Openjobmetis
Group

Interim Financial Report

(Translation from the italian original which remains the definitive version)

6M
23

Il Gruppo Openjobmetis

Openjobmetis S.p.A. - Employment Agency
Auth. Prot. No. 1111 - SG of 26/11/2004

Registered Office
Via Assietta, 19 – 20161 Milan – Italy
Headquarters and Offices
Via Marsala 40/C Centro Direzionale Le Torri, 21013 Gallarate (VA)

Legal Information
Joint-stock company
Approved and subscribed share capital EUR 13,712,000
Registered in the Milan Register of Companies under tax code
13343690155
Website

Contents

CORPORATE BODIES

The Ordinary Shareholders' Meeting of 30 April 2021 appointed the Board of Directors and the Board of Statutory Auditors in office until the Shareholders' Meeting that will be called to approve the financial statements as at 31 December 2023.

Board of Directors

Chairman	Marco Vittorelli
Deputy Chairman	Biagio La Porta
Managing Director	Rosario Rasizza
Directors	Alberica Brivio Sforza [1]
	Laura Guazzoni[1]
	Barbara Napolitano[1]
	Lucia Giancaspro[1]
	Alessandro Potestà[1]
	Alberto Rosati[1]
	Corrado Vittorelli

Board of Statutory Auditors

Chair	Chiara Segala
Standing Auditors	Manuela Paola Pagliarello
	Roberto Tribuno
Alternate Auditors	Alvise Deganello
	Marco Sironi

[1] Independent Director

Committees

Control, Risks and Sustainability Committee [2]	Alberto Rosati (Chairman)[1] Laura Guazzoni[1] Lucia Giancaspro[1]
Remuneration Committee	Alberica Brivio Sforza (Chair)[1] Barbara Napolitano[1] Alberto Rosati[1]

* * *

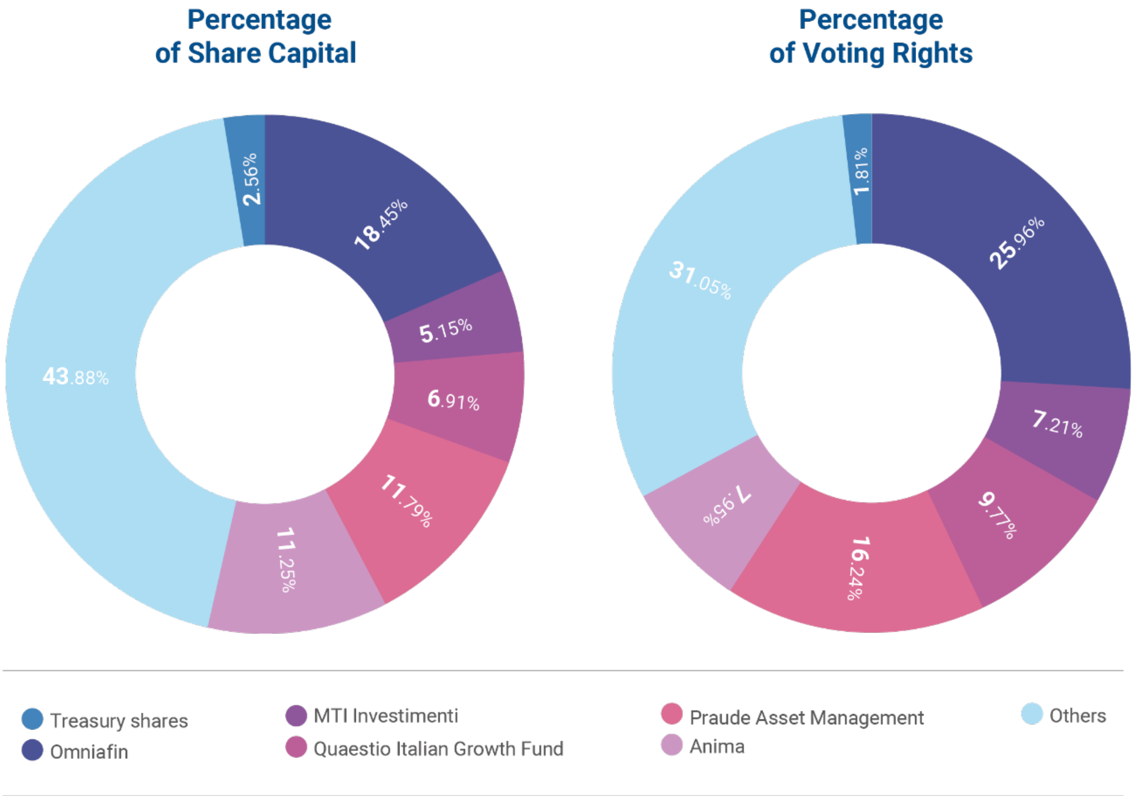
Manager in charge of financial reporting	Alessandro Esposti

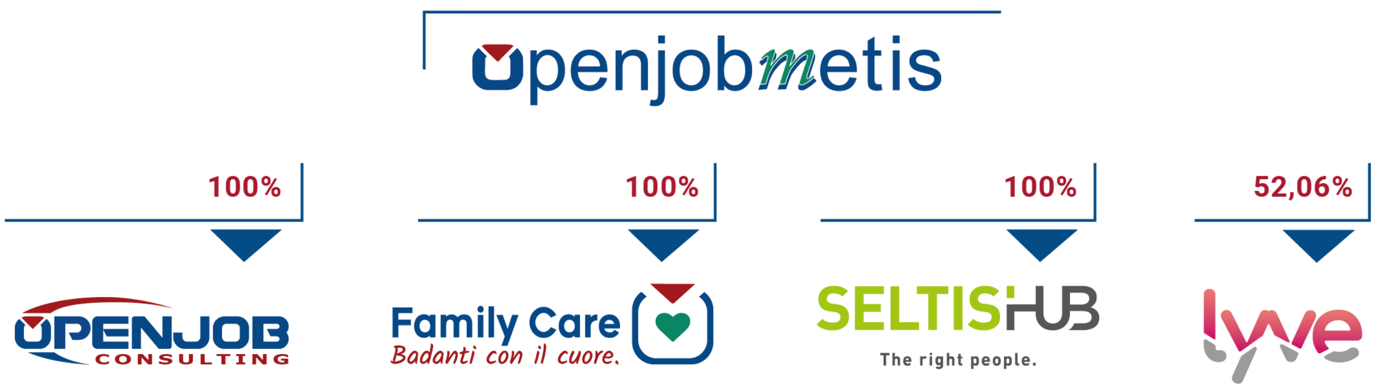
* * *

Independent Auditors [3]	KPMG S.p.A.

[2] The Control, Risks and Sustainability Committee also acts as Related Parties Committee.
[3] In office until 31/12/2023

STRUCTURE OF THE GROUP[4]





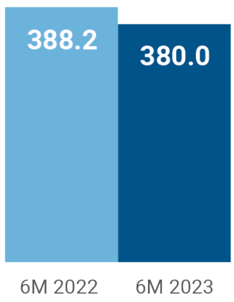
[4] Share capital structure and voting rights as at 30 June 2023 on the basis of the shareholders register, supplemented by communications received by Openjobmetis S.p.A. pursuant to Article 120 of the Consolidated Law on Finance (TUF) and others available. The above figures may not reflect the number of shares held by each of the parties after disclosure.
It should be noted that on 21 April 2023, the Extraordinary Shareholders' Meeting of Openjobmetis S.p.A. approved the elimination of the nominal amount of the ordinary shares and subsequently ordered the cancellation of 342,800 treasury shares already held in the portfolio. The share capital is therefore divided into 13,369,200 ordinary shares with no nominal amount. Please refer to the chapter "Main significant events in the first half of the year and after 30 June 2023" of this report.

Subsidiaries of Openjobmetis S.p.A. as at 30 June 2023.

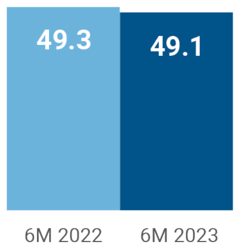
Directors' Report on Operations

Highlights (amounts in millions of EUR)

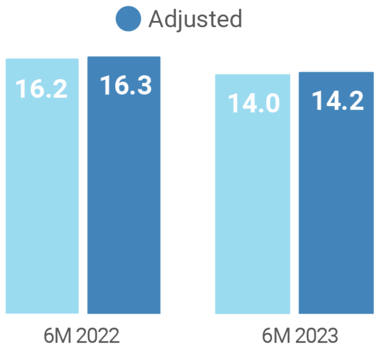
Revenue



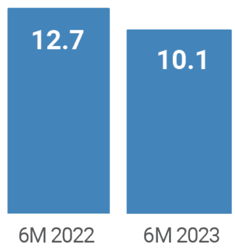
First contribution margin



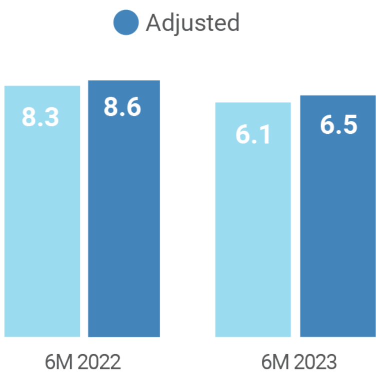
EBITDA



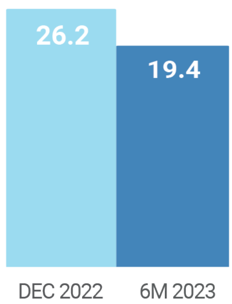
Adjusted EBITA



Profit (loss) for the period



Net Financial Indebtedness (NFI)



Notes: the adjusted values are calculated as indicated in the section "Trends in key financial and operating indicators – alternative performance indicators". Where not specified, the data are to be considered "Reported".

EMARKET SDIR CERTIFIED

Trends in key financial and operating indicators – alternative performance indicators

Income Statement indicators	6M 2023		6M 2022		Δ 23 vs. 22	
	EUR	%	EUR	%	EUR	%
First contribution margin (millions/margin) (1)	49.1	12.9%	49.3	12.7%	(0.2)	(0.4%)
EBITDA (millions/margin) (2)	14.0	3.7%	16.2	4.2%	(2.2)	(13.6%)
Adjusted EBITDA (millions/margin) (3)	14.2	3.7%	16.3	4.2%	(2.1)	(12.9%)
EBITA (millions/margin) (4)	9.9	2.6%	12.6	3.2%	(2.7)	(21.4%)
Adjusted EBITA (millions/margin) (5)	10.1	2.7%	12.7	3.3%	(2.6)	(20.5%)
Profit (loss) for the period (millions/margin)	6.1	1.6%	8.3	2.1%	(2.2)	(26.5%)
Adjusted profit (loss) for the period (millions/margin) (6)	6.5	1.7%	8.6	2.2%	(2.1)	(24.4%)
Net earnings (loss) per share outstanding* (EUR)	0.47	-	0.62	-	(0.15)	(24.2%)

Other indicators	6M 2023	31/12/2022	Δ 23 vs. 22	
			Value	%
Net financial indebtedness (EUR million) (7)	19.4	26.2	(6.8)	(25.9%)
Number of shares (thousand)	13,369	13,712	(343)	(2.5%)
Average no. of days to collect trade receivables (days) (8)	72	68	4	5.8%

** The number of shares is calculated net of treasury shares purchased following the buy-back programme and partial voluntary tender offer, the acceptance period of which ended on 2 December 2022.*
It should be noted that on 21 April 2023, the Extraordinary Shareholders' Meeting of Openjobmetis S.p.A. approved the elimination of the nominal amount of the ordinary shares and subsequently ordered the cancellation of 342,800 treasury shares already held in the portfolio. The share capital is therefore divided into 13,369,200 ordinary shares with no nominal amount. Please refer to the chapter "Main significant events in the first half of 2023 and after 30 June 2023" of this report.

(1) The first contribution margin is calculated as the difference between Revenue and Personnel expense for contract workers and outsourcing.

(2) EBITDA is calculated as Profit (loss) for the period before income taxes, net financial expense, amortisation/depreciation, provisions and impairment losses on trade and other receivables.

(3) Adjusted EBITDA is calculated as EBITDA before charges mainly relating to costs for personnel reorganisation, in relation to acquisitions and costs for professional consultancy, including for extraordinary transactions in the regulated market (as indicated in the following pages of this report).

(4) EBITA is calculated as Profit (loss) for the period before income taxes, net financial expense and amortisation of the intangible assets included in the balance of Intangible assets and goodwill (mainly amortisation of customer relations and non-compete agreement signed as part of the acquisition of "Quanta").

(5) Adjusted EBITA is calculated as EBITA before charges mainly relating to costs for personnel reorganisation, in relation to acquisitions and costs for professional consultancy (as indicated in the following pages of this report).

(6) Adjusted Profit (loss) for the period is calculated as Profit (loss) for the period before charges mainly relating to costs for personnel reorganisation in relation to acquisitions and costs for professional consultancy, including for extraordinary transactions in the regulated market, the amortisation of the intangible assets included in the balance of Intangible assets and goodwill (mainly amortisation of customer relations and the non-compete agreement signed as part of the acquisition of "Quanta") and net of the related tax effect (as indicated in the following pages of this report).

(7) Net financial indebtedness shows the company's financial exposure to lenders and is the difference between financial assets and the sum of current and non-current financial liabilities (see the section on "Operating performance and results of the Group" for its detail).
(8) Average number of days to collect trade receivables: I) as at 31 December, trade receivables / revenue x 360; II) as at 30 June, trade receivables / revenue x 180.

The costs subject to adjustment as part of the aforementioned alternative performance indicators (costs for personnel reorganisation in relation to acquisitions and costs for professional consultancy, including for extraordinary transactions in the regulated market, and the amortisation of the intangible assets included in the balance of Intangible assets and goodwill) with the related reconciliations to the financial statements data are provided in the section "Analysis of the operating performance of the Openjobmetis Group in the first half of 2023" of this report.

The aforementioned alternative performance indicators facilitate analysis of business performance, ensuring better comparability of results over time.

The above indicators are not identified as accounting measures under IFRS, therefore the quantitative determination thereof may not be unique. The determination criteria applied by the Group for these indicators may not be consistent and comparable with those determined by other operators.

Economic, political and labour market framework[5]

The first quarter of 2023 recorded an unexpected recovery in GDP, after the slowdown recorded at the end of 2022. The "Quarterly Economic Accounts", published by ISTAT on 31 May 2023, reveal an increase in gross domestic product for the first quarter of the year of 0.6% on a quarterly basis and 1.9% on a yearly basis, driven by the positive contribution of private consumption and public investments.

More than a year after the invasion of Ukraine, the uncertain outcome of the conflict, together with inflation trends, could however influence economic performance in the near future. In contrast to the trend, Italian companies improved their expectations concerning operating conditions, thanks to the increase in consumer demand and the easing of difficulties linked to energy prices and raw material procurement[6].

Following the above arguments, the Bank of Italy revised its growth projections upwards in 2023, with an annual increase in GDP of 1.3%. This revision is also the result of an estimated decline in inflation which, after reaching a peak in April of +8.2%, predict an annual average of 6.1%, lower than the forecasts released at the start of the year.

The monetary policy undertaken by the ECB in the first half of the year led to aggressive reference rate hikes (+4% in June) aimed at counteracting strong inflationary pressures. However, further increases if necessary in the following months have not been ruled out, with the ultimate objective of bringing inflation back to 2% over the medium term.[7]

While on one hand, following the increase in the cost of bank credit, a slowdown is expected in private sector investments, on the other hand a greater boost is expected from the public sector, thanks to the interventions of the "National Recovery and Resilience Plan" (NRRP)[8]. In addition, at national level, the impact of the tensions associated with bank failures (recall the bankruptcy of Silicon Valley Bank in March and Credit Suisse bailout) was limited, giving rise to fewer concerns than assumed by analysts.[9]

On the labour market front, in the first quarter of 2023 GDP growth translated into an increase in employment (+513 thousand employed compared to the first quarter of 2022 and +104 thousand compared to the previous quarter), marking the eighth consecutive quarter with a year-on-year increase.

In detail, the growth was characterised by a quarterly increase in indefinite term employees (+0.6%), while the number of temporary workers was down slightly (-0.5%).

At the same time, in the first quarter Istat reported a significant increase on a quarterly basis in the labour cost per unit of employment, which reached its highest values in recent years, recording +1.2% for the remuneration component and +3% for social security contributions. This effect is attributable to the disbursement of one-off amounts and the restriction of the contribution reduction measures applied in 2021 and 2022.[10]

Demand for workers was driven by the tertiary sector (particularly tourism) and the resumption of the energy-intensive manufacturing sectors, which benefited from the drop in consumer prices.

This trend was also confirmed in April, when the number of job seekers and the unemployment rate decreased (7.8%).

[5] Sources: ISTAT and Bank of Italy
[6] Bank of Italy, Survey on inflation and growth expectations, 6 April 2023
[7] Sole 24 Ore, ECB raises rates and announces a hike in July, 15 June 2023
[8] Bank of Italy, "Macroeconomic projections for the Italian economy", 16 June 2023
[9] Bank of Italy, Economic Bulletin no. 2, 7 April 2023
[10] ISTAT, The Labour Market - I quarter 2023, 13 June 2023

The month of May saw a further rise in the employment rate to 61.2% and a further decline in the unemployment rate to 7.6%.

Although the increase in employment in the first half of 2023 was driven by open-ended contracts, the use of fixed-term labour is on the rise, also thanks to the newfound propensity of companies to activate new fixed-term positions.[11]

In particular, the figures of greatest interest in the manufacturing sector, which represents one of the main sectors to which Openjobmetis S.p.A. customers belong, are metalworkers, millers, carpenters and electrical/mechanical maintenance workers. According to what appeared in the Sole 24 Ore[12], there were an estimated 160 thousand contracts offered by the Employment Agencies in June and July 2023, in a market still characterised by a mismatch between labour demand and supply.

From the regulatory perspective, the first six months of 2023 were characterised by strong turmoil.

The "Meloni Government" immediately implemented its policies in initiatives aimed at making fixed-term contracts more user-friendly and flexible.

In February, with an amendment to the Milleproroghe Decree, the option of using contract workers for periods of more than 24 months was extended by one year, from 30 June to 30 June 2025 without the need to establish a permanent employment contract, even if the employment contract between the employment agency and the contract worker is open-ended.

On 5 May 2023, the Labour Decree was published in the Official Gazette, which provides, inter alia, for the introduction of the inclusion allowance and new reasons for entering into fixed-term employment contracts.

The Inclusion Allowance represents the new economic, social and professional support measure to replace Citizens' Income and will become active as of 1 January 2024. The presence in the household of a person with a disability, a minor or a person over sixty, in addition to the citizenship requirements, is required for the entitlement. The monthly contribution is disbursed for a maximum period of 18 months, renewable for a further year. Once the digital activation agreement has been signed, the employable people within that household will need to engage in a personalised social or work inclusion process.

In order to favour the intersection between supply and demand, the Decree established the Information System for social and work inclusion (SIISL), created by INPS. The platform is fundamental to overcome infrastructural and geographical limits, intersecting communication between regions, municipalities, Ministries and Employment Agencies. By profiling candidates by expertise, training and personal skills, Employment Agencies will have the opportunity to effectively match the needs of companies with potential employees. It is estimated that there will be around 400 thousand registrations on the portal by the end of 2023.[13]

Beneficiaries will be required to accept a job offer of no less than one month (part-time not less than 60%) and with a salary no lower than the minimum wage set forth in collective agreements throughout the country if on a permanent basis or within the 80 km from home if on a fixed-term basis.

For Employment Agencies, an incentive is established equal to 30% of the amount paid to the employer (exemption from the payment of 100% of social security contributions, excluding INAIL and bonuses, up to EUR 8 thousand per year for permanent hires; of 50%, up to EUR 4 thousand per year for fixed-term).

[11] Bank of Italy, The labour market: data and analysis, 19 May 2023
[12] Sole 24 Ore, Employment agencies, 160 thousand summer jobs, 11 June 2023
[13] Sole 24 Ore, Here is the portal that will cross-reference job supply and demand, 16 May 2023

The Labour Decree also substantially affects the configuration of the reasons for fixed-term contracts with a duration of between 12 and 24 months, moving away from the rigidity of the Dignity Decree (Law Decree 87/2018). Indeed, there are now three clusters of reasons, i.e., specific requirements set forth by collective agreements, technical, organisational and production requirements (by 30 April 2024) and the replacement of other workers.

A few days after the publication of the Labour Decree, Minister of Labour Marina Calderone stressed: “In a transition phase such as the current one, in which the needs of businesses are changing, new requirements are emerging in terms of professionalism and new challenges for the world of work […]”.

The government's objective is to guarantee greater flexibility in order to meet the needs of a constantly changing labour market.

In light of the above, the Group Management continues to closely monitor economic and political scenarios and those linked to the evolution of the labour market with a critical spirit. Despite the uncertainty that continues to characterise the macroeconomic context, there are currently no critical issues regarding turnover trends, the recoverability of trade receivables and intangible assets and goodwill recorded in the financial statements.

It should be noted that in the first half of the year, the contribution margin rose from 12.7% as at 30 June 2022 to 12.9% as at 30 June 2023. This result appears to be significant especially for the second part of the year and for the future of the business.

To date, there are no particular risk situations relating to the solvency of Openjobmetis Group customers, as demonstrated by the average collection times (DSO) as at 30 June 2023 of 72 days.

Operating performance and results of the Group

Analysis of the operating performance of the Openjobmetis Group in the first half of 2023

Revenue from sales for the first six months of 2023 came to EUR 380.0 million compared to EUR 388.2 million for the same period in the previous year. Operating profit (or EBIT, earnings before interest and tax) amounted to EUR 9.5 million (EUR 12.3 million in the first six months of 2022).

The table below shows the consolidated financial figures of the Group for the periods ended 30 June 2023 and 30 June 2022.

(amounts in thousands of EUR)	Period ended 30 June				Change in 2023/2022	
	2023	% of Revenue	2022	% of Revenue	Value	%
Revenue	380,027	100.0%	388,201	100.0%	(8,174)	(2.1%)
Cost of contract work and outsourcing	(330,966)	(87.1%)	(338,878)	(87.3%)	7,912	(2.3%)
First contribution margin	49,061	12.9%	49,323	12.7%	(262)	(0.5%)
Other income	6,257	1.6%	7,533	1.9%	(1,276)	(16.9%)
Personnel expenses	(22,997)	(6.1%)	(21,354)	(5.5%)	(1,643)	7.7%
Cost of raw materials and consumables	(111)	(0.0%)	(95)	(0.0%)	(16)	16.8%
Costs for services	(17,831)	(4.7%)	(18,752)	(4.8%)	921	(4.9%)
Other operating expenses	(427)	(0.1%)	(459)	(0.1%)	32	(7.0%)
EBITDA	13,952	3.7%	16,196	4.2%	(2,244)	(13.9%)
Provisions and impairment losses	(1,150)	(0.3%)	(718)	(0.2%)	(432)	60.2%
Amortisation/depreciation	(2,930)	(0.8%)	(2,878)	(0.7%)	(52)	1.8%
EBITA	9,872	2.6%	12,600	3.2%	(2,728)	(21.7%)
Amortisation of intangible assets	(339)	(0.1%)	(331)	(0.1%)	(8)	2.4%
EBIT	9,533	2.5%	12,269	3.2%	(2,736)	(22.3%)
Financial income	475	0.1%	12	0.0%	463	3,858.3%
Financial expense	(860)	(0.2%)	(281)	(0.1%)	(579)	206.0%
Profit (loss) before taxes	9,148	2.4%	12,000	3.1%	(2,852)	(23.8%)
Income taxes	(3,049)	(0.8%)	(3,693)	(1.0%)	644	(17.4%)
Profit (loss) for the period	6,099	1.6%	8,307	2.1%	(2,208)	(26.6%)

The table below provides a breakdown of the costs that have been adjusted for the purposes of determining the Alternative Performance Indicators (APIs).

(In thousands of EUR)		30/06/2023	30/06/2022
Costs for services	Charges mainly relating to costs for professional consultancy, including for extraordinary transactions on the regulated market	228	10
Personnel expenses	Costs for personnel reorganisation	-	118
Total		**228**	**128**
Amortisation	Amortisation of customer relations and non-compete agreements included in intangible assets and goodwill	339	331
Total costs		**567**	**459**
Tax effect		(158)	(128)
Total impact on the Income Statement		**409**	**331**

In the first six months of 2023, expenses mainly referring to costs for professional consultancy, including for extraordinary transactions on the regulated market, amounted to EUR 228 thousand. Amortisation of intangible assets includes the amortisation of the non-compete agreement for EUR 149 thousand and the amortisation of customer relations for EUR 182 thousand recorded in the financial statements following the "Quanta" transaction in 2021 and other minor costs for EUR 8 thousand. The above resulted in an adjusted net profit for the period of EUR 6,508 thousand, taking into account a negative tax effect of EUR 158 thousand.

Revenue

Revenue for the first six months of 2023 amounted to EUR 380,027 thousand compared to EUR 388,201 thousand in 2022. Despite the uncertainty that characterised the macroeconomic scenario in the first part of the year, the Group's revenues fell only slightly, in line with the trend of the staffing market.

The subsidiaries Family Care S.r.l. - Employment Agency, specialising in providing family assistants dedicated to the elderly (+17.0% compared to the same period of 2022) and Seltis Hub, specialising in recruitment and selection (+8.6% compared to 30 June 2022), both had positive performance.

The following table provides a breakdown of revenue by type of service:

(In thousands of EUR)	6M 2023	6M 2022	Change
Revenue from contract work	369,151	376,515	(7,364)
Revenue from personnel recruitment and selection	4,275	4,027	248
Revenue from outsourced services	3,347	3,241	106
Revenue from other activities	3,254	4,418	(1,164)
Total Revenue	380,027	388,201	(8,174)

Cost of contract work and outsourcing

Personnel expense relating to contract workers and for outsourced services rendered amounted to EUR 330,966 thousand, compared to EUR 338,878 thousand in the first half of 2022, with an impact on revenue of 87.1%, a slight reduction compared to the same period of the previous year (87.3%).

The table below shows details of costs of contract work and outsourcing:

(In thousands of EUR)	6M 2023	6M 2022	Change
Wages and salaries of contract workers	235,874	240,905	(5,031)
Social security charges of contract workers	67,883	70,690	(2,807)
Post-employment benefits of contract workers	12,440	12,795	(355)
Forma.Temp contributions for contract workers	8,586	8,871	(285)
Other costs of contract workers	3,159	2,913	246
Other costs for outsourced and other services	3,024	2,704	320
Total cost of contract work and outsourcing	330,966	338,878	(7,912)

First contribution margin

The first contribution margin of the Group in the first six months of 2023 was equal to EUR 49,061 thousand, compared to EUR 49,323 thousand in the same period of 2022. Note the increase in the incidence of the first margin on revenue, equal to 12.9%, compared to 12.7% in the previous year and 12.8% in the first quarter of 2023.

Other income

The item Other income for the first half of 2023 stood at EUR 6,257 thousand, compared with EUR 7,533 thousand in the same period of 2022.

The item mostly includes contributions from Forma.Temp (EUR 5,961 thousand as at 30 June 2023, compared with EUR 6,711 thousand as at 30 June 2022) for costs incurred by the Group to deliver training courses for contact workers through qualified trainers. These contributions are issued by Forma.Temp on the basis of the specific cost reports of equal amounts - recorded for the organisation and performance of training activities – carried out for each individual initiative. The decrease compared to the previous year is due to the change in the mix between fixed-term and permanent contracts.

Other sundry income amounted to EUR 296 thousand as at 30 June 2023, compared to EUR 822 thousand in the same period of 2022. The decrease is mainly attributable to the reduction in benefits deriving from the allocations of assets referring to previously written down receivables.

Personnel expenses

The average number of employees as at 30 June 2023 was 783, compared to 763 as at 30 June 2022, and includes staff employed at the headquarters and at the Group's subsidiaries and staff at the branch offices located throughout the country.

Personnel expenses amounted to EUR 22,997 thousand in the first six months of 2023, compared with EUR 21,354 thousand in the first six months of 2022.

The disbursement of the one-off payment envisaged at the time of the contractual renewal of the national tertiary labour agreement had an impact on the first quarter of EUR 359 thousand. The extraordinary sector protocol envisaged the recognition of an amount of EUR 350 gross at the fourth level (divided between the January and March paychecks) to be re-measured on the different levels of classification.

Subsequently, starting from April, a paycheck increase was recognised as an advance to be absorbed by future contractual increases of EUR 30 gross at the fourth commerce level, also to be re-measured on the other levels.

Costs for services

In the first six months of 2023, costs for services were EUR 17,831 thousand, compared with EUR 18,752 thousand as at 30 June 2022.

Costs for services include the costs incurred for the organisation of personnel training courses for contract workers, amounting to EUR 5,975 thousand in the first six months of 2023, compared to EUR 6,742 thousand in the same period of 2022. The Group receives contributions from Forma.Temp to fully cover the costs incurred for training, following accurate and timely reporting of said costs.

The figure as at 30 June 2023 includes charges primarily relating to professional consultancy costs, also for extraordinary transactions on the regulated market, of EUR 228 thousand, while in the same period of the previous year they amounted to EUR 10 thousand. These charges are subject to disclosure for the purposes of calculating Adjusted EBITDA, as described below.

The following table shows the breakdown of the item costs for services:

(In thousands of EUR)	6M 2023	6M 2022	Change
Costs for organising courses for contract workers	5,975	6,742	(767)
Costs for tax, legal, IT, business consultancy	3,531	3,765	(234)
Costs for marketing consultancy	1,160	1,195	(35)
Fees to sourcers and professional advisors	2,384	2,381	3
Costs for advertising and sponsorships	1,005	1,179	(174)
Costs for utilities	625	707	(82)
Remuneration to the Board of Statutory Auditors	57	56	1
Costs for due diligence and consultancy services	228	10	218
Other	2,866	2,717	149
Total costs for services	17,831	18,752	(921)

Net of costs for the organisation of courses for contract workers, the incidence on revenue of remaining costs for services, which refer mainly to the costs for tax, legal, IT, commercial and business consultancy, and fees to sourcers and professional advisors, stands at 3.1%, in line with the first six months of 2022.

EBITDA, EBITA and the respective adjusted values

In 1H 2023, EBITDA amounted to EUR 13,952 thousand, compared to EUR 16,196 thousand in the same period in 2022. Adjusted EBITDA [14] was EUR 14,180 thousand in the first six months of 2023, compared to EUR 16,324 thousand in the first half of 2022.

EBITA [15] in the first six months of 2023 amounted to EUR 9,872 thousand compared to EUR 12,600 thousand in the same period of 2022 and Adjusted EBITA [16] amounted to EUR 10,100 thousand compared to EUR 12,728 thousand in the first half of 2022.

[14] Adjusted EBITDA is calculated as EBITDA before charges mainly relating to costs for personnel reorganisation, in relation to acquisitions and costs for professional consultancy, including for extraordinary transactions in the regulated market.

[15] EBITA is calculated as Profit (loss) for the period before income taxes, net financial expense and amortisation of the intangible assets included in the balance of Intangible assets and goodwill (mainly amortisation of customer relations and non-compete agreement signed as part of the acquisition of "Quanta").

[16] Adjusted EBITA is calculated as EBITA before charges mainly relating to costs for personnel reorganisation, in relation to acquisitions and costs for professional consultancy, including for extraordinary transactions in the regulated market.

Amortisation/Depreciation

Amortisation/depreciation was EUR 3,269 thousand in the first six months of 2023, compared to EUR 3,209 thousand in 2022.

The amortisation charge for intangible assets was EUR 339 thousand in the first six months of 2023 (EUR 331 thousand in the same period of 2022). Primarily, it includes the amortisation of the intangible asset recorded in relation to the non-compete agreement with the seller for the "Quanta" transaction amounting to EUR 149 thousand and the amortisation charge for customer relations amounting to EUR 182 thousand.

Impairment loss on trade and other receivables

Impairment losses on trade receivables and other receivables in the first six months of 2023 totalled EUR 1,150 thousand, compared to EUR 718 thousand in the same period of 2022. The incidence of impairment losses on turnover was approximately 0.3%, up slightly compared to 30 June 2022, but in line with the natural trend of the Group.

EBIT

As a result of the above, the Group's operating profit as at 30 June 2023 was equal to EUR 9,533 thousand, compared to the total of EUR 12,269 thousand in the same period of 2022.

Financial income and financial expense

Net financial income and expense showed a net negative balance of EUR 385 thousand in the first half of 2023, compared to EUR 269 thousand in the first six months of 2022. It should be noted that the figure includes the accounting of financial expense relating to lease liabilities (for EUR 133 thousand).

As at 30 June 2023, “bank and other interest income” was accounted for referring to income deriving from the agreement that the Parent entered into with Banca Intesa Sanpaolo during this half-year for the transfer of tax receivables. For further information, please refer to note 27 of the Notes to the condensed interim consolidated financial statements.

Income taxes

In the first half of 2023 income taxes totalled EUR 3,049 thousand, compared to EUR 3,693 thousand in the same period of 2022. Current taxes for the first six months of 2023, totalling EUR 2,773 thousand, refer to IRAP of EUR 753 thousand and to IRES of EUR 2,020 thousand. Current taxes for the first six months of 2022, totalling EUR 3,117 thousand, refer to IRAP of EUR 777 thousand and to IRES of EUR 2,340 thousand.

For further information, please refer to note 28 of the Notes to the condensed interim consolidated financial statements.

Net Profit/(Loss) for the period and adjusted net Profit/(Loss) for the period

As a result of the above, a net profit for the period of EUR 6,099 thousand was recognised in 1H 2023, compared to a net profit of EUR 8,307 thousand in 1H 2022.

Adjusted net profit for the period, as reported in the following table, was EUR 6,508 thousand in the first six months of 2023, compared with EUR 8,638 thousand in the same period of 2022.

Adjusted Profit *(In thousands of EUR)*	6M 2023	6M 2022
Profit for the period	6,099	8,307
Costs for services (Charges mainly relating to costs for professional consultancy, including for extraordinary transactions on the regulated market)	228	10
Employee costs (Personnel reorganisation)	0	118
Amortisation of intangible assets	339	331
Tax effect	(158)	(128)
Adjusted profit for the period	6,508	8,638

Statement of Financial Position

The table below shows the Group's consolidated statement of financial position reclassified on a financial basis as at 30 June 2023 and as at 31 December 2022.

(In thousands of EUR)					Change in 2023/2022	
	30/06/2023	% on NIC* or Total sources	31/12/2022	% on NIC* or Total sources	Value	%
Intangible assets and goodwill	102,482	63.2%	102,842	60.8%	(360)	(0.4%)
Property, plant and equipment	3,596	2.2%	3,493	2.1%	103	2.9%
Right of use for leases	13,271	8.2%	13,838	8.2%	(567)	(4.1%)
Other net non-current assets and liabilities	20,680	12.8%	20,654	12.2%	26	0.1%
Total non-current assets/liabilities	140,029	86.3%	140,827	83.3%	(798)	(0.6%)
Trade receivables	152,073	93.8%	144,584	85.5%	7,489	5.2%
Other assets	11,252	6.9%	8,423	5.0%	2,829	33.6%
Current tax assets	88	0.1%	81	0.0%	7	8.6%
Trade payables	(15,612)	(9.6%)	(14,752)	(8.7%)	(860)	5.8%
Current employee benefits	(71,396)	(44.0%)	(62,861)	(37.2%)	(8,535)	13.6%
Other liabilities	(50,000)	(30.8%)	(40,879)	(24.2%)	(9,121)	22.3%
Current tax liabilities	(525)	(0.3%)	(2,512)	(1.5%)	1,987	(79.1%)
Provisions for current risks and charges	(3,734)	(2.3%)	(3,757)	(2.2%)	23	(0.6%)
Net working capital	22,146	13.7%	28,327	16.7%	(6,181)	(21.8%)
Total loans – net invested capital	162,175	100.0%	169,154	100.0%	(6,979)	(4.1%)
Equity	141,368	87.2%	141,521	83.7%	(153)	(0.1%)
Net Financial Indebtedness (NFI)	19,426	12.0%	26,216	15.5%	(6,790)	(25.9%)
Non-current employee benefits	1,381	0.9%	1,417	0.8%	(36)	(2.5%)
Total sources	162,175	100.0%	169,154	100.0%	(6,979)	(4.1%)

* Net Invested Capital

Intangible assets and goodwill

Intangible assets and goodwill totalled EUR 102,482 thousand as at 30 June 2023, compared to EUR 102,842 thousand as at 31 December 2022, and consist primarily of goodwill, customer relations, software, trademarks and assets under development and payments on account.

Goodwill, amounting to EUR 99,227 thousand as at 30 June 2023, unchanged compared to 31 December 2022, is attributable for EUR 45,999 thousand to acquisitions carried out before 2011 and the merger with WM S.r.l. carried out in 2007, for EUR 27,164 thousand to the acquisition and subsequent merger of Metis S.p.A. carried out in 2011, and for EUR 383 thousand to the acquisition of the subsidiary Corium S.r.l. carried out in 2013. Subsequently, the goodwill value increased in relation to the acquisitions of Meritocracy S.r.l. and HC S.r.l., respectively for amounts equal to EUR 288 thousand and EUR 604 thousand. The acquisition of Jobdisabili S.r.l. in January 2020 led to an increase of EUR 169 thousand, and the acquisition of 50.66% of Lyve S.r.l. in November 2020 resulted in an increase of EUR 519 thousand. Finally, following the acquisition of Quanta S.p.A. and its subsidiary Quanta Risorse Umane S.p.A., which took place on 26 May 2021, and consolidated from the financial statements as at 30 June 2021, the value of goodwill increased by EUR 24,100 thousand.

At the end of each year, the Group tests goodwill for impairment with the support of an independent professional. The impairment test on goodwill is carried out on the basis of the value in use through calculations based on projected cash flows taken from the approved five-year business plan. For the financial statements as at 31 December 2022, the impairment test carried out on goodwill showed no need for impairment to be recognised. On the basis of appropriate assessments made when the interim financial statements as at 30 June 2023 were drafted, also in light of the good results in terms of actual margins recorded in the first six months of the year, which suggest an overall year-end result in line with that recorded at the end of 2022, confirming the forecasts of the 2023-2027 Business Plan, and an update of the sensitivity analysis with respect to the discount rate based on the new macroeconomic scenario, the Board of Directors of Openjobmetis S.p.A. confirmed the validity of the impairment test carried out with reference to the financial statements as at 31 December 2022.

For further information, please refer to note 5 of the Notes to the condensed interim consolidated financial statements.

Other net non-current assets and liabilities

The item, amounting to EUR 20,680 thousand (EUR 20,654 thousand as at 31 December 2022), mainly includes the net effect deriving from the realignment of the tax value of the goodwill of the Parent, as provided for by Law Decree 104/2020, Article 110, paragraphs 8 and 8-bis, for which EUR 19,150 thousand was recorded for deferred tax assets as at 30 June 2023. Also included are payables for non-compete agreements of EUR 300 thousand (EUR 600 thousand as at 31 December 2022).

Trade receivables

As at 30 June 2023, trade receivables amounted to EUR 152,073 thousand, compared to EUR 144,584 thousand as at 31 December 2022. The item is recorded in the consolidated financial statements net of a loss allowance of EUR 7,334 thousand (EUR 7,598 thousand as at 31 December 2022).

As a result of the acquisition of Quanta, trade receivables at fair value were recorded in the financial statements and totally written down by EUR 72 thousand as at 30 June 2023 (EUR 88 thousand as at 31 December 2022).

The days sales outstanding (DSO) granted to customers is 72, compared to 68 reported as at 31 December 2022.

There are no trade receivables with insurance coverage.

There are no credit risk profiles for related parties.

There are no particular concentrations of trade receivables in specific sectors.

Financial assets (current)

The item includes receivables from factoring companies for the amount of EUR 7,331 thousand referring to trade receivables assigned as at 30 June 2023, for which the Group has not requested early settlement (EUR 3,095 thousand as at 31 December 2022).

Other assets

As at 30 June 2023, other receivables amounted to a total of EUR 11,252 thousand, compared to EUR 8,423 thousand as at 31 December 2022, and relate to receivables from Forma.Temp for EUR 2,231 thousand (EUR 2,724 thousand as at 31 December 2022), mainly referring to the reimbursement of the salary supplement (Trattamento di Integrazione Salariale - TIS) paid in advance to contract workers, receivables from the INPS treasury funds for post-employment benefits for EUR 246 thousand (EUR 1,574 thousand as at 31 December 2022), prepayments for EUR 5,047 thousand (EUR 1,242 thousand as at 31 December 2022), other disputed receivables for EUR 1,095 thousand relating to a receivable from a former director of Metis S.p.A. for unjustified expenses (unchanged compared to 31 December 2022), receivables from the tax authorities for reimbursements for EUR 968 thousand (EUR 152 thousand as at 31 December 2022) and other sundry receivables for EUR 265 thousand (EUR 236 thousand as at 31 December 2022).

The change in the amount due from the INPS treasury fund for post-employment benefits is mainly due to the seasonal nature of contract work, the contracts of which generally terminate prior to the customer companies' closure for the holidays.

Prepayments mainly refer to advance costs for the provision of training courses for contract workers yet to be completed that will qualify for Forma.Temp funding in the following months, in addition to other contractual assets and maintenance contract costs.

As at 30 June 2023 there finally remained receivables of EUR 1,400 thousand related to other liabilities also covered by a guarantee from the selling party Quanta S.p.A., for which there is a provision for risks of the same amount, unchanged from 31 December 2022.

Trade payables

As at 30 June 2023, trade payables amounted to EUR 15,612 thousand, compared to EUR 14,752 thousand as at 31 December 2022. The main suppliers of the Group are implementing bodies for the organisation of courses for contract workers.

Current employee benefits

As at 30 June 2023, payables for current employee benefits amounted to EUR 71,396 thousand, compared with EUR 62,861 thousand as at 31 December 2022. The item mainly refers to payables for salaries and compensation due to contract workers and company employees, in addition to the payable for post-employment benefits due to contract workers.

Given the nature of business carried out by the Group and the average duration of employment contracts with contract workers, employee benefits represented by the post-employment benefits of contract workers are paid periodically and were consequently regarded as current liabilities. Therefore, there was no need to make any actuarial valuation and the liability corresponds to the amount due to contract workers at the end of the contract. The increase recorded as at 30 June 2023 compared to 31 December 2022 is attributable mainly to the increase in accruals for temporary workers of additional months' pay in the first half, but not yet paid.

Other current liabilities

As at 30 June 2023, other liabilities amounted to EUR 50,000 thousand, compared to EUR 40,879 thousand as at 31 December 2022. The item mainly relates to social security charges payable for EUR 29,897 thousand (EUR 25,872 thousand as at 31 December 2022) and tax payables mainly in respect of employee withholding taxes for the amount of EUR 15,665 thousand (EUR 11,408 thousand as at 31 December 2022). In addition, the item includes payables to Forma.Temp for EUR 1,150 thousand (EUR 1,117 thousand as at 31 December 2022) and other payables for a total amount of EUR 3,288 thousand (EUR 2,482 thousand as at 31 December 2022), mainly including the valorisation of put-options provided for in the agreements for the purchase of the remaining shares of the subsidiaries.

The increase in the values as at 30 June 2023 compared to 31 December 2022 is mainly due to the higher number of resources provided in the last period of the half-year, compared to what was recorded in the last period of 2022.

Equity

As at 30 June 2023, equity amounted to EUR 141,368 thousand, compared to EUR 141,521 thousand as at 31 December 2022. The change in equity recorded between 30 June 2023 and 31 December 2022 is mainly attributable to the distribution of dividends for EUR 6,511 thousand, in addition to the profit for the period.

Net Financial Indebtedness (NFI)

Net financial indebtedness shows a negative balance of EUR 19,426 thousand as at 30 June 2023, compared to a negative balance of EUR 26,216 thousand as at 31 December 2022.

Below is the net financial indebtedness of the Group as at 30 June 2023 and as at 31 December 2022, calculated in accordance with the *guidelines on disclosure requirements* published by ESMA on 4 March 2021 and *CONSOB call to attention # 5/21* of 29 April 2021.

	(In thousands of EUR)			2023 vs 2022 Change	
		30/06/2023	31/12/2022	Value	%
A	Cash	35	46	(11)	(23.9%)
B	Cash and cash equivalents	10,847	10,244	603	5.9%
C	Other current financial assets	7,331	3,095	4,236	137%
D	**Cash and cash equivalents (A+B+C)**	**18,213**	**13,385**	**4,828**	**36.1%**
E	Current financial debt	(24,402)	(22,831)	(1,571)	6.9%
F	Current portion of non-current financial debt	(3,811)	(4,025)	214	(5.3%)

	(In thousands of EUR)			2023 vs 2022 Change	
G	Current financial indebtedness (E+F)	(28,213)	(26,856)	(1,357)	5.1%
H	Net current financial indebtedness (G+D)	(10,000)	(13,471)	3,471	(25.8%)
I	Non-current financial debt	(9,426)	(12,745)	3,319	(26.0%)
J	Debt instruments	-	-	-	-
K	Trade payables and other non-current payables	-	-	-	-
L	Non-current financial indebtedness (I+J+K)	(9,426)	(12,745)	3,319	(26.0%)
M	Total financial indebtedness (H+L)	(19,426)	(26,216)	6,790	(25.9%)

Other current financial assets of EUR 7,331 thousand refers to receivables from factoring companies referring to trade receivables assigned as at 30 June 2023, for which the Group has not requested early settlement.

Net financial indebtedness showed a negative balance of EUR 19,426 thousand as at 30 June 2023. Net of lease liabilities, the net financial indebtedness would be a negative EUR 6,189 thousand.

Contingent liabilities

The Group is a party to pending disputes and lawsuits. Based on the opinion of legal and tax advisors, the Directors do not expect that the outcome of these ongoing actions will have a significant effect on the financial position of the Group, in addition to that already allocated in the financial statements. In detail:

- During 2020, Quanta S.p.A., now merged by incorporation into Openjobmetis S.p.A. as of 1 January 2022, received a questionnaire from the Italian Tax Authorities concerning the VAT treatment of the financed professional training activities, intended for contract workers in 2015, 2016 and 2017.
  On 30 November 2020, the Italian Tax Authorities communicated assessment notice no. TMB067000388/2020, concerning the alleged non-deductibility of VAT for the year 2015, equal to EUR 592,801.18, on training services financed through the Forma.Temp fund, which, based on their reconstruction, would instead be subject to the application of the VAT exemption pursuant to Article 10, paragraph 1, no. 20 of Presidential Decree 633/72, in addition to penalties and interest.
  On 28 April 2021, Quanta S.p.A. filed an appeal with a petition for discussion at a public hearing, which was discussed in the Tax Commission on 15 March 2022, who, in a decision handed down on 18 October 2022, acknowledged the merits of the Company's reasons set forth and granted its appeal. On 13 April 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 9 June 2023.

- On 28 October 2021, the Italian Tax Authorities communicated an assessment notice no. TMB067000227/2021 for 2016 with the same requirements as the previous one, for EUR 595,569.72. On 22 December 2021, Quanta S.p.A. served an appeal with a petition for discussion at a public hearing, which was discussed in the Tax Commission on 21 June 2022, who in a decision handed down on 18 October 2022, acknowledged the merits of the Company's reasons set forth and granted its appeal. On 20 March 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 18 May 2023; the merit hearing for the second instance was set for 20 September 2023.

- On 11 April 2022, the Italian Tax Authorities served an additional assessment notice no. TMB061T00096/2022 for 2017 to Openjobmetis S.p.A., as the incorporator of Quanta S.p.A., with the same requirements as the previous ones, for EUR 572,322.77. On 9 June 2022, the Company filed an appeal with a petition for discussion at a public hearing held on 17 January 2023; the outcome of the ruling is currently pending.
  On 27 June 2023, the Company was served the notice of acceptance of the provisional collection pending judgment relating to the notice of assessment in question for an amount of EUR 190,774.00 plus interest. The Company will pay the amount due in accordance with current legislation, on the basis of obtaining the economic funding provided by the seller of Quanta S.p.A.; at the same time, having consulted its advisors and deeming it has valid reasons to support its actions, the Company will recognise a receivable from the Tax Authorities of the same amount.
  Indeed, pursuant to the contractual agreements in place, the seller of Quanta S.p.A., FDQ S.r.l., has issued a specific guarantee to cover any liability that may arise in relation to assessment notices concerning the undue deduction of VAT for the year 2015 and onward until 2020.

- In 2021, the Italian Tax Authorities - Regional Lombardy Division - Office of Major Taxpayers, initiated a tax audit activity against the Parent, Openjobmetis S.p.A., with reference to the 2016 and 2017 tax periods.
  The audit concerned the VAT treatment of financed professional training received by the Company in its capacity as client, aimed at contract workers.
  On 23 December 2021, the Italian Tax Authorities communicated assessment notice no. TMB061T00556/2021, concerning the alleged non-deductibility of VAT for the year 2017, equal to EUR 2,727,981.88, on training services financed through the Forma.Temp fund, which, based on their reconstruction, would instead be subject to the application of the VAT exemption pursuant to Article 10, paragraph 1, no. 20 of Presidential Decree 633/72. On 21 May 2022, the Company filed an appeal with a petition for discussion at a public hearing held subsequently on 29 November 2022, following which the Tax Commission handed down a favourable ruling on 3 January 2023, acknowledging the merits of the reasons set out in the appeal. On 28 March 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 29 May 2023; the merit hearing for the second instance was set for 9 October 2023.

- On 13 October 2022, the Italian Tax Authorities communicated assessment notice no. TMB061T00552/2021 for the year 2016, with the same assumptions applied to the previous one with reference to the year 2017, amounting to EUR 2,072,364.00 On 12 March 2023, the Company filed an appeal with a petition for discussion at a public hearing set for 19 September 2023.
  On 16 June 2023, the Company, following the rejection of the application for the suspension of the provisional collection pending the proceedings and in accordance with current legislation, paid EUR 690,788.00, plus interest, simultaneously recognising a receivable from the tax authorities in the same amount.
  Openjobmetis S.p.A., after consulting its advisors, believes that it has various reasons to support its actions and the actions of Quanta, for which it has taken over all legal relations and obligations following

the merger by incorporation carried out on 1 January 2022; it also stresses its firm opposition to the objections raised by the Italian Tax Authorities and its willingness to proceed with litigation to the extent necessary for the recognition of its reasons.

The objections raised by the Italian Tax Authorities are part of a line of argument that has, to date, involved various Employment Agencies; consequently, the publication of new case law potentially favourable to the Company's defence cannot be ruled out in the coming months. To protect the interests of the category, associations representing Employment Agencies intervened, supporting initiatives directed at the competent institutional venues, including the complaint before the European Commission. Therefore, a favourable legislative intervention should not be excluded.

- The subsidiary Openjob Consulting S.r.l., at an event held in Perugia, underwent a tax inspection by the competent Local Labour Office that led to the preparation of a report which alleged violations concerning forms of contract used on this occasion with consequent possible administrative sanctions. In September 2018, an order was issued by the Local Labour Inspectorate of Perugia, which in June 2019 was the subject of a settlement agreement following which approximately EUR 29 thousand was paid in settlement of any claims. Following the aforementioned report, INPS also issued a charge notice, which was subsequently effectively suspended by the Labour Court of Perugia, declaring its lack of local jurisdiction in favour of the Court of Varese, and is to date still pending an outcome; a possible settlement agreement in terms similar to that concluded with the Labour Inspectorate of Perugia is not excluded.

  Also in light of the above, the Group believes that it has adequate grounds for its actions and therefore it is not expected that the outcome of such actions will have any effect on the Group's financial position beyond that which is already reflected in the financial statements.

Relations with subsidiaries and related parties

The relationships between Group companies and by the Group with related parties, as identified on the basis of the criteria defined in IAS 24 – Related Party transactions – and CONSOB (the Italian Commission for listed companies and the stock exchange) provisions issued in this regard, are mainly commercial in nature and relate to transactions carried out on an arm's length basis.

During the meeting of 12 October 2015, the Board of Directors approved and subsequently updated, most recently on 29 June 2021, the related party transactions policy and procedure, in accordance with Article 2391-bis of the Italian Civil Code and with the "Related party transactions regulations" adopted by CONSOB with resolution no. 17221 of 12 March 2010 and subsequent amendments. The aforementioned procedure can be downloaded from the Company's website.

Relationships with Subsidiaries

Openjobmetis S.p.A., whose core business is the provision of contract work, owns 100% of:

- Seltis Hub S.r.l., a company focused on the recruitment and selection of personnel (including those with disabilities) on behalf of third parties and on digital head-hunting.

- Openjob Consulting S.r.l., a company focused on supporting the parent with payroll management tasks, training-related activities and outsourcing services.

- Family Care S.r.l. – Employment Agency, a company focused on providing family assistants dedicated to the elderly and non-self-sufficient people.

In addition, Openjobmetis S.p.A. directly controls 52.06% of Lyve S.r.l., a training company that operates mainly in the insurance and financial services sector. During the period, the latter merged by incorporation HC S.r.l., a company focused on training and coaching, previously 100% owned by the Parent.

Openjobmetis S.p.A. maintains relations with the other Group companies in matters of commercial transactions under market conditions. The revenue invoiced by Openjobmetis S.p.A. to the subsidiaries relates primarily to a range of general management, accounting and administrative support, operational control, personnel management, sales management, debt collection, EDP and data processing, call centre and procurement services provided by the Parent to the other Group companies, as well as secondment. The revenue invoiced by Openjob Consulting S.r.l. to Openjobmetis S.p.A. and Family Care S.r.l. - Employment Agency mainly pertains to the processing of contract workers' payslips, including the calculation of taxes and social security contributions (withholdings) and the processing of required periodic and annual reporting in addition to training services, as well as secondment of staff.
Pursuant to Articles 117 to 129 of the Consolidated Income Tax Act (TUIR), agreements were signed between Openjobmetis S.p.A. and its subsidiaries Openjob Consulting S.r.l., Seltis Hub S.r.l., Family Care S.r.l. and Lyve S.r.l. on the exercise of the option for the domestic tax consolidation scheme, thus benefiting from the possibility of offsetting taxable income against tax losses in a single tax return. The three-year agreements will be tacitly renewed for the following three-year period unless they are revoked.

The following table shows the economic and equity relationships between the various Group companies in the periods indicated (values eliminated in the consolidated financial statements):

Intercompany Revenue/Costs among Openjobmetis S.p.A. group companies[17]

(Amounts in thousands of EUR)

Year	6M 2023	6M 2022
Revenue		
Openjobmetis vs Openjob Consulting	399	477
Openjobmetis vs Seltis Hub	133	116
Openjobmetis vs HC	-	43
Openjobmetis vs Family Care	77	86
Openjobmetis vs Lyve	23	23
HC vs Seltis Hub	-	1
HC vs Openjobmetis	11	8
Lyve vs Openjobmetis	23	39
Family Care vs Openjob Consulting	24	-
Openjob Consulting vs Family Care	25	52
Openjob Consulting vs Openjobmetis	684	799
Total Revenue/Costs	1,399	1,644

Intercompany Receivables/Payables among Openjobmetis S.p.A. Group companies

(Amounts in thousands of EUR)

Year	30/06/2023	31/12/2022
Receivables		
Openjobmetis vs Openjob Consulting	-	252
Openjobmetis vs Seltis Hub	505	485
Openjobmetis vs HC	-	144
Openjob Consulting vs Openjobmetis	192	-
HC vs Openjobmetis	-	64
Family Care vs Openjobmetis	114	229
Lyve vs Openjobmetis	59	1
Total Receivables/Payables	870	1,175

Remuneration of key management personnel

The total remuneration of key management personnel as at 30 June 2023 amounted to EUR 967 thousand, against EUR 947 thousand as at 30 June 2022.

The Board of Directors of Openjobmetis S.p.A. identified the beneficiaries of the second tranche of the 2022 - 2024 LTI Performance Shares Plan approved at the Shareholders' Meeting of 19 April 2022, including the Chairman of the Board of Directors Marco Vittorelli, the Deputy Chairman Biagio La Porta, the Managing Director Rosario Rasizza and key management personnel of Openjobmetis, as well as the number of rights assigned to each beneficiary. For further information, please refer to the press release issued on 21 April 2023 by Openjobmetis S.p.A.

[17] On 1 June 2023, the subsidiary Lyve S.r.l. merged by incorporation HC S.r.l., a company focused on training and coaching, previously 100% owned by the Parent Openjobmetis S.p.A. As a result, in the initial months of 2023 there are intercompany revenue/costs between the parent company Openjobmetis S.p.A. and HC S.r.l.

In addition to salaries, the Group also provides certain key management personnel with benefits in kind according to the ordinary contractual practice for company managers, such as company cars, company mobiles, health and injury insurance coverage.

It should also be noted that on 30 June 2023 the Chairman of the Board of Directors Marco Vittorelli and the Director Corrado Vittorelli indirectly hold 18.45% through Omniafin S.p.A. (of which they are shareholders with equal stakes) and that the Managing Director Rosario Rasizza indirectly holds 5.15% through MTI Investimenti S.r.l., of which he is the majority shareholder.

Other related party transactions

In the course of normal business, the Group has provided contract worker supply services and has collaborated with related parties for insignificant amounts and under normal market conditions.

For details on transactions with related parties, reference is made to section 32 of the Notes to the condensed interim consolidated financial statements.

Main significant events in the first half of 2023 and after 30 June 2023

On 27 February 2023, the Parent Openjobmetis S.p.A. acquired the minority interest equal to 7.14% of HC S.r.l., becoming the sole shareholder.

On 13 March 2023, the Boards of Directors of Lyve S.r.l. and HC S.r.l. presented and approved the plan for the merger by incorporation of HC S.r.l. into Lyve S.r.l.

On 21 April 2023, the Extraordinary Shareholders' Meeting approved the elimination of the nominal amount of the ordinary shares (previously equal to EUR 1.00 each). Taking into account the previous resolution, the Extraordinary Shareholders' Meeting ordered the cancellation of 342,800 treasury shares with nominal amount equal to 2.5% of the share capital, already held in the portfolio as of the date, and up to a maximum of 1,336,920 treasury shares of the additional ones that may have been purchased by virtue of authorisations by the Shareholders' Meeting, without reducing the share capital. For further information, please refer to the relevant press release.

On 21 April 2023, the Ordinary Shareholders' Meeting approved the financial statements as at 31 December 2022, resolving to allocate the profit for the year and distribute a unit dividend of EUR 0.50 for each entitled share. The Ordinary Shareholders' Meeting then approved the appointment of the external auditing company Ernst & Young S.p.A. for the nine-year period 2024-2032. Furthermore, the Ordinary Shareholders' Meeting resolved to authorise the Board of Directors to buy back and dispose of treasury shares, subject to revocation of the previous authorisation granted by the Shareholders' Meeting of 19 April 2022, up to a maximum of shares not exceeding 20% of the pro-tempore share capital of Openjobmetis S.p.A. For further information, please refer to the relevant press release.

On 21 April 2023, the Board of Directors of Openjobmetis S.p.A. identified the beneficiaries of the second tranche of the 2022-2024 LTI Performance Shares Plan approved at the Shareholders' Meeting of 19 April 2022, including the Chairman of the Board of Directors Marco Vittorelli, the Deputy Chairman Biagio La Porta, the Managing Director Rosario Rasizza and key management personnel, as well as the number of rights assigned to each beneficiary. For further information, please refer to the relevant press release.

On 24 May 2023, Openjobmetis S.p.A. received an ESG Rating from Sustainalytics for the third year, for a value of 9.6 points compared to 10.4 points in 2022 (on a scale from 0 - zero risk - to 40 - very high risk). This score allowed Openjobmetis to change its ESG risk classification from the “low” level of 2022 to the “negligible” level, i.e. zero risk.

On 1 June 2023, the subsidiary Lyve S.r.l. merged by incorporation HC S.r.l., a company focused on training and coaching, previously 100% owned by the Parent.

On 29 June 2023, the Board of Directors of Openjobmetis S.p.A. communicated its decision to promote a partial voluntary public purchase offer pursuant to articles 102 et seq. of the Consolidated Law on Finance (TUF) on a maximum of no. 1,500,000 shares, equal to 11.22% of the share capital, at the price of EUR 9.00 per share and for a maximum value of EUR 13,500,000. For further information, please refer to the relevant press release.

On 26 July 2023, CONSOB, with resolution no. 22791, approved the offer document relating to the partial voluntary tender offer, previously filed on 11 July 2023 with the same control body.

On 4 August 2023, by publishing the document mentioned above, the Company announced the offer acceptance period, i.e. all trading days from 7 August 2023 to 8 September 2023 from 8:30 a.m. to 5:30 p.m., unless extended. The payment date for the consideration is set for 15 September 2023, without prejudice to any extensions of the subscription period. For further information, please refer to the *Investor relations-Public Purchase Offers section.*

Outlook

The Labour Decree, converted into law on 3 July 2023, marks the opening of a new regulatory scenario aimed at adapting to the changes and needs of an increasingly dynamic labour market.
Undersecretary Claudio Durigon commented in this regard: "This labour decree is not an exhaustive measure, but we have addressed some aspects that had been set up incorrectly, such as citizens' income. [...] We have given Employment Agencies their significant role back, as they do a different job from employment centres and have met many needs that have been lacking over the years. The numbers for outplacement by the agencies are ten times higher than those of employment centres. We have made fixed-term employment more flexible."
The Openjobmetis Group is preparing to proactively welcome the key role entrusted to Employment Agencies for the outplacement of the employable individuals in the household receiving the Inclusion Allowance.

In addition, the results achieved in the first half of the year confirm a growth trend in percentage terms of the contribution margin, from 12.7% as at 30 June 2022 to 12.9% as at 30 June 2023. In the second part of the year, the Company will continue to focus on maintaining its margins, as concerns contract work as well as the offer of value-added services.

Other information

Treasury shares

The Shareholders' Meeting called on 21 April 2023 authorised the Board of Directors to buy back and dispose of treasury shares, subject to revocation of the previous authorisation granted by the Shareholders' Meeting of 19 April 2022, up to a maximum of 20% of the pro tempore share capital of Openjobmetis S.p.A., pursuant to the combined provisions of Articles 2357 and 2357-ter of the Italian Civil Code, as well as Article 132 of Legislative Decree 58 of 24 February 1998.

On 21 April 2023, the Extraordinary Shareholders' Meeting of Openjobmetis S.p.A. approved the elimination of the nominal amount of the ordinary shares and also ordered the cancellation of 342,800 treasury shares already held in the portfolio. Also as a result of that action, note that on 30 June 2023, the Company directly held 342,759 treasury shares, equal to 2.56% of the share capital of Openjobmetis S.p.A.

Dividend policy

On 12 November 2021, the Board of Directors of Openjobmetis S.p.A. resolved to adopt, starting from the approval of the financial statements as at 31 December 2021, a new dividend policy that provides for the proposed distribution of between 25% and 50% of consolidated net profit for the three-year period 2021-2023.

On 21 April 2023, the Shareholders' Meeting resolved to distribute a dividend of EUR 0.50 for each eligible share. The Shareholders' Meeting also resolved that the aforementioned dividend was paid, gross of withholding taxes mandated by the law, from 10 May 2023 with coupon no. 5 to be detached on 8 May 2023 and the dividend record date (i.e. the date when entitlement to the payment of the dividend is established pursuant to Article 83-terdecies of the Consolidated Law on Finance (TUF), and Article 2.6.6., second paragraph of the Regulation of the Markets organised and managed by Borsa Italiana S.p.A.) on 9 May 2023.

Management and coordination

In accordance with Article 2497-bis of the Italian Civil Code, the Parent is not subject to the management and coordination of other corporate structures, as all business decisions are taken independently by the Board of Directors.

Atypical or unusual transactions

The situation as at 30 June 2023 does not reflect any income components or capital and financial items, either positive or negative, arising from atypical and/or unusual events and transactions, as defined in CONSOB communication no. DEM/6064293 of 28 July 2006.

Procedure adopted to ensure the transparency and fairness of Related party transactions

Pursuant to Article 2391-bis of the Italian Civil Code and the CONSOB Related Parties Regulation, on 3 December 2015, the Board of Directors approved the Related Party Procedure regarding the regulation of transactions with related parties.

The aforementioned Procedure, most recently amended on 29 June 2021, contains the rules for identification, approval and execution of related party transactions carried out by the Company, directly or through subsidiaries, for the purpose of ensuring both the essential and procedural correctness and transparency of said transactions. Following the entry into office of the new Board of Directors, on 30 April 2021, the Control, Risks and Sustainability Committee was appointed to which the prerogatives of the Related Parties Committee were assigned.

Domestic tax consolidation scheme

Pursuant to Articles 117 to 129 of the Consolidated Income Tax Act (TUIR), agreements were signed between Openjobmetis S.p.A. and its subsidiaries Openjob Consulting S.r.l., Seltis Hub S.r.l., Family Care S.r.l. and Lyve S.r.l. on the exercise of the option for the domestic tax consolidation scheme, thus benefiting from the possibility of offsetting taxable income against tax losses in a single tax return.

The three-year agreements will be tacitly renewed for the following three-year period unless they are revoked.

Amount paid to directors, statutory auditors and key management personnel

The table contained in paragraph 33 of the notes to the condensed interim financial statements shows the compensation paid as at 30 June 2023 by Openjobmetis S.p.A. and its subsidiaries to members of the governing and control bodies and other key management personnel. This includes all the individuals who have held these positions even for just part of the year.

Information pursuant to Articles 70 and 71 of the Issuers' Regulation approved by CONSOB Resolution no. 11971 of 14 May 1999 and subsequent amendments

The Company relies on the option, introduced by CONSOB with Resolution no. 18079 of 20 January 2012, to waive the obligation to make an information document available to the public about significant transactions related to mergers, demergers, share capital increases by way of contributions in kind, acquisitions and sales.

Milan, 4 August 2023

On behalf of the Board of Directors
The Chairman
Marco Vittorelli

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Condensed Interim Consolidated Financial Statements

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Statement of Financial Position

(In thousands of EUR)	Notes	30/06/2023	31/12/2022
ASSETS			
Non-current assets			
Property, plant and equipment	*4 a*	3,596	3,493
Right of use for leases	*4 b*	13,271	13,838
Intangible assets and goodwill	*5*	102,482	102,842
Financial assets	*6*	175	181
Deferred tax assets	*7*	20,805	21,073
Total non-current assets		140,329	141,427
Current assets			
Cash and cash equivalents	*8*	10,882	10,290
Trade receivables	*10*	152,073	144,584
Other assets	*11*	11,252	8,423
Financial assets	*9*	7,331	3,095
Current tax assets	*12*	88	81
Total current assets		181,626	166,473
Total assets		321,955	307,900
LIABILITIES AND EQUITY			
Non-current liabilities			
Financial liabilities	*13*	-	2,917
Lease liabilities	*13*	9,426	9,828
Employee benefits	*14*	1,381	1,417
Other liabilities	*16*	300	600
Total non-current liabilities		11,107	14,762
Current liabilities			
Bank loans and borrowings and other financial liabilities	*13*	24,402	22,831
Lease liabilities	*13*	3,811	4,025
Trade payables	*15*	15,612	14,752
Employee benefits	*14*	71,396	62,861
Other liabilities	*16*	50,000	40,879
Current tax liabilities	*17*	525	2,512
Provisions	*18*	3,734	3,757
Total current liabilities		169,480	151,617
Total liabilities		180,587	166,379
EQUITY			
Share capital		13,712	13,712
Legal reserve		2,855	2,855
Share premium reserve		31,193	31,193
Other reserves		86,811	78,687
Profit (loss) for the period attributable to the owners of the Parent		6,291	14,375
Equity attributable to:			
Owners of the Parent		140,862	140,822
Non-controlling interests		506	699
Total equity	*19*	141,368	141,521
Total liabilities and equity		321,955	307,900

Statement of Comprehensive Income

(In thousands of EUR)	Notes	6M 2023	6M 2022
Revenue	*20*	380,027	388,201
Cost of contract work and outsourcing	*22 a*	(330,966)	(338,878)
First contribution margin		49,061	49,323
Other income	*21*	6,257	7,533
Personnel expense	*22 b*	(22,997)	(21,354)
Cost of raw materials and consumables	*23*	(111)	(95)
Costs for services	*24*	(17,831)	(18,752)
Amortisation/Depreciation	*4 a, 4 b, 5*	(3,269)	(3,209)
Impairment loss on trade and other receivables	*26*	(1,150)	(718)
Other operating expenses	*25*	(427)	(459)
Operating profit		9,533	12,269
Financial income	*27*	475	12
Financial expense	*27*	(860)	(281)
Profit before taxes		9,148	12,000
Income taxes	*28*	(3,049)	(3,693)
Profit for the period		6,099	8,307
Other comprehensive income (expense)			
Items that are or may subsequently be reclassified to profit or loss:			
Fair value gain (loss) on cash flow hedges		-	10
Items that will not be reclassified to profit/loss:			
Actuarial gain (loss) on defined benefit plans		(21)	232
Total other comprehensive income (expense) for the period		(21)	242
Total comprehensive income (expense) for the period		6,078	8,549
Profit for the period attributable to:			
Owners of the Parent		6,291	8,354
Non-controlling interests		(192)	(47)
Profit (loss) for the period		6,099	8,307
Comprehensive income (expense) for the period attributable to:			
Owners of the Parent		6,270	8,596
Non-controlling interests		(192)	(47)
Total comprehensive income (expense) for the period		6,078	8,549
Earnings (loss) per share (in EUR):			
Basic	*36*	*0.47*	*0.62*
Diluted	*36*	*0.47*	*0.62*

Statement of Changes in Equity

(In thousands of EUR)	Share capital	Legal reserve	Share premium reserve	Hedging reserve and actuarial reserve	Treasury shares reserve	Other reserves	Profit (loss) for the period	Equity attributable to owners of the Parent	Equity attributable to non-controlling interests	Total Equity
Balances as at 01/01/2022	13,712	2,844	31,193	(317)	(3,017)	78,941	10,606	133,962	760	134,722
Fair value gain (loss) on cash flow hedges				10				10		10
Actuarial gain (loss) on defined benefit plans				232				232		232
Profit (loss) for the period							8,354	8,354	(47)	8,307
Total comprehensive income (expense)	-	-	-	242	-	-	8,354	8,596	(47)	8,549
Allocation of profit (loss) for the period		11				10,595	(10,606)	-		-
Dividend distribution						(4,140)		(4,140)		(4,140)
Fair value share-based plans					495	(334)		161		161
Repurchase of treasury shares					(746)			(746)		(746)
Other adjustments						(6)		(6)		(6)
Balances as at 30/06/2022	13,712	2,855	31,193	(75)	(3,268)	85,056	8,354	137,827	713	138,540

(In thousands of EUR)	Share capital	Legal reserve	Share premium reserve	Hedging reserve and actuarial reserve	Treasury shares reserve	Other reserves	Profit (loss) for the period	Equity attributable to owners of the Parent	Equity attributable to non-controlling interests	Total Equity
Balances as at 01/01/2023	13,712	2,855	31,193	(51)	(6,361)	85,099	14,375	140,822	699	141,521
Actuarial gain (loss) on defined benefit plans				(21)				(21)		(21)
Profit (loss) for the period							6,291	6,291	(192)	6,099
Total comprehensive income (expense)	-	-	-	(21)	-	-	6,291	6,270	(192)	6,078
Allocation of profit (loss) for the period						14,375	(14,375)	-		-
Dividend distribution						(6,513)		(6,513)		(6,513)
Fair value share-based plans						144		144		144
Acquisition of non-controlling interests in subsidiaries						147		147	(1)	146
Cancellation of treasury shares					3,181	(3,181)				
Other adjustments						(8)		(8)		(8)
Balances as at 30/06/2023	13,712	2,855	31,193	(72)	(3,180)	90,063	6,291	140,862	506	141,368

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Statement of Cash Flows

(In thousands of EUR)	Notes	6M 2023	6M 2022
Cash flows from operating activities			
Profit (loss) for the period		6,099	8,307
Adjustments for:			
Depreciation of the right of use of leased assets	4 b	2,390	2,362
Depreciation of property, plant and equipment	4 a	402	330
Amortisation of intangible assets	5	477	517
Capital losses/(gains) on sales of property, plant and equipment		-	(2)
Impairment loss on trade receivables	26, 30	1,150	718
Current and deferred taxes	28	3,049	3,693
Net financial expense	27	385	269
Cash flows before changes in working capital and provisions		13,952	16,194
Change in trade receivables and other assets gross of impairment loss	10, 11	(11,467)	6,264
Change in trade payables and other liabilities	15, 16	9,954	8,223
Change in employee benefits	14	8,499	7,642
Change in current and deferred tax assets and liabilities net of paid taxes for the period and current and deferred taxes for the period	7	127	207
Change in provisions	18	(23)	(650)
Paid income taxes		(4,903)	(3,076)
Cash flows generated/(absorbed) by operating activities (a)		16,139	34,804
Purchase of property, plant and equipment	4 a	(505)	(366)
Proceeds from sales of property, plant and equipment		-	3
Other net increases in intangible assets	5	(430)	(331)
Change in other financial assets	6, 9	4,230	(8,017)
Cash flows generated/(absorbed) by investing activities (b)		(5,165)	(8,711)
Lease payments	13	(2,527)	(2,453)
Interest paid		(276)	(229)
Interest received		464	-
New loan disbursement	13	1,000	-
Dividend distribution		(6,513)	(4,140)
Repayment of loan instalments	13	(4,179)	(4,429)
Purchase of equity investment from third parties		(3)	-
Repurchase of treasury shares	19	-	(746)
Change in current bank loans and borrowings and repayments of other loans		1,652	(23,040)
Cash flows generated/(absorbed) by financing activities (c)		(10,382)	(35,037)
Cash flows for the period (a) + (b) + (c)	8	592	(8,944)
Net cash and cash equivalents as at 1 January	8	10,290	16,868
Net cash and cash equivalents as at 30 June	8	10,882	7,924

Notes to the condensed interim consolidated financial statements

General information

Openjobmetis S.p.A. (hereinafter also the "Parent") is based in Italy, Via Assietta 19, Milan.

The Group operates in the sector of contract work employment i.e. the professional supply of permanent or fixed-term labour, pursuant to Article 20 of Legislative Decree no. 276/2003 as amended and supplemented, pursuant to Article 4, paragraph 1, letter 9 of the same Legislative Decree.

As from 3 December 2015, the company Openjobmetis S.p.A. is listed on Euronext Milan, in the STAR segment, organised and managed by Borsa Italiana S.p.A.

At the present date, the Parent is not a subsidiary in accordance with Article 93 of the Consolidated Law on Finance (TUF).

Accounting standards and basis of presentation adopted in preparing the condensed interim consolidated financial statements

1. Basis of presentation, accounting standards and statement of compliance

The Group's Interim Financial Report as at 30 June 2023 has been prepared in accordance with the provisions of Article 154-ter, paragraph 2, of Legislative Decree 58/97 (TUF), as amended.

These condensed interim consolidated financial statements, included in the Interim Financial Report, were prepared in accordance with "IAS 34 - Interim Financial Reporting" and consist of the consolidated statement of financial position, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and Notes to the consolidated financial statements. They do not contain all the information and notes required for the annual financial statements and must therefore be read in conjunction with the consolidated financial statements as at 31 December 2022. Although they do not include all the information required for complete disclosure, specific explanatory notes are included to explain the events and transactions that are relevant to understanding the changes in the Group's financial position and performance since the last financial statements.

These condensed interim consolidated financial statements have been prepared on a going concern basis since the Directors have verified the absence of financial, operational or other types of indicators that can indicate critical issues regarding the Group's ability to meet its obligations in the foreseeable future and in particular in the next 12 months.

The condensed interim consolidated financial statements as at 30 June 2023 of the Openjobmetis S.p.A. Group were approved and authorised for issue by the Board of Directors on 4 August 2023. They will be published within the time limits prescribed by law.

All amounts are expressed in thousands of euros, unless otherwise indicated.

These condensed interim consolidated financial statements were reviewed by KPMG S.p.A.

New accounting standards adopted by the Group from 1 January 2023

These condensed interim consolidated financial statements have been prepared using the same accounting standards applied by the Group in the last annual financial statements. The other new standards applicable from 1 January 2023 had no significant effect on the Group's condensed interim consolidated financial statements.

The new standards for years beginning after 1 January 2023 and for which early application is permitted are indicated below. The Group has, however, decided not to adopt them in advance for the preparation of these condensed interim consolidated financial statements. These standards relate to the following:

- Classification of liabilities as current or non-current (Amendments to IAS 1);
- Lease liabilities in a sale and leaseback (Amendments to IFRS 16);
- Non-current Liabilities with Covenants (Amendments to IAS 1);
- Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7).

The impact of the application of these standards on the Group's consolidated financial statements is currently being evaluated.

Use of estimates and valuations

While preparing the condensed interim consolidated financial statements, company management had to formulate valuations, estimates and assumptions that affect the application of the accounting policies and the amounts of assets, liabilities, costs and revenue recognised in the financial statements. However, it should be highlighted that, as these are estimates, the results obtained will not necessarily be the same as those shown in the financial statements.

These estimates and assumptions are regularly revised; any changes resulting from the revision of accounting estimates are recognised in the year in which the revision is carried out and in future years.

The main subjective assessments made by company management in applying the accounting standards and the main sources of uncertainty in estimates were the same as those applied for the preparation of the financial statements for the year ended 31 December 2022. It cannot be ruled out that the dynamics of rising interest rates related to macroeconomic conditions resulting from the continuation of the conflict between Russia and Ukraine, and any other unpredictable fluctuations in interest rates may lead to negative consequences for the Group's financial situation.

The aforementioned dynamics of interest rates could also lead to an increase in the discount rate used for the purpose of the annual goodwill impairment test, with a consequent negative impact on the estimated recoverable value on a like-for-like basis.

Income taxes are recognised on the basis of a best estimate of the rate expected for the full financial year.

Subsidiaries

Subsidiaries are companies controlled by the Group, or for which the Group is exposed to variable returns deriving from its relationship with the body, or has claims over those returns, while having the ability to affect them by exercising its power over the body. The financial statements of subsidiaries are included in the consolidated financial statements from the time when the parent starts to exercise control until the time when this control ends. Where necessary, the accounting policies of subsidiaries were changed to align them with the Group's accounting policies.

The subsidiaries included in the consolidation scope as at 30 June 2023 are shown below:

Company name	% held as at 30/06/2023	Registered office	Share capital
Openjob Consulting S.r.l.	100%	Gallarate, Via Marsala 40/C	EUR 100,000
Seltis Hub S.r.l.	100%	Milan, Via Assietta 19	EUR 110,000
Family Care S.r.l. Employment Agency	100%	Milan, Via Assietta 19	EUR 1,100,000
Lyve S.r.l.	52.06%	Milan, Via Assietta 19	EUR 464,950

On 27 February 2023, Openjobmetis S.p.A. became the sole shareholder of HC S.r.l. after acquiring the remaining minority interest equal to 7.14% from the former shareholder.

By deed of 24 May 2023, with tax and accounting effects as of 1 January 2023 and with statutory effects as of 1 June 2023, Lyve S.r.l., until that time 50.66% owned by Openjobmetis S.p.A., merged by incorporation the company HC S.r.l.; as of that date, as a result of the merger, Openjobmetis S.p.A.'s equity investment in Lyve S.r.l. stands at 52.06%.

The aforementioned merger transaction had no impact on the Group's consolidated financial statements as at 30 June 2023.

The subsidiaries included in the consolidation scope as at 31 December 2022 are shown below:

Company name	% held as at 31/12/2022	Registered office	Share capital
Openjob Consulting S.r.l.	100%	Gallarate, Via Marsala 40/C	EUR 100,000
Seltis Hub S.r.l.	100%	Milan, Via Assietta 19	EUR 110,000
H.C. S.r.l.	92.86%	Milan, Via Assietta 19	EUR 40,727
Family Care S.r.l. Employment Agency	100%	Milan, Via Assietta 19	EUR 1,100,000
Lyve S.r.l.	50.66%	Milan, Via Assietta 19	EUR 451,758

2. Financial risk management

The Group's exposure to financial risks:

- credit risk,
- liquidity risk,
- interest rate risk,

as well as the objectives, policies and processes for managing these risks and the methods used to assess them, as well as the management of the Group’s capital have not changed significantly with respect to those indicated in the notes to the consolidated financial statements as at 31 December 2022.

3. Acquisitions of subsidiaries and non-controlling interests

The original goodwill of EUR 45,999 thousand generated as from 1 July 2007 mainly refers to the skills and technological knowledge of the personnel of the Openjob S.p.A. Group (with particular reference to Openjob S.p.A., In Time S.p.A. and Quandoccorre S.p.A.) acquired in June 2007 by WM S.r.l., which was subsequently the subject of a reverse merger into Openjob S.p.A.

Moreover, during this business combination, the customer relations of Openjob S.p.A. and of the subsidiary Intime S.p.A. amounted to EUR 2,472 thousand and EUR 1,390 thousand, respectively, on the basis of an appraisal drawn up by an independent expert.

Following the acquisition and subsequent merger by incorporation of Metis S.p.A. on 31 December 2011, a merger deficit was generated, allocated entirely to goodwill, equal to EUR 27,164 thousand.

In the following years, in relation to various acquisitions, goodwill increased by EUR 26,063 as shown below:

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- In 2013 for Corium by EUR 383 thousand;
- In 2018 for Meritocracy by EUR 288 thousand;
- In 2018 for HC by EUR 604 thousand;
- In 2020 for Jobdisabili by EUR 169 thousand;
- In 2020 for Lyve by EUR 519 thousand.
- Finally, in 2021 for Quanta and Quanta Risorse Umane by EUR 24,100 thousand.

4a. Property, plant and equipment

The following tables show the changes in this item:

(In thousands of EUR)	Land and buildings	Plant and equipment	Other items of property, plant and equipment	Other assets	Leasehold improvements	Total
Cost:						
Balances as at 1 January 2023	1,201	1,156	6,404	103	135	8,999
Increases	-	52	453	-	-	505
Decreases	-	(24)	(1,247)	-	-	(1,271)
As at 30 June 2023	1,201	1,184	5,610	103	135	8,233
Depreciation and impairment losses:						
Balances as at 1 January 2023	343	913	4,012	103	135	5,506
Increases	18	34	350	-	-	402
Decreases	-	(24)	(1,247)	-	-	(1,271)
As at 30 June 2023	361	923	3,115	103	135	4,637
Carrying amounts:						
As at 1 January 2023	858	243	2,392	-	-	3,493
As at 30 June 2023	840	261	2,495	-	-	3,596

(In thousands of EUR)	Land and buildings	Plant and equipment	Other items of property, plant and equipment	Other assets	Leasehold improvements	Total
Cost:						
Balances as at 1 January 2022	1,211	1,126	6,101	106	179	8,723
Increases	683	60	759	-	-	1,502
Decreases	(693)	(30)	(456)	(3)	(44)	(1,226)
As at 31 December 2022	1,201	1,156	6,404	103	135	8,999
Depreciation and impairment losses:						
Balances as at 1 January 2022	319	868	3,839	106	179	5,311
Increases	29	72	629	-	-	730
Decreases	(5)	(27)	(456)	(3)	(44)	(535)
As at 31 December 2022	343	913	4,012	103	135	5,506
Carrying amounts:						
As at 1 January 2022	892	258	2,262	-	-	3,412
As at 31 December 2022	858	243	2,392	-	-	3,493

Land and buildings

The item includes buildings in the province of Udine, Brescia and Latina.

Plant and equipment

The Group has some non-current assets mainly related to equipment, plant and furniture at the branches.

Other items of property, plant and equipment

The item mainly includes electronic office machines, furniture and fittings, illuminated signs and motor vehicles.

4b. Right of use for leases

The following table shows the changes in this item:

(In thousands of EUR)	Motor vehicles	Property	Total
Cost:			
Balances as at 1 January 2023	4,946	18,609	23,555
Increases	811	1,112	1,923
Decreases	(945)	(456)	(1,401)
Balances as at 30 June 2023	4,812	19,265	24,077
Depreciation and impairment losses:			
Balances as at 1 January 2023	2,585	7,132	9,717
Increases	693	1,697	2,390
Decreases	(945)	(356)	(1,301)
Balances as at 30 June 2023	2,333	8,473	10,806
Carrying amounts:			
As at 1 January 2023	2,361	11,477	13,838
As at 30 June 2023	2,479	10,792	13,271

(In thousands of EUR)	Motor vehicles	Property	Other fixed assets	Total
Cost:				
Balances as at 1 January 2022	4,784	18,089	43	22,916
Increases	1,431	3,510	-	4,941
Decreases	(1,269)	(2,990)	(43)	(4,302)
Balances as at 31 December 2022	4,946	18,609	-	23,555
Depreciation and impairment losses:				
Balances as at 1 January 2022	2,363	5,700	35	8,098
Increases	1,412	3,295	8	4,715
Decreases	(1,190)	(1,863)	(43)	(3,096)
Balances as at 31 December 2022	2,585	7,132	-	9,717
Carrying amounts:				
As at 1 January 2022	2,421	12,389	8	14,818
As at 31 December 2022	2,361	11,477	-	13,838

Motor vehicles

This item mainly includes vehicles assigned to personnel under lease agreements. The increases represent the new agreements signed during the period.

Property

This item mainly includes property owned by the Group's head office and operating branches under lease agreements. The increases refer to new lease agreements signed during the year following the opening of new branches and the renewal of existing agreements concluded during the period.

Other fixed assets

This item mainly includes electronic equipment held by the Group under lease agreements.

5. Intangible assets and goodwill

The following table shows the changes in this item.

(In thousands of EUR)	Goodwill	Customer relations	Software and Trademarks	Non-compete agreement	Research and development costs	Assets under development and payments on account	Total
Cost:							
Balances as at 1 January 2023	99,227	11,037	6,514	1,500	110	-	118,388
Increases	-	-	-	50	-	67	117
Decreases	-	-	-	-	-	-	-
Balances as at 30 June 2023	99,227	11,037	6,514	1,550	110	67	118,505
Amortisation and impairment losses:							
Balances as at 1 January 2023	-	8,747	6,213	476	110	-	15,546
Increases	-	183	137	157	-	-	477
Decreases	-	-	-	-	-	-	-
Balances as at 30 June 2023	-	8,930	6,350	633	110	-	16,023
Carrying amounts:							
As at 1 January 2023	99,227	2,290	301	1,024	-	-	102,842
As at 30 June 2023	99,227	2,107	164	917	-	67	102,482

(In thousands of EUR)	Goodwill	Customer relations	Software and Trademarks	Non-compete agreement	Research and development costs	Assets under development and payments on account	Total
Cost:							
Balances as at 1 January 2022	99,227	11,037	6,484	1,500	113	-	118,361
Increases	-	-	30	-	-	-	30
Decreases	-	-	-	-	(3)	-	(3)
Balances as at 31 December 2022	99,227	11,037	6,514	1,500	110	-	118,388
Amortisation and impairment losses:							
Balances as at 1 January 2022	-	8,380	5,839	176	112	-	14,507
Increases	-	367	374	300	-	-	1,041
Decreases	-	-	-	-	(2)	-	(2)
Balances as at 31 December 2022	-	8,747	6,213	476	110	-	15,546
Carrying amounts:							
As at 1 January 2022	99,227	2,657	645	1,324	1	-	103,854
As at 31 December 2022	99,227	2,290	301	1,024	-	-	102,842

Goodwill

At the end of each year, the Group tests goodwill for impairment with the support of an independent professional. The impairment test on goodwill is carried out on the basis of the value in use through calculations based on projected cash flows taken from the approved five-year business plan. It should be noted that, for the financial statements as at 31 December 2022, the impairment test carried out on goodwill showed no need for impairment to be recognised.

With regard to the Group's economic performance, the good results in terms of actual margins recorded in the first six months of the year lead to the assumption of an overall result at year-end in line with that recorded at the end of 2022, albeit lower than that set forth in the budget. On the financial front, there are also no critical elements.

Taking into account that the Company, whose shares are traded on the STAR segment of the Mercato Telematico Azionario (MTA) managed by Borsa Italiana S.p.A., had a market capitalisation as at 30 June 2023 of approximately EUR 114,893 thousand (roughly EUR 107,989 thousand as at 31 December 2022), as well as the long-term Plan outlook and considering that the current year results are not expected to negatively influence the forecasts of subsequent periods, the economic assumptions on which the 2023-2027 business plan was based underlying the impairment test as at 31 December 2022 are confirmed.

The impairment test is the result of economic estimates with a medium- to long-term time period (or rather temporally indefinite, assuming the so-called "going concern") that are discounted and compared with the invested capital at the reporting date. With this perspective in mind, it is on the rate front that it was appropriate to make a careful consideration. Indeed, several elements seem to confirm a change in scenario compared to previous years: on one hand, we are witnessing a change in monetary policy, not only in Europe - currently aimed at combating inflation through rate hikes.

Based on the above considerations, with the support of the same consultant, the Group therefore considered carrying out an update with respect to the results of the impairment test on the basis of possible new WACC assumptions. The analysis confirmed that, despite the complex macroeconomic scenario, the discount rate is substantially in line with the WACC rate previously used, i.e. 13.9%, compared to 13.8% as at 31 December 2022.

The content of the sensitivity analysis carried out as part of the impairment test performed in March 2023 showed a break-even of the impairment test if, alternatively: a) a discount rate 0.8 percentage points higher than that actually used was used, or b) net operating cash flows (FCFO) were reduced by 6%, all other conditions being equal.

The analyses listed above confirm the sensitivity of the assessments of the recoverability of goodwill to the change in the aforementioned variables; in this context, the Directors will systematically monitor the performance of the aforementioned variables, partly exogenous and uncontrollable, for any adjustments to the recoverability estimates of the carrying amount of goodwill in the financial statements.

On the basis of the above, in light of the expected results and the sensitivity analysis performed, the Board confirmed the validity of the impairment test as approved on 23 February 2023, carried out in relation to the Company's financial position as at 31 December 2022, as it did not believe that an impairment test loss could emerge for the interim financial statements as at 30 June 2023 and therefore the estimated recoverable value has not been updated.

Customer relations

In May 2021, with the acquisition of the Subsidiary Quanta S.p.A., customer relations were identified for EUR 2,815 thousand with a recognised useful life of 8 years. This valuation was carried out with the assistance of an independent external professional, adopting the "excess earning method".

Software

The item Software refers to the operating and management programmes acquired by the Group.

In 2018, on the basis of the appraisal prepared by a professional independent expert, the fair value of the platform owned by Meritocracy (now Seltis Hub S.r.l.), was recorded as EUR 1,157 thousand, and its useful life was reasonably assumed to be five years.

In 2021, "Jonny Job", software for mobile devices, to be used for the development of a new recruiting channel, was recognised under fixed assets.

Assets under development

Assets under development as at 30 June 2023 refer to costs incurred for the development of new software by the Parent.

6. Non-current financial assets

Non-current financial assets mainly consist of guarantee deposits paid for utilities of the registered office and the branches.

7. Deferred tax assets and liabilities

Deferred tax assets and liabilities refer to the following items:

(In thousands of EUR)	Assets		Liabilities		Equity	
	30/06/2023	31/12/2022	30/06/2023	31/12/2022	30/06/2023	31/12/2022
Property, plant and equipment	-	-	177	205	(177)	(205)
Intangible assets	9	9	597	678	(588)	(669)
Employee benefits	-	-	11	14	(11)	(14)
Provisions	501	466	-	-	501	466
Loss allowance	1,660	1,654	-	-	1,660	1,654
Costs with deferred deductibility	270	490	-	-	270	490
Goodwill realignment	19,150	19,351	-	-	19,150	19,351
Total	21,590	21,970	785	897	20,805	21,073

Temporary differences between the tax base of assets and liabilities and their carrying amounts were not excluded from the calculation of deferred taxes.

Tax assets and liabilities are measured using the tax rates that are expected to be applicable in the period in which the asset or the liability to which they refer will be realised or discharged, respectively, on the basis of tax rates established by measures in force.

Starting from 2020, deferred tax assets were recognised relating to the realignment of the tax value of the Parent's goodwill, in accordance with the provisions of Article 110, paragraphs 8 and 8-bis of Law Decree 104/2020. For further details, please refer to Note 28.

Changes in net deferred tax assets and liabilities were as follows:

(In thousands of EUR)	Balance as at 31 December 2022	Increases in the statement of financial position	Changes in profit or loss	Balance as at 30 June 2023
Property, plant and equipment	(205)	-	28	(177)
Intangible assets	(669)	-	81	(588)
Employee benefits	(14)	-	3	(11)
Provisions	466	8	27	501
Trade receivables and other assets	1,654	-	6	1,660
Costs with deferred deductibility	490	-	(220)	270
Goodwill realignment	19,351	-	(201)	19,150
Total	21,073	8	(276)	20,805

8. Cash and cash equivalents

The item includes the credit balance of bank and postal deposits and cash in hand.

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Bank and postal deposits	10,847	10,244	603
Cash in hand and cash equivalents	35	46	(11)
Total cash and cash equivalents	10,882	10,290	592

With reference to the net financial indebtedness, in accordance with the Guidelines on disclosure requirements published by ESMA on 4 March 2021 and CONSOB call to attention no. 5/21 of 29 April 2021, please refer to Note 13 below.

9. Other current financial assets

Current financial assets refer to receivables from factoring companies for the amount of EUR 7,331 thousand referring to trade receivables assigned as at 30 June 2023, for which the Group has not requested early settlement.

10. Trade receivables

The item is made up as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
From third-party customers	159,407	152,182	7,225
Loss allowance	(7,334)	(7,598)	264
Total trade receivables	152,073	144,584	7,489

As at 30 June 2023 and 31 December 2022, there were no trade receivables arising from factoring with recourse. Total trade receivables are exclusively related to Italian customers; therefore there are no receivables in currencies other than the euro. At the reporting dates, there was no concentration of trade receivables from a limited number of customers.
The item is recorded in the consolidated financial statements net of a loss allowance of EUR 7,334 thousand. The receivables are also recorded net of an amount of EUR 72 thousand corresponding to the valuation arising from the measurement at fair value of the trade receivables of Quanta S.p.A., a company acquired in 2021.
Refer to note 30 (a) "Impairment losses" for further information about the analysis of trade receivables exposure at the reporting date.

11. Other assets

The item is made up as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Receivable from tax authorities for reimbursements	968	152	816
Receivable from the INPS treasury funds for post-employment benefits	246	1,574	(1,328)
Prepayments	5,047	1,242	3,805
Other disputed receivables	1,095	1,095	-
Receivables from the seller of Quanta S.p.A.	1,400	1,400	-
Receivables from Forma.Temp	2,231	2,724	(493)
Other sundry receivables	265	236	29
Total other assets	11,252	8,423	2,829

The increase in receivables from the Tax Authorities is mainly linked to the payment made in June 2023 by the Parent by way of provisional collection with reference to the dispute brought by the Italian Tax Authorities for alleged undue deduction of VAT; for further details, please refer to note 29. Contingent liabilities

The change in the amount due from the INPS treasury fund for post-employment benefits is mainly due to the seasonal nature of contract work, the contracts of which generally terminate prior to the customer companies' closure for the holidays.

The item "Other disputed receivables" refers to the receivable from a former Director of Metis who left office in 2009; the Provisions for risks reflect the considerations made for this litigation.

Prepayments as at 30 June 2023 mainly refer to advance costs for the provision of training courses for contract workers yet to be completed that will qualify for Forma.Temp funding in the following months, in addition to other contractual assets and maintenance contract costs.

The item "Receivables from seller of Quanta S.p.A." as at 30 June 2023 refers to contingent liabilities for which a provision for risks has been set aside, covered by the seller.

The item "Receivables from Forma.Temp" for EUR 2,231 thousand refers mainly to the reimbursement of the salary supplement (TIS) paid in advance to contract workers.

12. Current tax assets

As at 30 June 2023, the receivable for current income taxes amounted to EUR 88 thousand and referred to the receivable from tax authorities for IRAP for the amount of EUR 11 thousand from the subsidiary Openjob Consulting S.r.l., the receivable from tax authorities for IRAP for the amount of EUR 6 thousand and the receivable from the tax authorities for IRES for EUR 71 thousand of the subsidiary Lyve S.r.l.

As at 31 December 2022, the receivable for current income taxes amounted to EUR 81 thousand and referred to the receivable from tax authorities for IRAP for the amount of EUR 10 thousand from the subsidiary HC S.r.l. and the receivable from tax authorities for IRES for the amount of EUR 71 thousand from the subsidiary Lyve S.r.l.

13. Bank loans and borrowings and other financial liabilities

This note illustrates the contractual conditions that regulate the Group's financial liabilities. For further information on the Group's exposure to interest rate risk, reference is made to Note 30.

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Non-current liabilities:			
Line A Loan	-	1,491	(1,491)
Line B2 Loan	-	1,426	(1,426)
Lease liabilities	9,426	9,828	(402)
Total non-current liabilities	9,426	12,745	(3,319)
Current liabilities			
Line A Loan	2,996	3,000	(4)
Line B2 Loan	2,855	2,858	(3)
Loans	750	1,000	(250)
Non-guaranteed bank loans and borrowings	17,801	15,973	1,828
Lease liabilities	3,811	4,025	(214)
Total current liabilities	28,213	26,856	1,357
Total current and non-current liabilities	37,639	39,601	(1,962)

On 28 June 2023, the Parent signed a loan agreement for a total of EUR 35 million, consisting of two medium and long-term amortising lines for EUR 30 million, of which EUR 24 million can be used for acquisitions and the purchase of treasury shares, and a revolving credit line of EUR 5 million; as at 30 June 2023, no line had been used.
In July 2023 the Parent partially used the two amortising lines for a total of EUR 19.5 million, of which EUR 6 million intended for the early repayment of the residual principal portions of the Line A and Line B2 Loan.

The medium/long-term loan taken out requires compliance with a financial constraint known as the leverage ratio, which is the NFI/EBITDA ratio as defined in the loan agreement. This financial constraint has to be measured on an annual basis as at 31 December, since it is based on the Group's consolidated financial statements. The lending bank has the right to request the termination of the loan agreement if, at the date of calculation, the restriction is not complied with.
The financial constraint that must be complied with at consolidated level is shown below:

Calculation Dates	NFI/EBITDA <
31 December 2023	2.25
31 December 2024	2.25
31 December 2025	2.25
31 December 2026	2.25
31 December 2027	2.25
31 December 2028	2.25

NFI = Net Financial Indebtedness

EBITDA = Consolidated net profit for the period before income taxes, net financial expense, amortisation/depreciation, provisions and impairment losses

As at 31 December 2022, the covenant relating to the previous loan had been respected.

The contractual conditions of bank loans and borrowings and other financial liabilities outstanding as at 30 June 2023, excluding financial instruments, are set below:

(In thousands of EUR)				30 June 2023		31 December 2022	
	Curr.	Nominal interest rate	Year of maturity	Nominal amount	Carrying amount	Nominal amount	Carrying amount
Line A Loan	EUR	Euribor*	2024	3,000	2,996	4,500	4,491
Line B2 Loan	EUR	Euribor*	2024	2,855	2,855	4,284	4,284
Other loans of the Parent	EUR	0.3%**	2023	-	-	1,000	1,000
Loans of the Subsidiaries	EUR	4.4%**	2024	750	750	-	-
Non-guaranteed bank loans and borrowings	EUR	3.0%**	-	17,801	17,801	15,973	15,973
Lease liabilities	EUR	2.4%***	2023/28	14,472	13,237	14,503	13,853
Total interest-bearing liabilities				38,878	37,639	40,260	39,601

* Six-month Euribor plus a spread ranging from a minimum of 1.45% to a maximum of 2.00% in relation to compliance with a financial restriction

** These are approximate average rates

*** Weighted average incremental interest rate

Branch leases contain extension options that can be exercised up to six months before the end of the binding period. If, at their respective deadlines, all extension options should be exercised, the potential cash outflows that are not currently reflected in the lease liability would amount to approximately EUR 17.2 million.

Below is the reconciliation of the changes in lease liabilities, bank borrowings and other financial liabilities arising from financing activities:

(In thousands of EUR)	Lease liabilities	Financial liabilities, bank loans and borrowings and other liabilities
Balance as at 1 January 2023	13,853	25,748
Changes in financial liabilities:		
Lease payments	(2,527)	-
Interest expense	133	-
New leases, renewals and contract terminations	1,778	-
New loan disbursement	-	1,000
Repayment of loan instalments	-	(4,174)
Other financial payables and interest	-	1,828
Total changes in liabilities	(616)	(1,346)
Balance as at 30 June 2023	13,237	24,402

Below is the net financial indebtedness of the Group as at 30 June 2023 and as at 31 December 2022, calculated in accordance with the guidelines on disclosure requirements published by ESMA on 4 March 2021 and call to attention # 5/21 of 29 April 2021 by CONSOB.

	(In thousands of EUR)			2023 vs 2022 Change	
		30/06/2023	31/12/2022	Value	%
A	Cash	35	46	(11)	(23.9%)
B	Cash and cash equivalents	10,847	10,244	603	5.9%
C	Other current financial assets	7,331	3,095	4,236	137%
D	Cash and cash equivalents (A+B+C)	18,213	13,385	4,828	36.1%
E	Current financial debt	(24,402)	(22,831)	(1,571)	6.9%
F	Current portion of non-current financial debt	(3,811)	(4,025)	214	(5.3%)
G	Current financial indebtedness (E+F)	(28,213)	(26,856)	(1,357)	5.1%
H	Net current financial indebtedness (G+D)	(10,000)	(13,471)	3,471	(25.8%)
I	Non-current financial debt	(9,426)	(12,745)	3,319	(26.0%)
J	Debt instruments	-	-	-	-
K	Trade payables and other non-current payables	-	-	-	-
L	Non-current financial indebtedness (I+J+K)	(9,426)	(12,745)	3,319	(26.0%)
M	Total financial indebtedness (H+L)	(19,426)	(26,216)	6,790	(25.9%)

14. Employee benefits

(a) current

The balance of the item current employee benefits includes:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Salaries payable to contract workers	38,285	40,951	(2,666)
Remuneration payable to contract workers	27,774	15,700	12,074
Post-employment benefits of contract workers	512	373	139
Remuneration payable to employees	4,825	5,837	(1,012)
Total liabilities for employee benefits	71,396	62,861	8,535

Given the nature of business carried out by the Group and the average duration of employment contracts with contract workers, employee benefits represented by the post-employment benefits of contract workers were paid periodically and were consequently regarded as current liabilities. Therefore, the liability was not discounted and corresponds to the obligation due to contract workers at the end of the contract.

The increase recorded as at 30 June 2023 compared to 31 December 2022 is attributable mainly to the increase in accruals for temporary workers of additional months' pay in the first half, but not yet paid.

(b) non-current

The balance of the item Employee benefits relates to post-employment benefits due to employees. The change in the amount related to employee benefits in the different years is summarised as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Payables for employee benefits as at 1 January	1,417	1,678	(261)
Cost recognised in profit or loss	104	192	(88)
Payments during the period	(161)	(203)	42
Actuarial valuation	21	(250)	271
Total liabilities for employee benefits	**1,381**	**1,417**	**(36)**

The amount is recognised in profit or loss as per the following table:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Current service cost	86	161	(75)
Interest expense on the obligation	18	31	(13)
Total	**104**	**192**	**(88)**

The liability related to post-employment benefits is based on the actuarial valuation made by independent experts according to the following main parameters:

	30/06/2023	31/12/2022
Projected future salary increases (average amount)	1.00%	1.00%
Projected staff turnover	9.00%	9.00%
Discount rate	3.90%	4.17%
Average inflation rate	2.30%	2.30%

15. Trade payables

The item includes trade payables for the provision of services and consultancy.

Total trade payables at the reporting date are mainly due to Italian suppliers. Moreover, there are no trade payables in currencies other than the euro.

The item is broken down as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Trade payables to third parties	15,612	14,752	860
Total trade payables	**15,612**	**14,752**	**860**

16. Other liabilities

The item is broken down as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Social security charges payable	29,897	25,872	4,025
Tax payables	15,665	11,408	4,257
Payables to Forma.Temp	1,150	1,117	33
Current liability linked to the non-compete agreement	338	300	38
Other payables	2,950	2,182	768
Total other current liabilities	50,000	40,879	9,121
Non-current liability linked to the non-compete agreement	300	600	(300)
Total other non-current liabilities	300	600	(300)
Total other liabilities	50,300	41,479	8,821

Social security charges payable mainly refers to amounts due to INPS (the Italian Social Security Institution), INAIL (the Italian National Institute for Insurance against Accidents at Work) and other social security institutions referring to wages and salaries to contract workers and employees.

The item Tax payables mainly includes payables to the tax authorities referring to withholding taxes on the remuneration of temporary workers and staff.

The increase in the values as at 30 June 2023 compared to 31 December 2022 is mainly linked to the higher number of resources provided in the last period of the half-year, compared to what was recorded in the last period of 2022.

Payables to Forma.Temp refer to the management contribution and the contribution for the personnel training of permanent personnel hired in June.

With the finalisation of the acquisition of Quanta S.p.A. in May 2021, the liability relating to the contractual agreement reached with the seller, concerning the limitation on the performance of professional activities in competition with the company, which will be recorded in five years, was recognised in the item Other current and non-current liabilities.

The item Other payables mainly refers to shares acquired during 2020 and the recognition of put options as envisaged by the relevant agreements.

17. Current and non-current tax liabilities

Current tax liabilities as at 30 June 2023 amounted to EUR 525 thousand and referred to EUR 366 thousand to the tax authorities for IRES tax consolidation and EUR 93 thousand to the tax authorities for IRAP of the Parent. The rest, amounting to EUR 66 thousand, refers to the tax liability for IRAP of EUR 62 thousand of the subsidiary Seltis Hub S.r.l. and of EUR 4 thousand of the subsidiary Lyve S.r.l.

As at 30 June 2023 there were no non-current tax liabilities.

Current tax liabilities as at 31 December 2022 amounted to EUR 2,512 thousand and referred to EUR 717 thousand for the third instalment of the substitute tax pursuant to Law Decree 104/2020, Article 110, paragraphs 8 and 8-bis (for further details, see Note 28), EUR 1,253 thousand to the tax authorities for IRES tax consolidation and EUR 533 thousand to the tax authorities for IRAP. The rest, amounting to EUR 9 thousand, referred to the tax liability for IRAP for the subsidiary Lyve S.r.l.

As at 31 December 2022 there were no non-current tax liabilities.

For further details, please refer to Note 28.

18. Provisions

Changes in this item are broken down as follows:

(In thousands of EUR)	
Balance as at 1 January 2023	3,757
Increases	161
Uses	(184)
Balance as at 30 June 2023	3,734

The item refers to possible future charges relating to a number of disputes, to a dispute relating to a non-commercial receivable, to potential liabilities relating to the companies acquired for which there is, however, the guarantee from the previous shareholder, which led to the simultaneous recognition of a credit position under current assets, in addition to other minor risks.

19. Equity

(a) Share capital

	2023	2022
Ordinary shares		
Issued as at 1 January	13,712,000	13,712,000
Issued as at 30 June	13,369,200	13,712,000

As at 30 June 2023, the approved share capital of EUR 13,712,000 consisted of 13,369,200 ordinary shares, the ownership percentages of which are specified in the section “Group structure”, to which explicit reference is made.

On 21 April 2023, the Shareholders' Meeting approved the elimination of the nominal amount of the ordinary shares, previously equal to EUR 1.00 each. At the same time, the Shareholders' Meeting also approved the cancellation of 342,800 treasury shares, without proceeding with a share capital reduction; the transaction was finalised when the deeds were filed at the Register of Companies on 4 May 2023.

The Shareholders' Meeting on 21 April 2023 also authorised the Board of Directors to buy back, on one or more occasions, and dispose of treasury shares pursuant to the combined provisions of Articles 2357 and 2357-ter of the Italian Civil Code, as well as Article 132 of Legislative Decree 58 of 24 February 1998, up to a maximum of ordinary shares such so as not to exceed 20% of the share capital pro tempore, after revoking the prior shareholders' authorisation granted on 19 April 2022.

Following the purchases made during the previous year and the cancellation made during the period, as at 30 June 2023 Openjobmetis S.p.A. directly held 342,759 treasury shares, equal to approximately 2.5638% of the new number of shares into which the Company's share capital is divided.

The Company did not issue any preference shares.

The share capital has been fully paid up.

(b) Share premium reserve

The item Share premium reserve includes the share premium paid as a result of the share capital increase made during the extraordinary Shareholders' Meeting of 18 March 2005 (EUR 3,899 thousand), the share premium recognised as a result of the share capital increase made on 11 June 2007 (EUR 51 thousand), the share premium recognised as a result of the share capital increase made by injection on 14 March 2011 (EUR 5,030 thousand), the share premium paid as a result of the share capital increase on 14 March 2011 (EUR 7,833 thousand), the share premium recognised as a result of the conversion of the bond issue on 26 June 2015 (EUR 700 thousand), and the share premium recognised as a result of the Public Offering of Sale and Subscription made on 3 December 2015 (EUR 16,240 thousand). Moreover, the reserve was reduced by EUR 2,208 thousand for the portion of the listing costs related to the public subscription offering (i.e. costs directly attributable to the latter and portion pro rata of the other listing costs, in proportion to the number of shares related to the public subscription offering, relative to the total number of shares of the initial public offering, including the greenshoe option). Finally, upon the approval of the 2018 profit for the year, the subsidiary Seltis S.r.l. distributed part of the reserve for EUR 360 thousand.

(c) Other Reserves

The item Other Reserves includes the residual portion of EUR 15,602 thousand of the equity-related reserve of WM S.r.l. originally of EUR 25,959 thousand. This reserve was used in part to cover losses for 2007, and increased following the negative goodwill arising on the merger with Quandoccorre S.p.A.; subsequently, it decreased to cover the 2009 losses carried forward.

As at 30 June 2023, in accordance with IAS 19, the net actuarial loss of EUR 21 thousand - resulting from the difference between the value of expected benefits calculated for the period of reference and the actual benefit resulting from the new measurement assumptions at the end of the period - was accounted for in equity.

The amount of Other reserves is net of the separate negative reserve for the purchase of treasury shares held, equal to EUR 3,180 thousand as at 30 June 2023, the reserve deriving from the cancellation of treasury shares approved during the period of EUR 3,181 thousand, and the reserve for the put options for the remaining portion of the equity investments in Lyve S.r.l. for a total of EUR 1,500 thousand.

Other reserves also include the reserve of EUR 565 thousand related to the 2019-2021 Performance Shares Plan and the 2022-2024 Performance Shares Plan, as better specified in Note 22b and the reserve of EUR 257 thousand, originally generated for EUR 468 thousand following the assignment of treasury shares in the "Quanta" purchasing transaction, relating to the difference between the carrying amount of the shares at the various acquisition dates (EUR 4,349 thousand) and their fair value at the acquisition date (EUR 4,817 thousand), and partially utilised during the previous year for the amount of EUR 211 thousand for the allocation of the first tranche of treasury shares under the 2019-2021 Performance Shares Plan.

20. Revenue

A breakdown of revenue by type of service, all in Euro and from Italian customers, is summarised in the following table:

(In thousands of EUR)	6M 2023	6M 2022	Change
Revenue from contract work	369,151	376,515	(7,364)
Revenue from personnel recruitment and selection	4,275	4,027	248
Revenue from outsourced services	3,347	3,241	106
Revenue from other activities	3,254	4,418	(1,164)
Total Revenue	380,027	388,201	(8,174)

Revenue for the first six months of 2023 amounted to EUR 380,027 thousand compared to EUR 388,201 thousand in 2022. Despite the uncertainty that characterised the macroeconomic scenario in the first part of the year, the Group's revenues fell only slightly, in line with the trend of the staffing market.

The subsidiaries Family Care S.r.l. - Employment Agency, specialising in providing family assistants dedicated to the elderly (+17.0% compared to the same period of 2022) and Seltis Hub, specialising in recruitment and selection (+8.6% compared to 30 June 2022), both had positive performance.

The item "Revenue from other activities" mainly refers to consultancy on administration and organisational matters as part of the training activities, training courses as well as courses dedicated to the development and motivation of employees and other minor revenue.

21. Other income

The item includes:

(In thousands of EUR)	6M 2023	6M 2022	Change
Recognition of contributions from Forma.Temp	5,961	6,711	(750)
Other sundry income	296	822	(526)
Total other income	6,257	7,533	(1,276)

The recognition of contributions from Forma.Temp refers to contributions received from said body for the repayment of the costs incurred for training courses for contract workers, included in the item costs for services. The contributions are recognised by the body on the basis of the specific reporting of costs to organise and carry out the training activities. The relevant revenue recognition occurs in a timely manner on the basis of the reporting of costs incurred for each course.

The item Other sundry income includes income not pertaining to the period such as the collection of previously impaired receivables and adjustments to the allocations of costs related to previous years, sundry reimbursements and other minor income.

22a. Cost of contract work and outsourcing

The item includes:

(In thousands of EUR)	6M 2023	6M 2022	Change
Wages and salaries of contract workers	235,874	240,905	(5,031)
Social security charges of contract workers	67,883	70,690	(2,807)
Post-employment benefits of contract workers	12,440	12,795	(355)
Forma.Temp contributions for contract workers	8,586	8,871	(285)
Other costs of contract workers	3,159	2,913	246
Other costs for outsourced and other services	3,024	2,704	320
Total cost of contract work and outsourcing	330,966	338,878	(7,912)

Forma.Temp contributions refer to the compulsory payment to the bilateral body of approximately 4% of some elements of gross salaries of contract workers, to be allocated to promoting qualification courses for the workers themselves.

The cost of wages and salaries and social security charges, as at 30 June 2023, is shown net of the salary supplement (Trattamento di Integrazione Salariale - TIS) amounting to EUR 679 thousand (EUR 362 thousand as at 30 June 2022), the value of which is reimbursed by Forma.Temp.

Other employee costs mainly refer to additional charges such as luncheon vouchers and various refunds.

22b. Personnel expenses

(In thousands of EUR)	6M 2023	6M 2022	Change
Salaries and wages of employees	15,412	14,424	988
Social security costs of employees	4,651	4,168	483
Post-employment benefits of employees	862	894	(32)
Remuneration to the Board of Directors and committees	740	720	20
Social security costs of the Board of Directors	90	100	(10)
Other employee costs	1,098	886	212
Long-term incentive	144	162	(18)
Total personnel expenses	22,997	21,354	1,643

Other employee costs mainly refer to additional charges such as luncheon vouchers and various refunds.

The remuneration of key management personnel is indicated in Note 33.

The average number of employees is set out below:

Average number of employees	30/06/2023	30/06/2022	Change
Executives - employees	4	3	1
White-collar staff - employees	779	760	19
Total	783	763	20

Long-term incentive

The Shareholders' Meeting of 17 April 2019 approved the adoption of a 2019-2021 Performance Shares Plan which provides for the right of some directors, key management personnel and other key employees to receive, at the end of the three-year vesting period, ordinary shares of the Parent Openjobmetis S.p.A. subject to the achievement of certain Performance Objectives as described in the above Plan (to which explicit reference is made).

The Board of Directors identified the beneficiaries of each of the first three tranches of the Plan on 25 June 2019, 15 May 2020 and 14 May 2021.

The assessment of the cost assigned was estimated by considering the performance components related to the achievement of the adjusted, consolidated and cumulative three-year EBITDA targets compared to the plan targets (with 50% weight) and the Company's performance in terms of Total Shareholder Return compared to the companies that make up the FTSE Italia STAR index (with 50% weight), estimated using the Monte Carlo method, which, on the basis of suitable assumptions, made it possible to define a considerable number of alternative scenarios.

In May 2022, the first tranche was allocated to the beneficiaries, as defined by the relevant Plan, the total cost of which amounted to EUR 283 thousand over the three-year reference period.

The objectives linked to the second tranche were not reached, so nothing was attributed to the beneficiaries.

The EUR 55 thousand estimated cost for the period of the remaining tranche of Performance Shares assigned corresponds to the change in the liability measured at fair value, representative of the value of the shares actually accrued by the beneficiaries in relation to the tranche allocated in 2021. The related liability is included in the Equity item "Other reserves" at the reporting date.

The parameters used in the fair value measurement at the dates of assignment and valuation of the plan are as follows: share price at the valuation date of EUR 8.87, expected dividend rate 3.5%, discount rate (0.26)%, vesting right of the “market based” component equal to 49%, annual volatility 29%, applying a reasonable estimate on the basis of historical volatility calculated with reference to the valuation date.

The unitary fair value of the right to receive the free shares was EUR 8.28 at the reporting date.

The Shareholders' Meeting of 19 April 2022 approved the adoption of a 2022-2024 Performance Shares Plan which provides for the right of some directors, key management personnel and other key employees to receive, at the end of the three-year vesting period, ordinary shares of the Parent Openjobmetis S.p.A. subject to the achievement of certain Performance Objectives as described in the above Plan (to which explicit reference is made).

On 19 April 2022 and 21 April 2023, the Board of Directors identified the beneficiaries of the first two tranches of the Plan.

The assessment of the cost assigned was estimated by considering the performance components related to the achievement of the adjusted, consolidated and cumulative three-year EBITDA targets compared to the plan targets (with 50% weight) and the Parent's performance in terms of Total Shareholder Return compared to the companies that make up the FTSE Italia STAR index (with 50% weight), estimated using the Monte Carlo method, which, on the basis of suitable assumptions, made it possible to define a considerable number of alternative scenarios, and based on the Group's ESG performance, as determined by Sustainalytics, a leader in the provision of ESG research and ratings.

The EUR 89 thousand estimated cost for the period of the two tranches of Performance Shares assigned corresponds to the change in the liability measured at fair value, representative of the value of the shares actually accrued by the beneficiaries in relation to the tranche allocated during the period. The related liability is included in the Equity item "Other reserves" at the reporting date.

The parameters used in the fair value measurement at the date of assignment and valuation of the two tranches of the plan are as follows: share price at the valuation date of the first tranche of EUR 11.16 and of the second tranche of EUR 10.00; expected dividend rate of 4% for both tranches; discount rate equal to 0.66% for the first tranche and 3.31% for the second; annual volatility of 34% for the first tranche and of 33.2% for the second, applying a reasonable estimate based on historical volatility calculated with reference to the valuation date, and ESG rating as determined by Sustainalytics expected to be equal to 10 for both tranches.

The per-unit fair value of the right to receive the free shares as at the reporting date with regard to the first tranche was determined to be EUR 9.92 for the "non-market" component, and EUR 4.80 for the "market" component. On the other hand, with reference to the second tranche, it was determined as EUR 8.89 for the “non-market” component, and EUR 5.21 for the “market” component.

23. Cost of raw materials and consumables

The item mainly includes costs for consumables, stationery and other minor expenses.

24. Costs for services

The item includes:

(In thousands of EUR)	6M 2023	6M 2022	Change
Costs for organising courses for contract workers	5,975	6,742	(767)
Costs for tax, legal, IT, business consultancy	3,531	3,765	(234)
Costs for marketing consultancy	1,160	1,195	(35)
Fees to sourcers and professional advisors	2,384	2,381	3
Costs for advertising and sponsorships	1,005	1,179	(174)

(In thousands of EUR)	6M 2023	6M 2022	Change
Costs for utilities	625	707	(82)
Remuneration to the Board of Statutory Auditors	57	56	1
Costs for due diligence and consultancy services	228	10	218
Other	2,866	2,717	149
Total costs for services	17,831	18,752	(921)

Costs for organising courses for contract workers mainly refer to costs charged by training companies, for organising training activities carried out for contract workers, plus other accessory costs. The costs borne by the organisational bodies mainly consist of services invoiced by independent experts. Against the precise and timely reporting of the costs incurred for the courses, Openjobmetis S.p.A. and Family Care S.r.l. receive a specific refund from Forma.Temp and other bodies.

The item marketing consultancy includes the costs incurred for commercial development projects in certain geographical areas.

The item fees to sourcers and professional advisors refers to costs incurred to promote meetings with potential customers.

Costs for advertising and sponsorships refer to ads, costs to promote of the corporate image and the contribution as the main sponsor of a sports company.

Other costs mainly include costs incurred for insurance, information on customer solvency, independent auditors' fees, published notices and sundry rentals.

25. Other operating expenses

The item includes:

(In thousands of EUR)	6M 2023	6M 2022	Change
Other expenses	427	459	(32)
Total other operating expenses	427	459	(32)

Other expenses include donations, stamps, membership fees, other taxes such as waste taxes and advertising, as well as minor taxes and penalties.

26. Impairment losses on trade receivables and other assets

For further details on the loss allowance, refer to the directors' report and note 30 below.

27. Net financial income (expense)

Net financial income and expense are shown in the following table:

(In thousands of EUR)	6M 2023	6M 2022	Change
Bank interest and other income	464	-	464
Interest income on trade receivables	11	12	(1)
Total financial income	475	12	463
Interest expense on loans	(159)	(83)	(76)
Interest expense on current accounts	(523)	(69)	(454)
Other interest expense	(178)	(129)	(49)
Total financial expense	(860)	(281)	(579)
Total financial income (expense)	(385)	(269)	(116)

The item *bank and other interest income* mainly includes income deriving from the agreement that the Parent entered into with Banca Intesa Sanpaolo during the current half-year for the transfer of tax receivables.
The agreement provides for the purchase of tax receivables pursuant to Articles 119 and 121 of Law Decree 34 of 19 May 2020 - containing "*Urgent measures on health, support for labour and the economy, as well as social policies relating to the Covid-19 epidemiological emergency*" and converted with Law 77 of 17 July 2020, as amended, for a total maximum amount of EUR 600 million, from the current year until 31 December 2026, based on capacity in terms of accrued contribution and social security payables.
The tax receivables being purchased derive from various tax incentive measures aimed at the redevelopment and the improvement of real estate properties (referred to as the "Superbonus 110%", "Ecobonus", "Earthquake bonus" and "Facades Bonus", as well as others intended to overcome architectural barriers and for the installation of electric vehicle charging points) as governed by Articles 119-121 of Law Decree 34 of 19 May 2020.
These receivables, purchased on a monthly basis according to the terms and conditions of the without recourse transactions, are subsequently offset by the Parent pursuant to Article 17 of Legislative Decree 241 of 9 July 1997, with the accrued contribution and social security payables.
The income recognised in the income statement derives from the difference between the nominal value of the receivables purchased and the amount paid by the Parent to Intesa Sanpaolo for the transaction.
The Company believes that the guarantees received by the Banking Institution, subject to it obtaining compliance approvals and the declarations and other certifications referred to in Articles 119 and 121, paragraph 1-ter, of the Superbonus Law, are sufficient to exclude joint and several liability for any tax violations associated with the receivables offset by the Parent as transferee. It should be noted that Intesa Sanpaolo has signed a contract with a leading consultancy firm concerning, in addition to the collection and verification of the documentation underlying each transfer, the archiving and storage of the above-mentioned documentation in a dedicated IT platform, access to which was granted to the Parent within the scope of its responsibilities.
Lastly, it should be noted that the Bank has made a specific indemnity agreement so that the Company is held harmless from any claim of the competent assessing bodies.
The agreement described above was valued as an executory contract and, therefore, no liabilities or assets were recognised in relation to it as at 30 June 2023.

Other interest expense mainly refers to the portion of costs attributable to each year deriving from application of the amortised cost method to the loan in accordance with IFRS 9, and the expense relating to the recognition of the right of use pursuant to IFRS 16, amounting to EUR 133 thousand.

28. Income taxes for the period

Income taxes recognised in profit or loss are broken down as follows:

(In thousands of EUR)	6M 2023	6M 2022	Change
Current taxes	2,773	3,117	(344)
Deferred tax assets	390	658	(268)
Deferred tax liabilities	(114)	(73)	(41)
Tax from previous years	-	(9)	9
Total income taxes	3,049	3,693	(644)

Current taxes as at 30 June 2023 totalling EUR 2,773 thousand refer to IRAP of EUR 753 thousand and to IRES expenses of EUR 2,020 thousand.

Current taxes as at 30 June 2022 totalling EUR 3,117 thousand referred to IRAP of EUR 777 thousand and to IRES expenses of EUR 2,340 thousand.

As at 31 December 2020, the Parent benefited from the possibility of realigning the tax on the higher amounts of the assets recorded in the financial statements, specifically the amount of goodwill of EUR 71,736 thousand, in accordance with Law Decree 104/2020, Article 110, paragraphs 8 and 8-bis. This decision resulted in the recognition on that date of deferred tax assets of EUR 20,158 thousand against the payment of a substitute tax of 3% of the realigned value (EUR 2,152 thousand). In addition, a tax suspension restriction was placed on reserves already existing in the equity for the amount of EUR 69,583 thousand.

Article 1, paragraphs 622-624 of Law 234/2021 (2022 Budget Law) subsequently intervened, retroactively modifying the tax regime of the amortisation of realigned goodwill pursuant to Article 110 of Law Decree 104/2020, providing for the increase of the minimum tax amortisation period from the ordinary 18 years to 50 years. In view of the extension of the tax amortisation plan, companies were essentially granted three alternatives: (i) accept that dilution and deduct a share of amortisation referring to the higher realigned values to an extent not to exceed one-fiftieth for each tax period, (ii) benefit from the originally applicable depreciation in eighteenths by supplementing the substitute tax to the extent corresponding to that established by Article 176, paragraph 2-ter of the TUIR, (iii) revoke, even partially, the application of the tax regulations of the above-mentioned Article 110, according to methods and terms to be adopted by Measure of the Director of the Italian Tax Authorities.

The Parent, taking note of the regulatory change, decided to maintain the goodwill realignment option, thus diluting the tax amortisation period in fifty years. Based on the forecasts of taxable income generations in the 2023-2027 plan approved by the Board of Directors on 23 February 2023 and historical data, deferred tax assets, decreased by EUR 201 thousand in the course of the first half of 2023, were deemed fully recoverable in consideration of the possibility of absorption through the Group's future taxable income.

Pursuant to Articles 117 to 129 of the Consolidated Income Tax Act (TUIR), agreements were signed between Openjobmetis S.p.A. and its subsidiaries Openjob Consulting S.r.l., Seltis Hub S.r.l., Lyve S.r.l. and Family Care S.r.l. on the exercise of the option for the domestic tax consolidation scheme, thus benefiting from the possibility of offsetting taxable income against tax losses in a single tax return. The three-year agreements will be tacitly renewed for the following three-year period unless they are revoked.

29. Contingent liabilities

The Group is a party to pending disputes and lawsuits. Based on the opinion of legal and tax advisors, the Directors do not expect that the outcome of these ongoing actions will have a significant effect on the financial position of the Group, in addition to that already allocated in the financial statements. In detail:

- During 2020, Quanta S.p.A., now merged by incorporation into Openjobmetis S.p.A. as of 1 January 2022, received a questionnaire from the Italian Tax Authorities concerning the VAT treatment of the financed professional training activities, intended for contract workers in 2015, 2016 and 2017.

  On 30 November 2020, the Italian Tax Authorities communicated assessment notice no. TMB067O00388/2020, concerning the alleged non-deductibility of VAT for the year 2015, equal to EUR 592,801.18, on training services financed through the Forma.Temp fund, which, based on their reconstruction, would instead be subject to the application of the VAT exemption pursuant to Article 10, paragraph 1, no. 20 of Presidential Decree 633/72, in addition to penalties and interest.

On 28 April 2021, Quanta S.p.A. filed an appeal with a petition for discussion at a public hearing, which was discussed in the Tax Commission on 15 March 2022, who, in a decision handed down on 18 October 2022, acknowledged the merits of the Company's reasons set forth and granted its appeal. On 13 April 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 9 June 2023.

- On 28 October 2021, the Italian Tax Authorities communicated an assessment notice no. TMB067O00227/2021 for 2016 with the same requirements as the previous one, for EUR 595,569.72. On 22 December 2021, Quanta S.p.A. served an appeal with a petition for discussion at a public hearing, which was discussed in the Tax Commission on 21 June 2022, who in a decision handed down on 18 October 2022, acknowledged the merits of the Company's reasons set forth and granted its appeal. On 20 March 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 18 May 2023; the merit hearing for the second instance was set for 20 September 2023.

- On 11 April 2022, the Italian Tax Authorities served an additional assessment notice no. TMB061T00096/2022 for 2017 to Openjobmetis S.p.A., as the incorporator of Quanta S.p.A., with the same requirements as the previous ones, for EUR 572,322.77. On 9 June 2022, the Company filed an appeal with a petition for discussion at a public hearing held on 17 January 2023; the outcome of the ruling is currently pending.

  On 27 June 2023, the Company was served the notice of acceptance of the provisional collection pending judgment relating to the notice of assessment in question for an amount of EUR 190,774.00 plus interest. The Company will pay the amount due in accordance with current legislation, on the basis of obtaining the economic funding provided by the seller of Quanta S.p.A.; at the same time, having consulted its advisors and deeming it has valid reasons to support its actions, the Company will recognise a receivable from the Tax Authorities of the same amount.

  Indeed, pursuant to the contractual agreements in place, the seller of Quanta S.p.A., FDQ S.r.l., has issued a specific guarantee to cover any liability that may arise in relation to assessment notices concerning the undue deduction of VAT for the year 2015 and onward until 2020.

- In 2021, the Italian Tax Authorities - Regional Lombardy Division - Office of Major Taxpayers, initiated a tax audit activity against the Parent, Openjobmetis S.p.A., with reference to the 2016 and 2017 tax periods.

  The audit concerned the VAT treatment of financed professional training received by the Company in its capacity as client, aimed at contract workers.

  On 23 December 2021, the Italian Tax Authorities communicated assessment notice no. TMB061T00556/2021, concerning the alleged non-deductibility of VAT for the year 2017, equal to EUR 2,727,981.88, on training services financed through the Forma.Temp fund, which, based on their reconstruction, would instead be subject to the application of the VAT exemption pursuant to Article 10, paragraph 1, no. 20 of Presidential Decree 633/72. On 21 May 2022, the Company filed an appeal with a petition for discussion at a public hearing held subsequently on 29 November 2022, following which the Tax Commission handed down a favourable ruling on 3 January 2023, acknowledging the merits of the reasons set out in the appeal. On 28 March 2023, the Italian Tax Authorities filed an appeal against the ruling of the First Instance Commission, against which the Company appeared before the court on 29 May 2023; the merit hearing for the second instance was set for 9 October 2023.

- On 13 October 2022, the Italian Tax Authorities communicated assessment notice no. TMB061T00552/2021 for the year 2016, with the same assumptions applied to the previous one with reference to the year 2017, amounting to EUR 2,072,364.00 On 12 March 2023, the Company filed an appeal with a petition for discussion at a public hearing set for 19 September 2023.
  On 16 June 2023, the Company, following the rejection of the application for the suspension of the provisional collection pending the proceedings and in accordance with current legislation, paid EUR 690,788.00, plus interest, simultaneously recognising a receivable from the tax authorities in the same amount.
  Openjobmetis S.p.A., after consulting its advisors, believes that it has various reasons to support its actions and the actions of Quanta, for which it has taken over all legal relations and obligations following the merger by incorporation carried out on 1 January 2022; it also stresses its firm opposition to the objections raised by the Italian Tax Authorities and its willingness to proceed with litigation to the extent necessary for the recognition of its reasons.
  The objections raised by the Italian Tax Authorities are part of a line of argument that has, to date, involved various Employment Agencies; consequently, the publication of new case law potentially favourable to the Company's defence cannot be ruled out in the coming months. To protect the interests of the category, associations representing Employment Agencies intervened, supporting initiatives directed at the competent institutional venues, including the complaint before the European Commission. Therefore, a favourable legislative intervention should not be excluded.

- The subsidiary Openjob Consulting S.r.l., at an event held in Perugia, underwent a tax inspection by the competent Local Labour Office that led to the preparation of a report which alleged violations concerning forms of contract used on this occasion with consequent possible administrative sanctions. In September 2018, an order was issued by the Local Labour Inspectorate of Perugia, which in June 2019 was the subject of a settlement agreement following which approximately EUR 29 thousand was paid in settlement of any claims. Following the aforementioned report, INPS also issued a charge notice, which was subsequently effectively suspended by the Labour Court of Perugia, declaring its lack of local jurisdiction in favour of the Court of Varese, and is to date still pending an outcome; a possible settlement agreement in terms similar to that concluded with the Labour Inspectorate of Perugia is not excluded.
  Also in light of the above, the Group believes that it has adequate grounds for its actions and therefore it is not expected that the outcome of such actions will have any effect on the Group's financial position beyond that which is already reflected in the financial statements.

30. Financial instruments

(a) Credit risk

Exposure to credit risk

The carrying amount of the financial assets represents the Group's maximum exposure to credit risk. At the end of the reporting period, this exposure is set out below:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Held-to-maturity investments	7,506	3,276	4,230
Trade receivables	152,073	144,584	7,489
Cash and cash equivalents	10,882	10,290	592
Total	170,461	158,150	12,311

Trade receivables mainly refer to Italian customers.

There are no particular concentrations of trade receivables in specific sectors.

Exposure to the top 10 customers accounts for approximately 10% of total receivables as at 30 June 2023.

Impairment losses

The ageing of trade receivables at the end of the reporting period was as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Falling due	132,281	122,037	10,244
Past due from 0 to 90 days	18,600	20,478	(1,878)
Past due from 91 to 360 days	1,851	3,069	(1,218)
Past due 360 days or more	6,675	6,598	77
Total trade receivables	159,407	152,182	7,225

The changes in the loss allowance for trade receivables during the period were as follows:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Opening balance	7,598	6,699	899
Impairment losses for the period	1,150	1,685	(535)
Use during the period	(1,414)	(786)	(628)
Closing balance	7,334	7,598	(264)

It should be noted that the value of receivables shown above is recorded net of an amount of EUR 72 thousand corresponding to the impairment loss arising from the measurement at fair value of trade receivables inherited from the acquisition of Quanta S.p.A. during 2021, mainly relating to receivables due beyond 360 days.

The Group allocates a loss allowance that reflects the estimate of impairment losses on trade receivables and on other receivables, whose main components are the individual impairment losses on significant exposures and the collective impairment loss on homogeneous groups of assets against losses that have not yet been identified. Collective impairment is determined on the basis of historical losses, adjusted if necessary by scale factors reflecting the differences between the economic conditions of the period during which the historical data was collected and the Group's point of view about the economic conditions over the entire expected life of the assets.

The impairment loss for the period refers to the provision for estimated impairment losses on trade receivables as described above.

The Group constantly monitors its exposure to credit risk relating to relations with its customers, and adopts appropriate measures to mitigate them. Specifically, on the basis of the policies adopted by the Group, receivables that are past due are the subject of specific reminders and recovery actions, even forced. The result of these actions is considered in determining the loss allowance.

The Group did not recognise expected impairment losses on held-to-maturity investments in the course of the period.

The Group uses loss allowances to recognise the impairment losses on trade receivables and on held-to-maturity investments; however, when there is the certainty that the amount due cannot be recovered, the amount considered irrecoverable is written off directly from the related financial asset.

(b) Liquidity risk

The contractual maturities of financial liabilities, including interest to be paid and excluding the effects of offsetting agreements, are shown in the following table:

Non-derivative financial liabilities			30 June 2023			
(In thousands of EUR)	Carrying amount	Contractual cash flows	6 months or less	6-12 months	1-5 years	More than 5 years
Line A Loan	(2,996)	(3,037)	(1,525)	(1,512)	-	-
Line B2 Loan	(2,855)	(2,885)	(1,449)	(1,436)	-	-
Loans	(750)	(765)	(513)	(252)	-	-
Non-guaranteed bank loans and borrowings	(17,801)	(17,801)	(17,801)	-	-	-
Lease liabilities	(13,237)	(14,472)	(2,136)	(2,169)	(9,643)	(524)
Trade payables	(15,612)	-	-	-	-	-
Other payables	(50,300)	(50,300)	(50,300)	-	-	-
Employee benefits *	(71,396)	-	-	-	-	-
Total	(174,947)	(89,260)	(73,724)	(5,369)	(9,643)	(524)

Non-derivative financial liabilities			31 December 2022			
(In thousands of EUR)	Carrying amount	Contractual cash flows	6 months or less	6-12 months	1-5 years	More than 5 years
Line A Loan	(4,491)	(4,574)	(1,537)	(1,525)	(1,512)	-
Line B2 Loan	(4,284)	(4,345)	(1,460)	(1,449)	(1,436)	-
Other Loans	(1,000)	(1,000)	(1,000)	-	-	-
Non-guaranteed bank loans and borrowings	(15,973)	(15,973)	(15,973)	-	-	-
Lease liabilities	(13,853)	(14,503)	(2,204)	(2,204)	(9,506)	(589)
Trade payables	(14,752)	(14,752)	(14,752)	-	-	-
Other payables	(41,479)	(41,479)	(40,879)	-	(600)	-
Employee benefits *	(62,861)	(62,861)	(62,861)	-	-	-
Total	(158,693)	(159,487)	(140,666)	(5,178)	(13,054)	(589)

* the item Employee benefits considers only short-term benefits that will generally be settled periodically.

The cash flows included in the above-mentioned tables are not expected to occur significantly in advance or for considerably different amounts.

Please refer to note 13 in relation to the loan agreement signed on 28 June 2023.

(c) Interest rate risk

Floating rate financial liabilities are summarised below:

(In thousands of EUR)	30/06/2023	31/12/2022	Change
Non-guaranteed bank loans and borrowings	17,801	15,973	1,828
Line A Loan	2,996	4,491	(1,495)
Line B2 Loan	2,855	4,284	(1,429)
Other loans	750	1,000	(250)
Total financial liabilities	24,402	25,748	(1,346)

(d) Fair value

Fair value and carrying amount

The following table shows the carrying amount recorded in the statement of financial position and the fair value of each financial asset and liability:

(In thousands of EUR)	30 June 2023		31 December 2022	
	Carrying amount	Fair Value	Carrying amount	Fair Value
Held-to-maturity investments	7,506	7,506	3,276	3,276
Trade receivables and other assets	163,325	163,325	153,007	153,007
Cash and cash equivalents	10,882	10,882	10,290	10,290
Lease liabilities	(13,237)	(13,237)	(13,853)	(13,853)
Line A Loan	(2,996)	(2,996)	(4,491)	(4,491)
Line B2 Loan	(2,855)	(2,855)	(4,284)	(4,284)
M/L Loans	(750)	(750)	(1,000)	(1,000)
Non-guaranteed bank loans and borrowings	(17,801)	(17,801)	(15,973)	(15,973)
Trade payables and other liabilities	(65,912)	(65,912)	(56,231)	(56,231)
Employee benefits	(72,777)	(72,777)	(64,278)	(64,278)
Total	5,385	5,385	6,463	6,463

Methods for determining fair value

The methods and main assumptions used for measuring the fair value of the financial instruments are shown below:

- *Non-derivative financial liabilities*

  Bank loans and borrowings and other financial liabilities bear interest at floating rate and therefore, also considering that they are indicated net of the related charges, no significant differences between the carrying amount and fair value were identified.
- *Derivative financial liabilities*

  The fair value of Interest Rate Swaps is equal to the present value of the future cash flows estimated on the basis of observable market parameters, and also compared with the prices of the financial intermediary with whom the contract was signed.
- *Trade receivables and other assets*

  The fair value of trade receivables and other assets is estimated based on future cash flows discounted using market interest rates at the reporting date. The fair value matches the carrying amount as it already reflects the impairment loss.

  For information concerning the interest rates used to discount the expected cash flows, where applicable, on the elements listed in the above table, mainly used for calculating the financial liabilities at amortised cost, refer to Note 13.

31. Leases

The Group, for the purposes of its business, makes use of several leases, mainly for car rental and property leases for the branches and offices.

32. Related parties

Some members of the Board of Directors hold a position in other bodies and may be in a position to exercise control or significant influence on the financial and management policies of such bodies.

The relationships between Group companies and the Group with related parties, as identified on the basis of the criteria defined in IAS 24 - Related Party Disclosures, are mainly commercial in nature.

During the period, the Group carried out transactions with some of the above-mentioned bodies as shown below. The general conditions that regulate said transactions have been carried out on an arm's length basis.

During the meeting of 12 October 2015, the Board of Directors approved and subsequently updated, most recently on 29 June 2021, the related party transactions policy and procedure, in accordance with Article 2391-bis of the Italian Civil Code and with the "Related party transactions regulations" adopted by CONSOB with resolution no. 17221 of 12 March 2010 and subsequent amendments.

The total value of the transactions and residual balances is as follows:

Description *(in thousands of EUR)*	6M 2023	Other related parties	Total related parties	% weight on financial statement items
Employee costs	22,997	1,148	1,148	4.99%
Description *(in thousands of EUR)*	**6M 2022**	**Other related parties**	**Total related parties**	**% weight on financial statement items**
Employee costs	21,354	1,214	1,214	5.69%

As shown in note 33 below, the item Employee costs from Other related parties includes costs equal to EUR 740 thousand in 2023 (EUR 720 thousand in 2022) for the Board of Directors, EUR 227 thousand in 2023 (EUR 227 thousand in 2022) for Key management personnel and EUR 181 thousand in 2023 (EUR 267 thousand in 2022) for salaries paid to close relatives of the latter.

In the course of normal business, the Group has provided contract worker supply services and has collaborated with related parties for immaterial amounts and under market conditions.

33. Remuneration of members of the Boards of Directors, key management personnel and members of the Board of Statutory Auditors

The general conditions that regulate the transactions with key management personnel and their related parties are not more favourable than those applied, or that could reasonably be applied, in the case of similar transactions with non-key management personnel associated with the same bodies at normal market conditions.

The total remuneration of Group key management personnel, recorded in the item Personnel expense and costs for services, amounted to EUR 967 thousand, of which EUR 740 thousand for members of the Board of Directors and EUR 227 thousand for key management personnel (EUR 947 thousand in 2022, of which EUR 720 thousand for the members of the Board of Directors and EUR 227 thousand for key management personnel). In addition to salaries, the Group also offers certain key management personnel benefits in kind according to the ordinary contractual practice for company managers. The Shareholders' Meeting on 17 April 2019 resolved the adoption of a 2019-2021 Performance Shares Plan, and on 19 April 2022 approved the adoption of a 2022-2024 Performance Shares Plan, which provide for the right of directors, key management personnel and other key employees to receive, at the end of the three-year vesting period, ordinary shares of Openjobmetis S.p.A. subject to the achievement of certain Performance Objectives as described in the above Plan (to which explicit reference is made).

It should also be noted that the remuneration to certain Directors has been paid to their respective companies rather than to individual beneficiaries, according to an agreement between them and the companies in question, for a total of EUR 45 thousand in 2023 (EUR 45 thousand in 2022).
For more information regarding fees of said managers, reference is made to the 2022-23 Remuneration Report published in the "Corporate Governance" section of the company website.
Remuneration to the Board of Statutory Auditors for 2022 amounted to EUR 57 thousand (EUR 56 thousand in 2022).

34. Atypical and/or unusual transactions

The consolidated financial statements as at 30 June 2023 do not show any income components or capital and financial items, either positive or negative, arising from atypical and/or unusual events and transactions, as defined in CONSOB communication no. DEM/606493 of 28 July 2006.

35. Significant non-recurring events and transactions

In compliance with CONSOB communication no. DEM/6064293 of 28 July 2006, as regards events or transactions whose occurrence is non-recurring or those transactions or events which do not occur frequently in the ordinary course of business, reference should be made to the comments made in Note 24, in relation to due diligence and consultancy services for acquisitions and professional service costs, including for extraordinary transactions on the regulated market for EUR 228 thousand (approximately 1.3% of costs for services).

36. Earnings per share

The calculation of earnings per share for the periods ended 30 June 2023 and 30 June 2022 is shown in the following table and is based on the ratio of profit (loss) attributable to the Group to the weighted average number of issued outstanding shares.

(In thousands of EUR)	6M 2023	6M 2022
Profit (loss) for the period	6,099	8,307
Average number of shares in thousands*	13,026	13,373
Basic earnings per share (in EUR)	0.47	0.62
Diluted earnings per share (in EUR)	0.47	0.62

* The average number of shares is calculated net of treasury shares purchased following the buy-back programme, as described in more detail in Note 19, to which reference is made.

Taking into account the characteristics of the existing Stock Option plan, there are no significant impacts on diluted earnings per share.

37. Subsequent events

On 29 June 2023, the Board of Directors of Openjobmetis S.p.A. communicated its decision to promote a partial voluntary public purchase offer pursuant to articles 102 et seq. of the Consolidated Law on Finance (TUF) on a maximum of no. 1,500,000 shares, equal to 11.22% of the share capital, at the price of EUR 9.00 per share and for a maximum value of EUR 13,500,000. For further information, please refer to the relevant press release.

On 26 July 2023, CONSOB, with resolution no. 22791, approved the offer document relating to the partial voluntary tender offer, previously filed on 11 July 2023 with the same control body.

On 4 August 2023, by publishing the document mentioned above, the Company announced the offer acceptance period, i.e. all trading days from 7 August 2023 to 8 September 2023 from 8:30 a.m. to 5:30 p.m., unless extended. The payment date for the consideration is set for 15 September 2023, without prejudice to any extensions of the subscription period. For further information, please refer to the *Investor relations-Public Purchase Offers section.*

Milan, 4 August 2023

On behalf of the Board of Directors
The Chairman
Marco Vittorelli

Statement on the condensed interim consolidated financial statements in accordance with Article 154-bis of Legislative Decree 58/98 as amended and supplemented

1. We the undersigned Rosario Rasizza, Managing Director, and Alessandro Esposti, Manager in charge of financial reporting of Openjobmetis S.p.A., hereby certify, taking into account, inter alia, the provisions of Article 154-bis, paragraphs 3 and 4, of Legislative Decree 58 of 24 February 1998:
   - the adequacy in relation to the characteristics of the company and
   - actual application of the administrative and accounting procedures for the preparation of the condensed interim consolidated financial statements, during the period from 01/01/2023 to 30/06/2023.
2. In this regard, it should be noted that the adequacy of administrative and accounting procedures for the preparation of the condensed interim consolidated financial statements as at 30 June 2023 was evaluated on the basis of the assessment of the system for internal control and audit of the processes directly or indirectly related to the formation of accounting and financial statement data.
3. We confirm that:
   I. The condensed interim consolidated financial statements as at 30 June 2023:
      - correspond with the information contained in the accounting ledgers and records;
      - have been prepared in accordance with applicable international accounting standards recognised by the European Union pursuant to Regulation (EC) no. 1606/2002 of the European Parliament and of the Council of 19 July 2002 as well as the provisions issued in implementation of Legislative Decree 38/2005;
      - provide a true and fair view of the financial position, results of operations and cash flows of the issuer and all its consolidated companies.

   II. The directors' report on the condensed interim consolidated financial statements includes a reliable analysis of operating performance and results and of the situation of the Issuer and of all entities included in the consolidation of events that occurred in the first six months of the year and their incidence on the consolidated financial statements, as well as a description of the main risks and uncertainties to which the Group is exposed for the remaining six months of the year and information on significant transactions with related parties. Pursuant to the provisions of Article 154-ter of Legislative Decree 58/98.

Milan, 4 August 2023

Managing Director	Manager in charge of financial reporting
Rosario Rasizza	Alessandro Esposti

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(This report has been translated into English solely for the convenience of international readers. Accordingly, only the original Italian version is authoritative.)

Report on review of condensed interim consolidated financial statements

To the shareholders of
Openjobmetis S.p.A.

Introduction

We have reviewed the accompanying condensed interim consolidated financial statements of the Openjobmetis Group comprising the statement of financial position, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes thereto, as at and for the six months ended 30 June 2023. The directors are responsible for the preparation of these condensed interim consolidated financial statements in accordance with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34), endorsed by the European Union. Our responsibility is to express a conclusion on these condensed interim consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with Consob (the Italian Commission for Listed Companies and the Stock Exchange) guidelines set out in Consob resolution no. 10867 dated 31 July 1997. A review of condensed interim consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, 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 condensed interim consolidated financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed interim consolidated financial statements of the Openjobmetis Group as at and for the six months ended 30 June 2023 have not been prepared, in all material respects, in accordance with the International Financial Reporting Standard applicable to interim financial reporting (IAS 34), endorsed by the European Union.

Milan, 4 August 2023

KPMG S.p.A.

(signed on the original)

Luisa Polignano
Director of Audit

openjobmetis

Openjobmetis S.p.A
EMPLOYMENT AGENCY – Aut.Prod: N.1111 – SG dated 26/11/2004

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LEGAL INFORMATION
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