969)	(969)
Profit/(loss) before taxes	1,511	1,605	(853)	2,262
Income taxes	-	-	(701)	(701)
Net profit/(loss)	1,511	1,605	(1,554)	1,561
Total assets	188,365	7,042	36,645	232,052
Total liabilities	75,723	10,900	80,191	166,814
Investments	655			655
Employees (number)	532	63	12	607

(\*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.

	First quarter as at 31 March 2022			
(In thousands of euros)	Milk products	Dairy products	Other assets	Interim report total
Revenue from contracts with customers (third parties)	57,896	10,077	3,377	71,351
EBITDA (*)	4,866	1,325	129	6,320
EBITDA margin	8.40%	13.15%	2.69%	8.86%
Amortisation, depreciation and write-downs	3,596	83	70	3,750
Net write-downs of financial assets			57	57
Operating profit/(loss)	1,270	1,242	1	2,513
Financial income	_	_	11	11
Financial expenses	-	-	(435)	(435)
Profit/(loss) before taxes	1,270	1,242	(422)	2,089
Income taxes	-	-	(583)	(583)
Net profit/(loss)	1,270	1,242	(1,005)	1,506
Total assets	226,375	629	28,170	255,174
Total liabilities	95,922	357	94,247	190,526
Investments	467	-	_	467
Employees (number)	591	73	16	680

(\*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.

EBIT amounted to Euro 3.1 million (3.8% of sales) compared with Euro 2.5 million at 31 March 2022 (3.5% of sales), down by 23%.



Net profit as at 31 March 2022 amounted to Euro 1.6 million, a slight increase compared to 31 March 2022 (net profit of Euro 1.5 million).

## <u>EBITDA</u>

The table below provides a reconciliation of EBITDA, the EBITDA margin and cash conversion at 31 March 2023 and 2022.

First quarter a	First quarter as at 31 March		
2023	2022		
3,101	2,513		
4,109	3,750		
150	57		
7,360	6,320		
81,845	71,351		
9.0%	8.9%		
655	467		
91.1%	92.6%		
	2023 3,101 4,109 150 7,360 81,845 9.0% 655		

(\*) Operating profit/(loss) (EBIT), EBITDA, the EBITDA margin and the cash conversion are alternative performance indicators not identified as an accounting measure under IFRS and, therefore, should not be considered alternative measures to those provided by the financial statements.

To assess performance, the Company's management monitors, among other things, EBITDA by business unit as shown in the following table:

(In thousands of euros and as a		First quarter a	as at 31 March	
percentage of revenue from contracts with customers)	2023	%	2022	%
Milk Products	5,480	8.1%	4,866	8.2%
Dairy Products	1,696	15.2%	1,325	14.6%
Other Products	185	2.7%	129	4.6%
EBITDA	7,361	9.0%	6,320	8.9%

EBITDA for the **Milk Products** segment increased in absolute values due to an increase in sales volumes and turnover. The impact was in line with the same period of the previous year.

The EBITDA of the **Dairy Products** segment was slightly higher because of higher turnover and higher average sales prices.

EBITDA from the **Other products** segment was broadly in line with the same period of the previous year.

## <u>Net financial debt</u>

The following table provides details of the composition of the Company's net financial debt as at 31 March 2023 and 31 December 2022, determined in accordance with the provisions of Consob Communication DEM/6064293 of 28 July 2006 and in accordance with paragraph 175 et seq. of the recommendations contained in the document prepared by ESMA, no. 32-382-1138 of 4 March 2021 (guidelines on disclosure requirements under Regulation EU 2017/1129, so-called "Prospectus Regulation"):



(In thousands of euros)	At 31 March	At 31 December
Net financial debt	2023	2022
A. Cash and cash equivalents	11,737	9,296
B. Cash equivalents	8,482	17,327
C. Other current financial assets	3,025	3,025
D Cash and cash equivalents (A)+(B)+(C)	23,244	29,647
E. Current financial payables	(14,078)	(17,540)
F. Current portion of non-current financial debt	(13,452)	(16,267)
G. Current financial indebtedness (E)+(F)	(27,530)	(33,807)
H. Net current financial indebtedness (G)+(D)	(4,286)	(4,159)
I. Non-current financial debt	(51,834)	(54,526)
J. Debt instruments	-	-
K. Trade and other non-current payables	-	-
L. Non-current financial indebtedness (I)+(J)+(K)	(51,834)	(54,526)
M. Net financial indebtedness (H)+(L)	(56,120)	(58,684)

At 31 March 2023, without considering lease liabilities, net financial debt was as follows:

(In thousands of euros)	At 31 March	At 31 December
	2023	2022
Net financial debt	(56,120)	(58,684)
Non-current lease liabilities	5,840	6,185
Current lease liabilities	8,937	8,516
Net Financial Position	(41,343)	(43,983)

Net financial debt is improving due to the Company's ability to generate cash from operations.

#### **INVESTMENTS**

The following table provides a breakdown of the Company's investments in property, plant and equipment and intangible assets at 31 March 2023:

(In the user ds of ourses and as a percentage)		At 31 March			
(In thousands of euros and as a percentage)	2023	%	2022	%	
Land and buildings	5	0.8%	47	10.1%	
Plant and machinery	473	72.2%	170	36.4%	
Industrial and commercial equipment	164	25.0%	24	5.1%	
Assets under construction and payments on	13	2.0%	222	47.5%	
account	15	2.070	222	47.370	
Investments in property, plant and equipment	655	100.0%	463	99.1%	
Patents and intellectual property rights	-	0.0%	4	0.9%	
Investments in intangible assets	-	0.0%	4	0.9%	
Total investments	655	100.0%	467	100.0%	

During the reporting period, the Company made investments totalling Euro 655 thousand.



The Company's investment policy is aimed at innovation and diversification in terms of product supply. In particular, the Company attaches importance to the development of new products, with the aim of continuously improving customer satisfaction.

Investments in property, plant and equipment relate mainly to purchases of plant and machinery, mostly in connection with projects for updating and renovating production and packaging lines.

The investments mainly refer to the streamlining of production facilities at the Turin and Vicenza plants.

## Positions or transactions deriving from atypical and/or unusual transactions

Pursuant to Consob Communication no. 6064293 of 28 July 2006, it is hereby disclosed that, at 31 March 2023, no atypical and/or unusual transactions occurred outside the Company's normal business that could give rise to doubts regarding the accuracy and completeness of the information in the financial statements, conflicts of interest, protection of assets and the safeguarding of minority shareholders. The accounting and financial effects of transactions occurring as at 31 March 2023 have been illustrated above.

#### Treasury shares and shares of parent companies

In compliance with the provisions of article 2428 of the Italian Civil Code, it is confirmed that as at 31 March 2023 the Company did not trade in any treasury shares or shares of parent companies and does not, at 31 March 2023, hold any treasury shares or shares of parent companies.

## Share performance

On the last trading day as at 31 March 2023 the company's stock closed at Euro 2.73 per share, which is equivalent to a market capitalisation of Euro 38.2 million.

## Branch offices

A branch office was opened in Florence, in Via dell'Olmatello 20.

## Transactions with related parties

The Company's transactions with related parties (hereinafter, "Related Party Transactions"), identified based on criteria defined by IAS 24 – Related Party Disclosures, are mainly of a commercial or financial nature and are carried out under normal market conditions.

The Company did not carry out Related Party Transactions that were unusual in terms of characteristics, or significant in terms of amount, other than those of an ongoing nature or which have already been illustrated. For information on the remuneration of members of corporate bodies and senior managers, see the explanatory notes to the interim financial statements as at 31 March 2023.

The Company deals with the following related companies:

• Direct or indirect parent company ("Parent Company").



• Companies controlled by the direct parent or indirect parent companies other than its own subsidiaries and associates ("Companies controlled by the parent companies").

Turin, 12 May 2023

For the Board of Directors Angelo Mastrolia Chairman of the Board of Directors

Pursuant to paragraph 2, article 154-bis of the Consolidated Law on Finance, the Financial Reporting Officer Fabio Fazzari declares that the accounting information contained in this document corresponds to the contents of accounting documents, books and records.

Turin, 12 May 2023

Mr Fabio Fazzari Officer in charge of preparing the company's financial reports



## Financial statements and explanatory notes

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## **Statement of Financial Position**

(In euros)	At 31 March	At 31 December
	2023	2022
Non-current assets	110 671 070	112 226 207
Property, plant and equipment	110,671,973	112,226,207
Right-of-use assets	11,383,615	11,918,240
of which from related parties	6,187,818	7,073,877
Intangible assets	19,541,596	19,546,574
Equity investments in associates	1,396,719	1,396,719
Non-current financial assets measured at fair value	703,424	703,424
through profit or loss Deferred tax assets	1,894,939	1,956,618
Total non-current assets	145,592,266	147,747,782
Current assets	,	
Inventories	27,442,509	25,289,328
Trade receivables	25,758,019	33,176,442
of which from related parties	3,092,610	2,525,912
Current tax assets	247,662	251,150
Other receivables and current assets	9,766,190	14,452,426
of which from related parties	5,823,947	5,823,947
Current financial assets measured at fair value through profit or loss	1,068	1,068
Financial receivables measured at amortised cost	3,024,652	3,024,652
of which from related parties	3,024,652	3,024,652
Cash and cash equivalents	20,219,845	26,622,652
of which from related parties	8,482,497	17,326,604
Total current assets	86,459,944	102,817,718
TOTAL ASSETS	232,052,210	250,565,500
Shareholders' equity	232,032,210	230,303,300
Share capital	28,840,041	28,840,041
Reserves	34,837,521	34,683,215
Net profit/(loss)	1,560,785	154,306
Total shareholders' equity attributable to the Group	65,238,347	63,677,562
Non-current liabilities	00,200,0 11	03/01//302
Provisions for employee benefits	6,039,386	6,279,039
Provisions for risks and charges	1,267,118	1,236,423
Deferred tax liabilities	6,024,472	6,220,506
Non-current financial liabilities	45,994,449	48,340,489
Non-current lease liabilities	5,839,994	6,185,211
of which from related parties	3,528,360	3,678,913
Total non-current liabilities	65,165,418	68,261,669
Current liabilities	05,105,410	00,201,009
Trade payables	63,144,168	74,111,274
of which from related parties	15,729,263	14,845,521
Current financial liabilities	18,594,058	25,290,729
of which from related parties	4,308,720	
Current lease liabilities		7,996,518 8 515 822
	8,937,203	8,515,822
of which from related parties	5,929,115	6,410,766
Current tax liabilities	701,222	-
Other current liabilities	10,271,794	10,708,445
of which from related parties	666,139	665,467
Total current liabilities	101,648,445	118,626,269
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	232,052,210	250,565,500



#### **Income statement**

	At 31 M	March
(In euros)	2023	2022
Revenue from contracts with customers	81,845,329	71,350,727
of which from related parties	1,142,498	-
Cost of sales	(65,740,243)	(54,954,875)
of which from related parties	(1,325,519)	(8,827,566)
Gross operating profit/(loss)	16,105,085	16,395,852
Sales and distribution costs	(11,787,870)	(12,430,919)
Administrative costs	(1,866,778)	(1,838,259)
of which from related parties	(83,000)	(33,000)
Net write-downs of financial assets	(150,000)	(57,441)
Other revenues and income	1,377,965	1,080,065
Other operating costs	(577,551)	(636,272)
Operating profit/(loss)	3,100,852	2,513,026
Financial income	130,441	11,475
of which from related parties	125,326	
Financial expenses	(969,287)	(435,256)
of which from related parties	(46,171)	(21,097)
Profit/(loss) before taxes	2,262,007	2,089,244
Income taxes	(701,222)	(582,899)
Net profit/(loss)	1,560,785	1,506,345
Basic net profit/(loss) per share	0.11	0.11
Diluted net profit/(loss) per share	0.11	0.11

## Statement of comprehensive income

Net profit/(loss) (A)	1,560,785	1,506,345
b) Other components of comprehensive income		
that will not be subsequently reclassified to the		
income statement:		
Actuarial gains/(losses)	-	5,250
Total other components of comprehensive income		
that will not be subsequently reclassified to the	-	5,250
income statement		
Total comprehensive net profit/(loss) (A)+(B)	1,560,785	1,511,595



## Statement of changes in shareholders' equity

(In euros)	Share capital	Reserves	Net profit/(loss)	Total shareholders' equity attributable to the Group
At 31 December 2021	28,840,041	32,003,349	2,293,598	63,136,988
Allocation of net profit/(loss) for the previous year	-	2,293,598	(2,293,598)	-
Net profit/(loss)	-	-	1,506,345	1,506,345
Actuarial gains/(losses) net of the related tax effect	-	5,250	-	5,250
Total comprehensive net profit/(loss) for the year	-	2,298,848	1,506,345	1,511,595
At 31 March 2022	28,840,041	34,302,197	1,506,345	64,648,583
Net profit/(loss)	-	-	(1,352,039)	(1,352,039)
Actuarial gains/(losses) net of the related tax effect	-	381,018	-	381,018
Total comprehensive net profit/(loss) for the year	-	381,018	(1,352,039)	(971,021)
At 31 December 2022	28,840,041	34,683,215	154,306	63,677,562
Allocation of net profit/(loss) for the previous year	-	154,306	(154,306)	-
Net profit/(loss)	-	-	1,560,785	1,560,785
Total comprehensive net profit/(loss) for the year	-	-	1,560,785	1,560,785
At 31 March 2023	28,840,041	34,837,521	1,560,785	65,238,347



## Statement of cash flows

(In euros)	At 31 March		
	2023	2022	
Profit/(loss) before taxes	2,262,007	2,089,244	
- Adjustments for:			
Amortisation, depreciation and write-downs	4,259,321	3,807,155	
Financial expense/(income)	838,846	423,781	
of which from related parties	46,171	21,097	
Cash flow generated /(absorbed) by operating activities before changes in net working capital	7,360,174	6,320,181	
Change in inventory	(2,153,181)	(1,180,007)	
Change in trade receivables	7,268,423	(8,036,070)	
Change in trade payables	(10,967,106)	(12,587,727)	
Change in other assets and liabilities	4,249,586	(5,795,709)	
Use of provisions for risks and charges and for employee benefits	(208,958)	(192,524)	
Taxes paid	(130,867)	(27,900)	
Net cash flow generated /(absorbed) by operating activities	5,418,070	(21,499,756)	
Investments in property, plant and equipment	(655,032)	(466,586)	
Investments in intangible assets	-		
Divestment of financial assets	-		
Net cash flow generated /(absorbed) by investment activities	(655,032)	(466,586)	
Repayments of long-term financial debt	(9,042,711)	(5,337,694)	
Repayments of lease liabilities	(1,284,289)	(1,473,627)	
of which from related parties	(685,000)	(673,000)	
Net interest expense	(838,846)	(423,781)	
Net cash flow generated/(absorbed) by financing activities	(11,165,846)	(7,235,102)	
Total changes in cash and cash equivalents	(6,402,807)	(29,201,443)	
Cash and cash equivalents at start of year	26,622,652	57,371,558	
of which from related parties	17,326,604	18,398,792	
Total changes in cash and cash equivalents	(6,402,807)	(29,201,443)	
Cash and cash equivalents at end of year	20,219,845	28,170,117	
of which from related parties	8,482,497	4,071,290	



#### **Explanatory notes**

#### Basis of preparation

The interim report at 31 March 2023 were prepared in accordance with the international accounting principles (IAS/IFRS) adopted by the European Union for interim financial statements (IAS 34). The financial statements were prepared in accordance with IAS 1, while the notes were prepared in condensed form applying the option provided for in IAS 34 and therefore do not include all the information required for an annual report prepared in accordance with IFRSs. The interim financial statements at 31 March should therefore be read in conjunction with the annual financial statements for the year ended 31 December 2022.

These notes are presented in summary form in order not to duplicate information that has already been published, as required by IAS 34. Specifically, note that the comments refer exclusively to those components of the income statement and balance sheet whose composition or whose variation in amount, nature or unusual character are essential for the understanding of the Company's economic, financial and equity situation.

The preparation of interim financial statements in accordance with IAS 34 Interim Financial Reporting requires judgements, estimates and assumptions that have an effect on the values of revenues, costs and assets and liabilities, and on the disclosures relating to contingent assets and liabilities at the reporting date. It should be noted that these estimates may differ from the actual results achieved in the future. The financial statement items that most require greater subjectivity on the part of the directors when producing the estimates and for which a change in the conditions underlying the assumptions used could have a significant impact on the financial statements are: goodwill, depreciation and amortisation of non-current assets, deferred taxes, the provision for doubtful receivables, the provision for inventory write-downs, the provisions for risks, the defined benefit plans for employees, payables for the purchase of equity investments contained in the other liabilities and the determination of the fair value of the assets and liabilities acquired as part of the business combinations.

#### Measurement criteria

The measurement criteria used for the preparation of the financial statements as at 31 March 2023 are the same as those used for the annual financial statements at 31 December 2022, except for the new accounting standards, amendments and interpretations applicable from 1 January 2023, which are described below and which it is noted did not have a material impact on the Company's current results, assets and liabilities and cash flows.

Accounting standards, amendments and interpretations effective from 1 January 2023 and adopted by the Company:



Amendments to IFRS 17 — Insurance Contracts: Initial Application of IFRS 17 and IFRS 9 - Comparative Information

Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction In December 2021, the IASB issued amendments to IFRS 17 - Insurance Contracts: Initial Application of IFRS 17 and IFRS 9 - Comparative Information, which provides a transitional option relating to comparative information on financial assets presented upon initial adoption of IFRS 17. The amendments are intended to help companies avoid temporary accounting mismatches between financial assets and liabilities from insurance contracts, thus improving the usefulness of disclosures for financial statement users. These amendments will go into effect on 1 January 2023.

In May 2021 the IASB issued amendments to IAS 12 - Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction, to specify how companies should account for deferred taxation on transactions such as leases and decommissioning obligations, transactions for which companies recognise both an asset and a liability. Specifically, it was clarified that the exemption does not apply and that companies are required to recognise deferred taxation on such transactions. These amendments will go into effect on 1 January 2023, with advance application allowed.

IFRS 17 — Insurance In May 2017 the IASB issued IFRS 17 - Insurance Contracts, which establishes standards for the recognition, measurement, presentation and disclosure of insurance contracts issued, as well as guidance on reinsurance contracts held and investment contracts with discretionary participation issued. In June 2020 the IASB issued amendments to IFRS 17 aimed at helping companies implement IFRS 17 and making it easier for companies to explain their financial performance. The new standard and amendments are effective from 1 January 2023.

Amendments to IAS 1 — Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies In February 2021 the IASB issued amendments to IAS 1 - Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies that require companies to disclose information about their material accounting policies rather than their significant accounting policies and provide guidance on how to apply the concept of materiality to accounting policy disclosures. These amendments will go into effect on 1 January 2023.

Amendments to IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates

In February 2021 the IASB issued amendments to IAS 8 - Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates that clarifies how companies should distinguish changes in accounting principles from changes in accounting estimates. These amendments will go into effect on 1 January 2023.



Notes to the Report as at 31 March 2023



#### **Criteria and methods**

The interim report as at 31 March 2023 includes the Balance Sheet, the Income Statement, the Comprehensive Income Statement, the changes in Shareholders' Equity and the Company's Cash Flow Statement and related Explanatory Notes, prepared on the basis of the relative accounting situation in accordance with IFRS accounting standards.

#### **Sectoral information**

IFRS 8 - Operating Segments defines an operating segment as a component:

- That engages in business activities from which it may earn revenues and incur expenses.
- Whose operating results are reviewed regularly by the entity's chief operating decision maker.
- For which discrete financial information is available.

For the purposes of IFRS 8, the Company's activity is identifiable in the following business segments: Milk Products, Dairy Products and Other Products.

	First quarter as at 31 March 2023			
(In thousands of euros)	Milk products	Dairy products	Other assets	Interim report total
Revenue from contracts with customers (third parties)	67,501	11,169	3,176	81,845
EBITDA (*)	5,480	1,696	185	7,361
EBITDA margin	8.12%	15.18%	2.69%	8.99%
Amortisation, depreciation and write-downs	3,969	92	49	4,109
Net write-downs of financial assets			150	150
Operating profit/(loss)	1,511	1,605	(14)	3,101
Financial income	-	-	130	130
Financial expenses	-	-	(969)	(969)
Profit/(loss) before taxes	1,511	1,605	(853)	2,262
Income taxes	-	-	(701)	(701)
Net profit/(loss)	1,511	1,605	(1,554)	1,561
Total assets	188,365	7,042	36,645	232,052
Total liabilities	75,723	10,900	80,191	166,814
Investments	655			655
Employees (number)	532	63	12	607

(\*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.



	First quarter as at 31 March 2022			
(In thousands of euros)	Milk products	Dairy products	Other assets	Interim report total
Revenue from contracts with customers (third parties)	57,896	10,077	3,377	71,351
EBITDA (*)	4,866	1,325	129	6,320
EBITDA margin	8.40%	13.15%	2.69%	8.86%
Amortisation, depreciation and write-downs	3,596	83	70	3,750
Net write-downs of financial assets			57	57
Operating profit/(loss)	1,270	1,242	1	2,513
Financial income	-	-	11	11
Financial expenses	-	-	(435)	(435)
Profit/(loss) before taxes	1,270	1,242	(422)	2,089
Income taxes	-	-	(583)	(583)
Net profit/(loss)	1,270	1,242	(1,005)	1,506
Total assets	226,375	629	28,170	255,174
Total liabilities	95,922	357	94,247	190,526
Investments	467	-	-	467
Employees (number)	591	73	16	680

(\*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.

#### Non-current assets

(In thousands of euros)	At 31 March 2023	At 31 December 2022
Non-current assets		
Property, plant and equipment	110,672	112,226
Right-of-use assets	11,384	11,918
Intangible assets	19,542	19,547
Equity investments in associates	1,397	1,397
Non-current financial assets measured at fair value through profit or loss	703	703
Deferred tax assets	1,895	1,957
Total non-current assets	145,592	147,748

Below is a description of the main items that make up the non-current assets.

#### Fixed assets, plant and equipment

The category "Plant and Machinery", "Leasehold Improvements" and "Industrial and Commercial Equipment" shows investments made mainly in the Milk Products sector.

#### Right-of-use assets

The category "Right-of-use assets" includes the effects of the renewal of the lease contract for the "M&D" business unit for a further year, entered into with the parent company Newlat Food S.p.A., and to the renewal for six years of the lease contracts for the production plants the Company took over as a result of said transaction.



## Intangible assets

## <u>Goodwill</u>

Goodwill of Euro 350 thousand refers to the effect of the merger between Centrale del Latte d'Italia S.p.A. and Centro Latte Rapallo in 2013. The difference was allocated to goodwill.

## Concessions, licences, trademarks and similar rights

The following table shows a breakdown of "Concessions, licences, trademarks and similar rights" as at 31 March 2023:

(In thousands of euros)	At 31 March 2023	At 31 December 2022
Trademarks with an indefinite useful life	19,132	19,132
Total net book value	19,132	19,132

## Trademarks with an indefinite useful life

This item refers to the following trademarks:

• "Latte Rapallo", "Latte Tigullio", "Centrale del Latte di Vicenza" and "Mukki" for a total of Euro 19,132 thousand. At the reporting date they were not subjected to impairment tests because there were no indicators of impairment. In fact the margin is higher than what was forecast in the Business Plan that the Impairment Test of 31 December 2022 was based on.

## Equity investments in associates

Investments in associate companies amounted to Euro 1,397 thousand.

## Non-current financial assets measured at fair value through profit or loss

The balance mainly includes the interest in Futura S.r.l. for a total of approximately Euro 689 thousand (less than 5% stake).

## Deferred tax assets

At 31 March 2023, this item totalled Euro 1,895 thousand. Prepaid taxes refer mainly to the appropriation of taxed provisions. Based on the approved multi-year business plans, management believes that these receivables can be recovered with future taxable income.



## **Current assets**

(In thousands of euros)	At 31 March 2023	At 31 December 2022
Current assets		
Inventories	27,443	25,289
Trade receivables	25,758	33,176
Current tax assets	248	251
Other receivables and current assets	9,766	14,452
Current financial assets measured at fair value through profit or loss	1	1
Financial receivables measured at amortised cost	3,025	3,025
Cash and cash equivalents	20,220	26,623
Total current assets	86,460	102,818

## <u>Inventories</u>

Closing inventories were up by Euro 2.2 million on 31 December 2022 because of an increase in warehouse stock and the average purchase cost.

## Trade receivables

Trade receivables as at 31 March 2023 decreased due to higher receipts at the beginning of the year than at the end of 2022. There are no significant changes in the receipt conditions. Total Receivables are shown net of the provision for write-downs estimated prudentially on the basis of information held in order to adjust their value to the presumed realisable value.

## <u>Current tax assets</u>

Current tax assets totalled Euro 248 thousand, essentially unchanged versus 31 December 2022.

Current tax liabilities amounted to Euro 701 thousand. The change compared with 31 December 2022 is due to the calculation of the tax for the period.

## Other receivables and current assets

"Other receivables and current assets" consist of tax receivables, advances to suppliers, prepaid expenses and other short-term receivables. The decrease compared to 31 December 2022 is mainly due to a decrease in the VAT receivable.

## Financial receivables measured at amortised cost

Financial receivables measured at amortised cost amounting to Euro 3,025 thousand includes financial receivables from the related party New Property SpA.



## Cash and cash equivalents

"Cash and cash equivalents" consist of sight current accounts with banks. For details of the net financial debt, please see the report on operations in this document.

At 31 March 2023, cash and cash equivalents were not subject to restrictions or constraints.

Please see the statement of cash flows for changes in the "Cash and cash equivalents" item during the year under review.

## Shareholders' equity

## Share capital

As at 31 March 2023 the Company's fully subscribed and paid-up share capital totalled Euro 28,840,041.20, divided into 14,000,020 ordinary shares with no nominal value. As reported in the statement of changes in shareholders' equity, the changes as at 31 March 2023 relate solely to the recognition of the net comprehensive income for the period in the amount of Euro 1,561 thousand.

#### **Non-current liabilities**

(in euro units)	At 31 March 2023	At 31 December 2022
Non-current liabilities		
Provisions for employee benefits	6,039	6,279
Provisions for risks and charges	1,267	1,236
Deferred tax liabilities	6,024	6,221
Non-current financial liabilities	45,994	48,340
Non-current lease liabilities	5,840	6,185
Total non-current liabilities	65,165	68,262

#### Provisions for employee benefits

At 31 March 2023, this item totalled Euro 6,039 thousand, down from Euro 140 thousand at 31 December 2022, mainly due to the departure of employees.

## Provisions for risks and charges

As at 31 March 2023 the provisions for risks and charges refer primarily to the provision for agents' indemnities, which represents a reasonable forecast of the charges that would be borne by the Company in the event of future interruption of agency relationships.



#### Deferred tax liabilities

Deferred tax liabilities refer to the higher values recognised upon the acquisition and subsequent merger of Centrale del Latte Toscana and Centrale del Latte di Vicenza.

## Non-current and current financial liabilities

These refer to the non-current portion of the loans stipulated by the Company.

The verification of compliance with covenants is performed on the annual data at 31 December.

The Company maintains that it is likely that these covenants will be complied with during the current year.

For an analysis of the net financial position, please see the report on operations.

## Current and non-current lease liabilities

This item includes the financial debt related to the right-of-use values recorded under fixed assets.

The change compared with 31 December 2022 was due mainly to the refund of lease fees during the first quarter of 2023.

## **Current liabilities**

(in euro units)	At 31 March 2023	At 31 December 2022
Current liabilities		
Trade payables	63,144	74,111
Current financial liabilities	18,594	25,291
Current lease liabilities	8,937	8,516
Current tax liabilities	701	-
Other current liabilities	10,272	10,708
Total current liabilities	101,648	118,626

## Trade payables

Trade payables refer mainly to balances deriving from transactions for the purchase of goods destined for sale.

There are no particular changes in payment times to suppliers.

## Current financial liabilities

Current financial liabilities refer to maturities within 12 months relating to medium-tolong-term loans and the use of credit lines for down payments.

For an analysis of the net financial position, please see the report on operations.

## Current lease liabilities

This item includes short-term financial debt relating mainly to multi-year lease agreements for properties and to the lease of industrial facilities and machinery.



#### Other current liabilities

Other current liabilities consist mainly of tax payables and payables to employees or social security institutions.

#### **Income statement**

Please refer to the management report for a uniform analysis of the Company's economic situation.

#### Earnings per share

Basic earnings per share are calculated on the basis of the profit for the period attributable to the shareholders of the Company divided by the weighted average number of ordinary shares, calculated as follows:

(in ourse units)	At 31 March		
(in euro units)	2023	2022	
Profit for the year attributable to the Company in thousands of euros	1,561	1,506	
Weighted average number of shares in circulation	14,000	14,000	
Earnings per share (in Euro)	0.11	0.11	

#### **Related party transactions**

The Company's transactions with related parties, identified based on criteria defined by IAS 24 – Related Party Disclosures, are mainly of a commercial or financial nature and are carried out under normal market conditions.

Despite this, there is no guarantee that, if these transactions had been conducted between or with third parties, said third parties would have negotiated and entered into the relevant contracts, or executed the transactions themselves, under the same conditions and in the same manner.

The Company deals with the following related parties:

- Newlat Food S.p.A. and Newlat Group SA, respectively direct and indirect parent company.
- Companies controlled by the direct parent or indirect parent companies other than its own subsidiaries and associates ("Companies controlled by the parent companies").



(In thousands of euros)	Direct parent company Newlat Food	Indirect parent company Newlat Group	Companies controlled by the parent companies New Property	Total	Total statement of financial position items	% of statement of financial position item
Right-of-use assets			( roporty			
At 31 March 2023	2,170		4,017	6,187	11,384	54.4%
At 31 December 2022	2,893		4,180	7,073	11,918	59.3%
Trade receivables						
At 31 March 2023	3,093			3,093	25,758	12.0%
At 31 December 2022	2,526			2,526	33,176	7.6%
Other receivables and						
current assets						
At 31 March 2023	5,824			5,824	9,766	59.6%
At 31 December 2022	5,824			5,824	14,452	40.3%
Financial receivables						
measured at amortised						
cost	2 0 2 5			2 2 2 5	2.025	100.00/
At 31 March 2023	3,025			3,025	3,025	100.0%
At 31 December 2022	3,025			3,025	3,025	100.0%
Cash and cash equivalents	4 (14	2.000		0.400	20.220	42.00/
At 31 March 2023 At 31 December 2022	4,614 17 2 2 7	3,869		8,483 17 2 27	20,220	42.0% 65.1%
Non-current lease	17,327			17,327	26,623	05.1%
liabilities						
At 31 March 2023			3,528	3,528	5,840	60.4%
At 31 December 2022			3,679	3,679	6,185	59.5%
Trade payables			3,013	5,015	0,100	33.370
At 31 March 2023	15,729			15,729	63,144	24.9%
At 31 December 2022	14,833	12		14,845	74,111	20.0%
Current financial liabilities						
At 31 March 2023	1,284	3,025		4,309	18,594	23.2%
At 31 December 2022	49	7,948		7,997	25,291	31.6%
Current lease liabilities						
At 31 March 2023	5,336		593	5,929	8,937	66.3%
At 31 December 2022	5,829		581	6,410	8,516	75.3%
Other current liabilities						
At 31 March 2023	666			666	10,272	6.5%
At 31 December 2022	666			666	10,708	6.2%



(In thousands of	Direct parent company	Indirect parent company	Companies controlled by the parent companies	Other		Total statement of	% of statement
euros)	Newlat Food	Newlat Group	New Property	companies controlled by the parent companies	Total	financial position items	of financial position item
Revenue from							
contracts with							
customers	1140				1110	01.045	1 40/
At 31 March 2023 Cost of sales	1,142				1,142	81,845	1.4%
At 31 March 2023	1,162		163		1,325	65,740	2.0%
At 31 March 2022	8,512	_	239		8,751	54,955	15.9%
Administrative costs	0,0 12		200		07101	5 1,555	101070
At 31 March 2023		33			33	1,867	1.8%
At 31 March 2022		33	-	-	33	1,838	1.8%
Financial income							
At 31 March 2023	125				125	130	95.8%
Financial expenses	c		10		16	0.50	4.70/
At 31 March 2023	6	-	40		46	969	4.7%
At 31 March 2022	7	-	14		21	435	4.8%

#### Disputes, contingent liabilities and contingent assets

The Company is a party to some disputes concerning relatively small amounts. However, it is considered that the resolution of such disputes is unlikely to generate significant liabilities for the Company for which specific risk provisions are not already allocated. Furthermore, there are no substantial changes to the situations regarding disputes or contingent liabilities from 31 March 2023.

Turin, 12 May 2023

Angelo Mastrolia	Fabio Fazzari
Chairman of the BoD	Financial Reporting Officer

Pursuant to paragraph 2, article 154-bis of the Italian Consolidated Law on Finance, the Financial Reporting Officer Fabio Fazzari declares that the accounting information contained in this Interim Report corresponds to the contents of accounting documents, books and records.

Turin, 12 May 2023

Angelo Mastrolia Chairman of the BoD Fabio Fazzari Financial Reporting Officer