



Ascopiave Group

Mediobanca
10th ITALIAN CEO
Conference



19th June 2024





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Business overview

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Ascopiave is a leading operator in the Italian natural gas distribution sector. The Group also holds valuable assets in other business activities: renewable energy production, power and energy retail, energy services and water management services.

CORE BUSINESSES

Gas distribution



Operation, maintenance and development of **local pipelines**, connecting the transport national pipelines to the end consumers.

Activity carried out by the **companies** on the basis of concessions awarded by municipalities.

Regulation provided both by the local municipalities and by the Italian Regulatory Authority for Energy, Networks and Environment (ARERA).

Renewable energy production



The subsidiaries Asco Renewables and Asco EG operate in the **renewable energy** field, through 29 hydroelectric and wind power stations (84.1 MW).

OTHER BUSINESS ACTIVITIES

Gas and power retail



Supply of gas and power to the end customers (free market).

Activity carried out by **associated companies** (minority stakes): Estenergy (25%) / Hera Comm (3%).

Energy services



District heating and **energy efficiency services**.

Activity carried out by the controlled company Asco Renewables.

Water management services

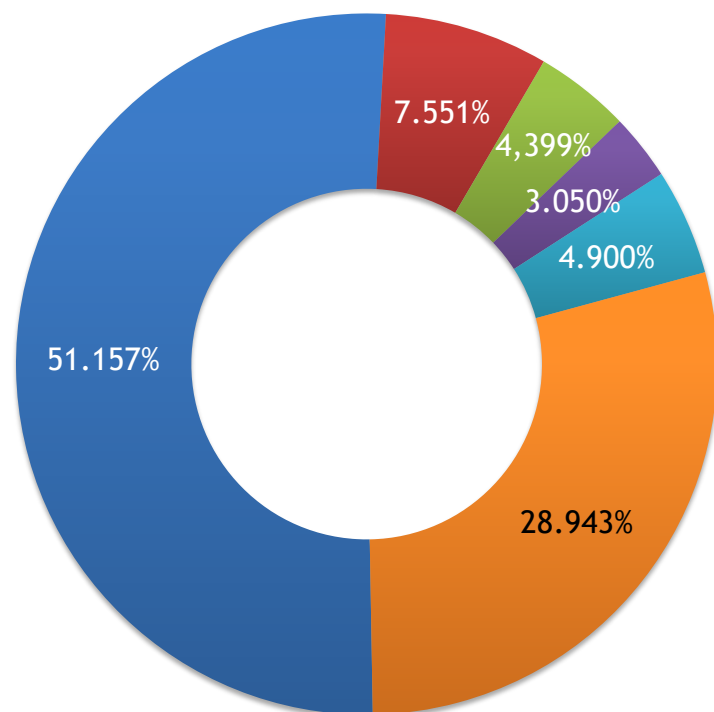


The subsidiary Cart Acqua is shareholders and **technological partner** of Cogeide, company active in the integrated urban water management services.

Ascopiave shareholders

Ascopiave is listed on the **STAR segment of Borsa Italiana's equity market**. The company complies with strict requirements concerning transparency, disclosure, liquidity and corporate governance, in line with international standards.

Increased voting right in general shareholders meeting pursuant to Art. 127-quinquies, paragraph 1, of the TUF (i.e. the main Italian law governing the financial sector): two votes for each share held for a 24-month uninterrupted period.

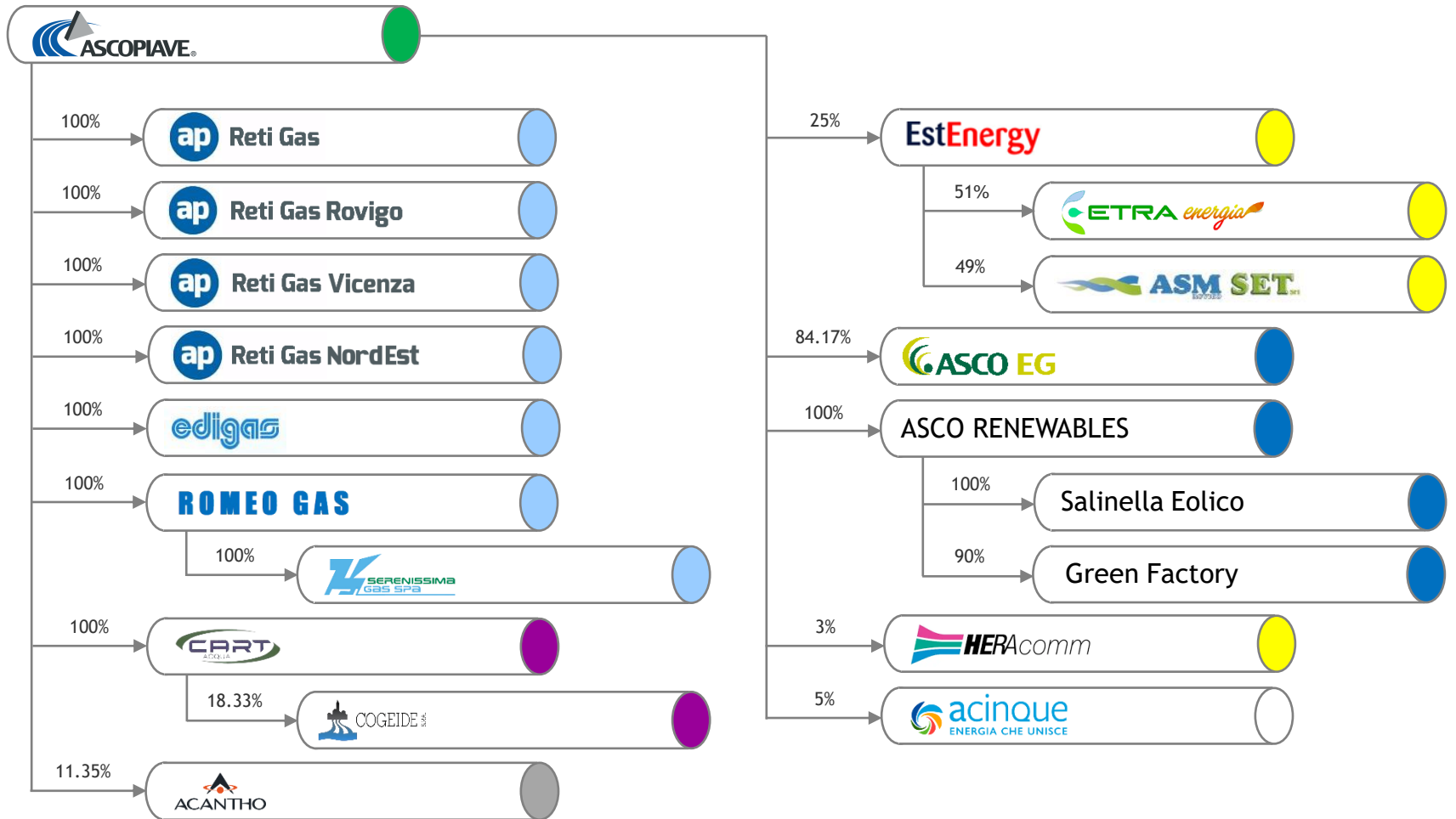


Ascopiave Shareholders as of 31st March 2024 (*)

Asco Holding S.p.A. directly controls the capital of Ascopiave S.p.A. (capital stake: 51.157%).
Asco Holding S.p.A. is owned by 78 municipalities mainly located in the province of Treviso (public shareholders) and 1 private company.

- Asco Holding S.p.A.
- Treasury shares
- ASM Rovigo S.p.A.
- Anita S.r.l.
- Hera S.p.A.
- Market

(*) Internal processing based on information received from Ascopiave S.p.A. pursuant to art. 120 of the Consolidated Financial Law.



- Corporate services to subsidiaries and associates
- Gas distribution
- Water management services
- Renewable energy production
- Gas and electricity sales
- ICT services

CONSOLIDATED BALANCE SHEET ACCORDING TO IFRS (*)

BALANCE SHEET	31/12/2023	31/12/2022
Tangible assets	156,475	138,432
Intangible assets	766,353	759,743
Investments in associates	308,331	436,287
Other fixed assets	42,780	43,877
Net working capital	(30,432)	(95,866)
Net invested capital assets held for sale	138	15,790
TOTAL CAPITAL EMPLOYED	1,243,645	1,298,262
Shareholders equity	854,282	886,405
Net financial position	389,363	411,857
<i>Financial leverage</i>	<i>0.46</i>	<i>0.46</i>

INTANGIBLE ASSETS	31/12/2023
Goodwill	61,727
Assets under concession	689,007
Other intangible assets	15,620
Intangible assets	766,353

INVESTMENTS IN ASSOCIATES	31/12/2023
Estenergy	202,838
Hera Comm	53,331
Other participations (**)	52,162
Investments in associates	308,331

- Capital mainly invested in the gas distribution business, in the renewable energy business and in associates active in the power and gas retail business
- Solid financial structure

(*) Thousands of Euros; (**) Other participations: Acantho (Euro 22.3 mln), Acinque (Euro 21.6 mln) and Cogeide (Euro 8.2 mln).

CONSOLIDATED INCOME STATEMENT ACCORDING TO IFRS (*)

INCOME STATEMENT	2023	2022
Revenues	180,794	163,651
EBITDA	94,526	77,930
<i>EBITDA margin (%)</i>	<i>52.3%</i>	<i>47.6%</i>
EBIT	45,990	31,911
<i>EBIT margin (%)</i>	<i>25.4%</i>	<i>19.5%</i>
Net financial income	(4,365)	6,061
Income taxes	(5,005)	(6,999)
Net income from discontinued operations	56	1,466
Net income	36,677	32,440

NET FINANCIAL INCOME	2023
Estenergy Group and Cogeide	3,566
Dividends	4,228
Net financial charges	(12,159)
Net financial income	(4,365)

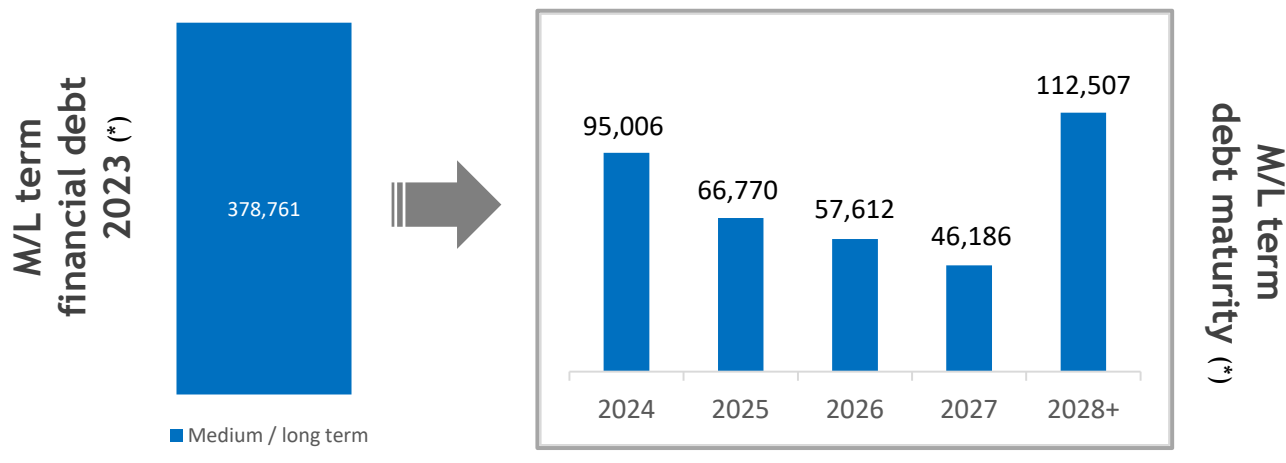
➤ Operating results referred mainly to the regulated gas distribution business and renewable energy business

(*) Thousands of Euros.

(*)	2023	2022	Chg	Chg %
Long term financial borrowings	204,064	178,538	25,526	14.3%
Current position of long term financial borrowings	80,642	119,280	(38,638)	-32.4%
Long term bond loans	86,347	94,033	(7,686)	-8.2%
Current position of bond loans	7,708	-	7,708	n.a.
Short term financial borrowings	7,917	(12,912)	20,829	-161.3%
Total financial debt	386,678	378,939	7,739	2.0%
Fixed rate borrowings	221,994	290,164	(68,170)	-23.5%
Floating rate borrowings	164,684	88,775	75,909	85.5%

Short term credit lines available (31.12.2023): Euro 150 mln

FY 2023 average cost of debt: 2.57% (vs FY 2022 rate: 1.13%)



(*) Thousands of Euros.



Dividend policy and Group strategic guidelines

→ Dividend policy Pag. 12

Dividend payment sustainable with high return to shareholders

Sustainability of the dividend policy:

- stable cash flow
- stable business profitability
- well-balanced financial structure

Dividend yield at the top of the listed Italian utility companies

DIVIDEND	2022	2021	2020	2019	2018	2017	2016	2015	2014
Dividend (Thousand of Euro)	28,172	35,757	34,663	47,442	75,163	40,016	40,016	33,347	33,332
Group Net Income (Thousand of Euro)	32,665	45,326	58,701	493,216	44,625	47,135	53,635	43,014	35,583
Payout ratio	86%	79%	59%	10%	168%	85%	75%	78%	94%
Dividend per share (Euro)	0.1300	0.1650	0.1600	0.2133	0.3383	0.1800	0.1800	0.1500	0.1500

DIVIDEND	2013	2012	2011	2010	2009	2008	2007	2006
Dividend (Thousand of Euro)	26,666	24,484	0	22,557	20,349	19,442	19,890	19,833
Group Net Income (Thousand of Euro)	38,678	27,865	6,266	31,174	25,288	18,452	21,764	16,381
Payout ratio	69%	88%	0%	72%	80%	105%	91%	121%
Dividend per share (Euro)	0.1200	0.1100	0.0000	0.1000	0.0900	0.0850	0.0850	0.0850



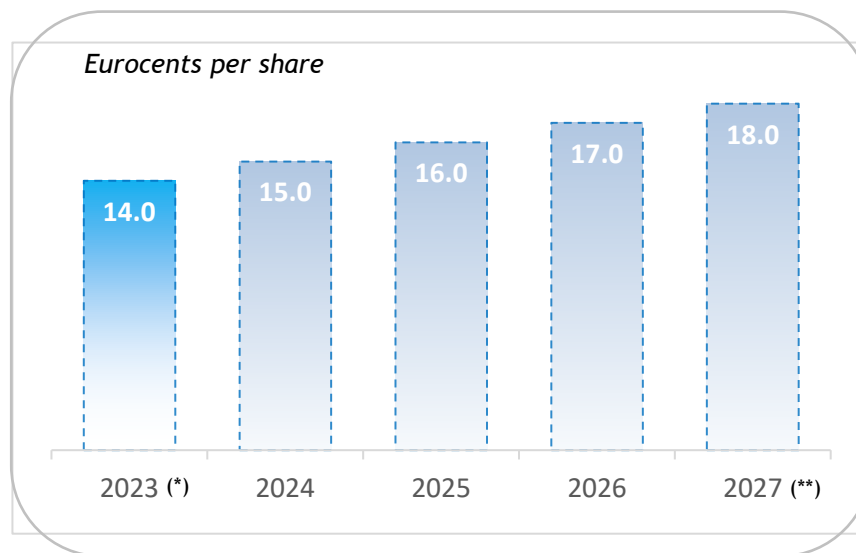
TOTAL DIVIDENDS DISTRIBUTED FROM STOCK EXCHANGE LISTING TO DATE

Euro 521.1 mln

2024-2027 expected dividend distribution

2024-2027 PROSPECTS

An attractive and sustainable dividend distribution is expected for the 2024-2027 period. Dividend growing from 14.0 Eurocents per share in 2023 to 18.0 Eurocents per share in 2027 (+29%)



(*) Dividend approved by the Ascopiave shareholders' meeting on 18 April 2024;

(**) Dividend to be approved and distributed during 2028 with reference to the year 2027.

Ascopiave gas distribution business

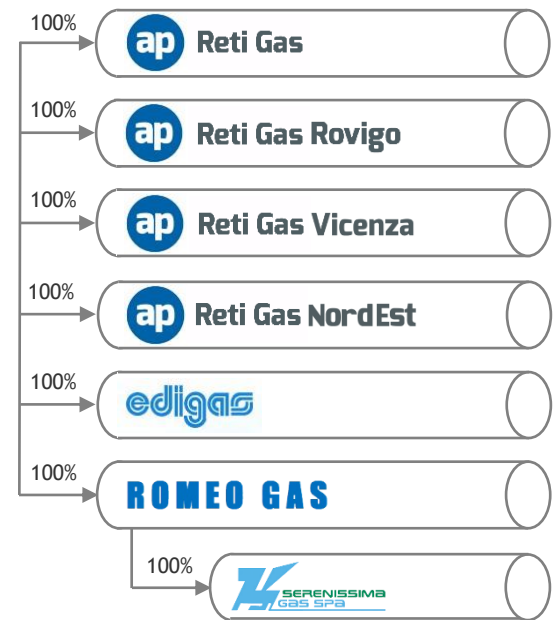
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Market positioning (1)

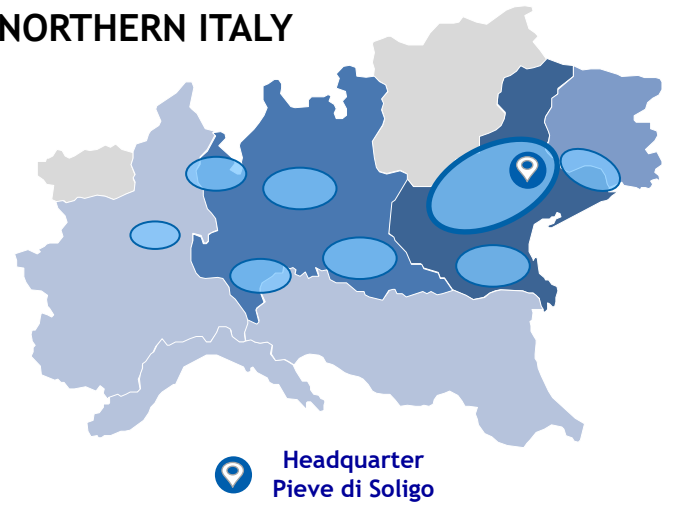
The gas distribution is carried out by **subsidiary companies** controlled by Ascopiave

Ascopiave Gas Distribution Business 2023 key figures

No. of managed concessions	304
Length of the gas distribution network (km)	14,730
No. of Users (PDR)	874,376
Volume of gas distributed (scm/mlin)	1,432
RAB (Euro/000)	780,141



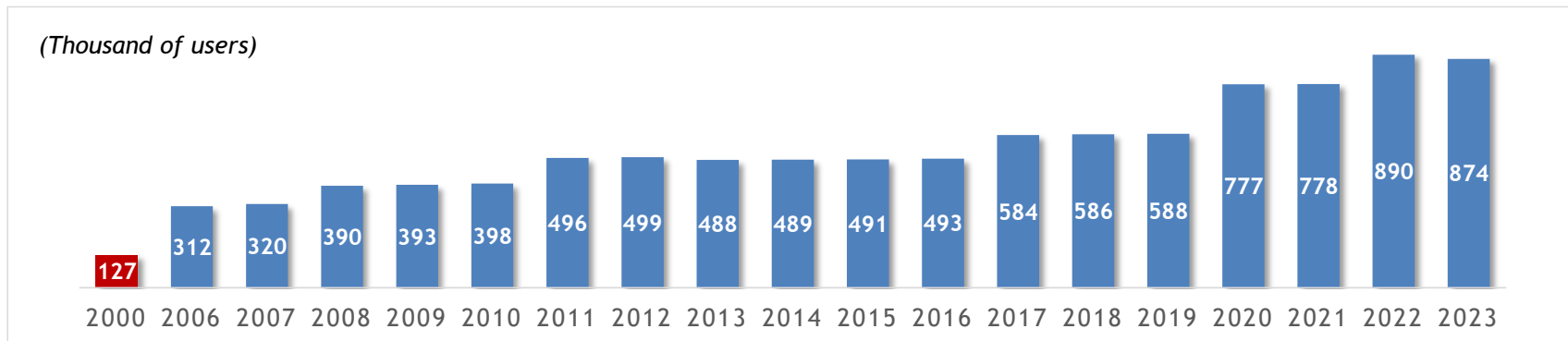
NORTHERN ITALY



Ascopiave Group current distribution activities

The operated networks are located in **Northern Italy** (73% of the gas end users in Veneto, 17% in Lombardy, 5% in Friuli Venezia Giulia and 5% in other regions)

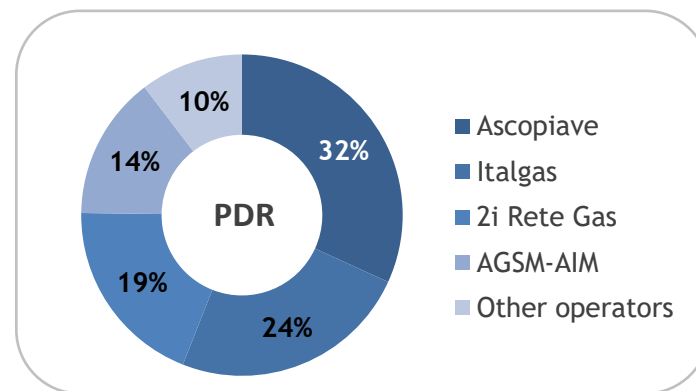
Ascopiave Group has been among the protagonist of the consolidation of the sector
 Since 2000 Ascopiave has completed 13 company acquisitions



Currently 5th largest national operator in the sector and regional leader in Veneto

Group	Users (*)	%	Network (*)	%
1 Italgas	7,561,197	31.4%	70,636	26.3%
2 Zi Rete Gas	4,484,898	18.6%	69,555	25.9%
3 A2A	1,766,973	7.3%	12,441	4.6%
4 Hera	1,430,483	5.9%	17,749	6.6%
5 Ascopiave	889,739	3.7%	14,614	5.5%
6 Iren	727,503	3.0%	8,278	3.1%
7 Estra	404,016	1.7%	6,064	2.3%
8 Erogasmet	278,214	1.2%	3,826	1.4%
Others	6,527,977	27.1%	64,972	24.2%
Total	24,071,000	100.0%	268,135	100.0%

Competitive context in Veneto



(*) 2022 data.

Gas distribution is a **regulated business**, characterised by a **stable profitability and low risk profile**

Economic results and investments 2015-2023

YEAR	EBITDA (Euro/mlin)	EBITDA/user (Euro)	Investments (Euro/mlin)
2023	75.9	87	61.6
2022	64.9	75	58.0
2021	70.2	90	50.3
2020	69.8	90	41.9
2019	48.3	82	31.4
2018	48.6	99	27.8
2017	47.8	102	22.5
2016	35.0	88	19.7
2015	35.8	90	20.7

- Constancy of economic results (EBITDA/end user) and cash flows guaranteed by the stability of regulation
- Increase in EBITDA supported by the growth in the customer base served over the years
- Ascopiave achieves excellent profitability on operational management

Recovery of the capital invested at the expiry of concessions
(compensation to be cashed from the newcomers operators in case of exit)

Estenergy

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- Key figures related to Estenergy Group Pag. 20
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On 19th December 2019 Ascopiave and Hera finalized a complex operation

- The two parties established a partnership in the energy sales business through the company Estenergy. Estenergy acquired:
 - ✓ the shareholdings held by the Ascopiave Group in the companies active in the natural gas and electricity sale business (except for Amgas Blu)
 - ✓ the sales activities operated by the Hera Group in Triveneto
- the purchase by Ascopiave from the Hera Group of a series of gas distribution concessions covering 188.000 users in Veneto and Friuli Venezia Giulia.



Primary **strategic goals** matched by Ascopiave:

- **reinforcing the gas distribution core business, consolidating the leadership position in the Veneto Region**
- **giving greater value to the sales activities, through the partnership with a valid player in the market**

Key figures related to Estenergy Group

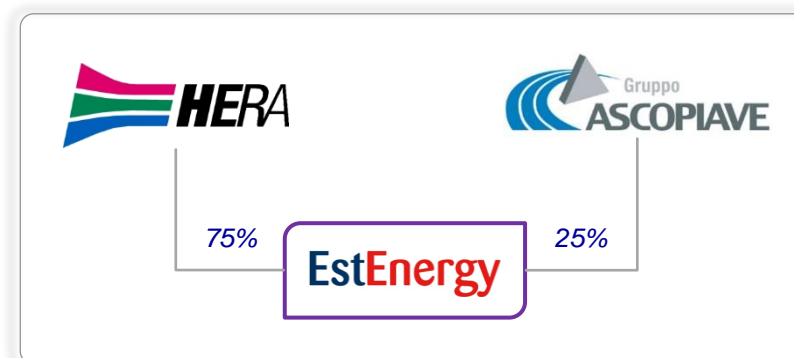
2023 key figures related to the sales business run by Estenergy Group:

Gas sales	2023
Volume of gas sold (scm/mln)	736
Number of customers	645,824

Electricity sales	2023
Volume of electricity sold (GWh)	1,835
Number of customers	382,399

Income statement (*)	2023
Revenues	1,123.3
EBITDA	69.4
EBIT	24.6
Net income	11.6

Net income consolidated by Ascopiave	3.7 (pro-rata)
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Estenergy is **consolidated** by the Ascopiave Group with the **net equity method**. Consolidated results reported in Ascopiave financial statements takes into account the pro-rata of the capital share held in the company and pertaining consolidation rules.

(*) Million of Euros; data are considered at 100%.

Put option of Ascopiave on Estenergy shares

Put Option of Ascopiave on Estenergy shares

Put option of Ascopiave exercisable:

- in **all or in part**, by the latter on its entire **stake in Estenergy**, within **7 years** from the closing of the transaction
- at a **price** (strike price) that will be the highest of:
 1. Fair Market Value, calculated on the basis of an evaluation method agreed between the parties
 2. Purchase price at the entry, plus an annual return equal to 4%, minus all the distributed dividends from the closing date until the date of the exercise
 3. Purchase price at entry

If exercised, the put option guarantees a **minimum rate of return** on the initial investment of Ascopiave in Estenergy (Euro 395.9 mln)(*)(**) **equal to 4%**

- In December 2022, Ascopiave partially exercised its put on its stake in Estenergy, transferring an **8% share** of the company's capital to the Hera Group, collecting Euro 79.2 mln
- In November 2023, Ascopiave partially exercised its put on its stake in Estenergy, transferring a **15% share** of the company's capital to the Hera Group, collecting Euro 137.5 mln

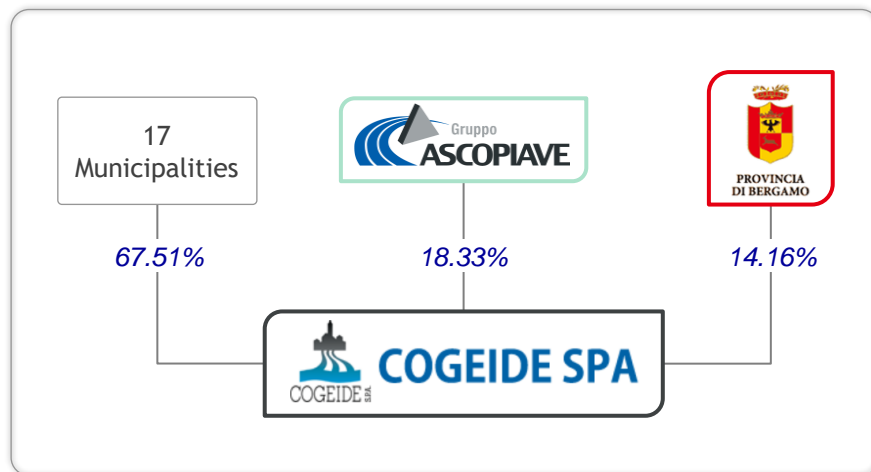
(*) Investment of Ascopiave in Estenergy for the initial 48% stake held in the company; (**) In 2020 Ascopiave subscribed an EstEnergy capital increase for 32.5m€ to service the tax relief of the higher value of the equity investments it acquired compared to the net book value. The benefits for Ascopiave will be represented by higher dividends in the years 2023-2032. If the put option is exercised, the benefits not yet obtained will be recognized as a supplement to the price.



Cogeide

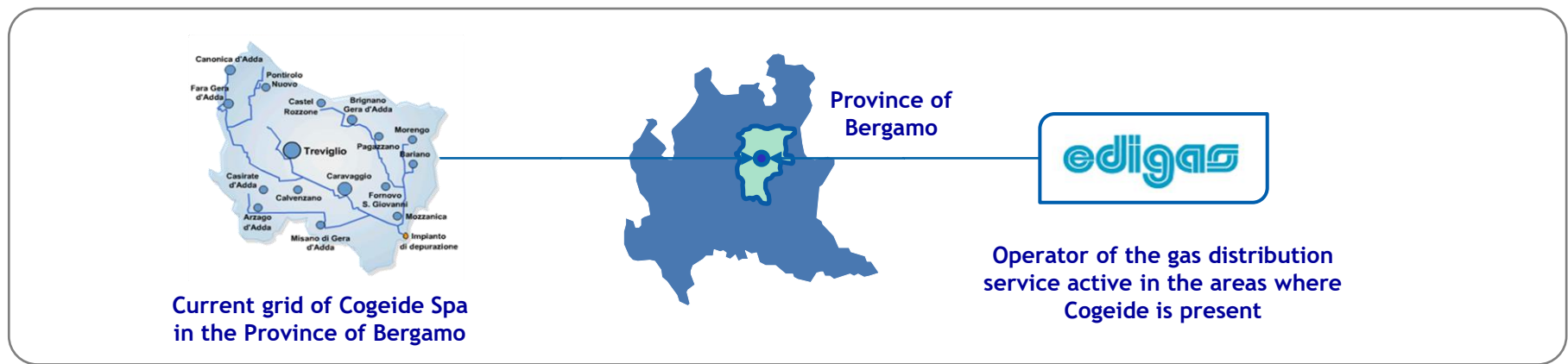
→ Cogeide Pag. 23

December 2020 - Entry into the water management service through the acquisition of Cart Acqua, investor and technological partner of Cogeide, manager of the integrated water service in 15 municipalities in the Province of Bergamo



Cogeide key figures	2023
Grid extension (km)	930
Customers served	101,000
Water sold (mc/mln)	7.9

EBITDA (Euro/mln)	5.2
Investments (Euro/mln)	3.5



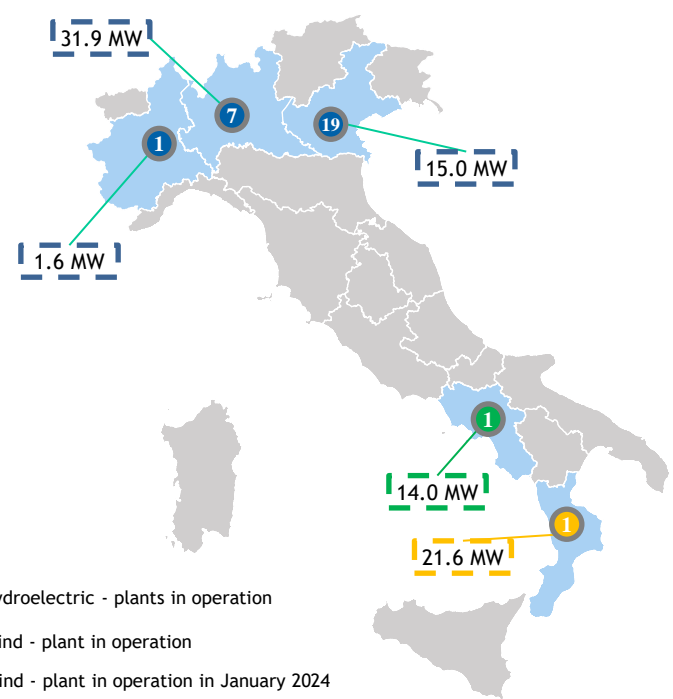


Renewable energies

→ Renewable energies Pag. 25

Renewable energies

- **December 2021** - Entry into the field of renewable energy production through the acquisition from EVA Group of **6 hydroelectric plants** located in Lombardy and Piedmont.
- **January 2022** - Acquisition of the 79.74% stake in Eusebio Energia S.r.l. (now Asco EG S.p.A.), owner of a portfolio of **21 hydroelectric plants** in Lombardy and Veneto and **1 wind farm** in Campania.
- **January 2022** - Establishment of a partnership with the Renco Group to develop new power generation plants from renewable sources through the acquisition of the 60% stake in Salinella Eolico S.r.l.. At the end of 2023, Ascopiave acquired the entire capital of the company.
- **January 2024** - Entry in operation of the wind farm in Calabria built by Salinella Eolico S.r.l with a nominal capacity of 21.6 MW.



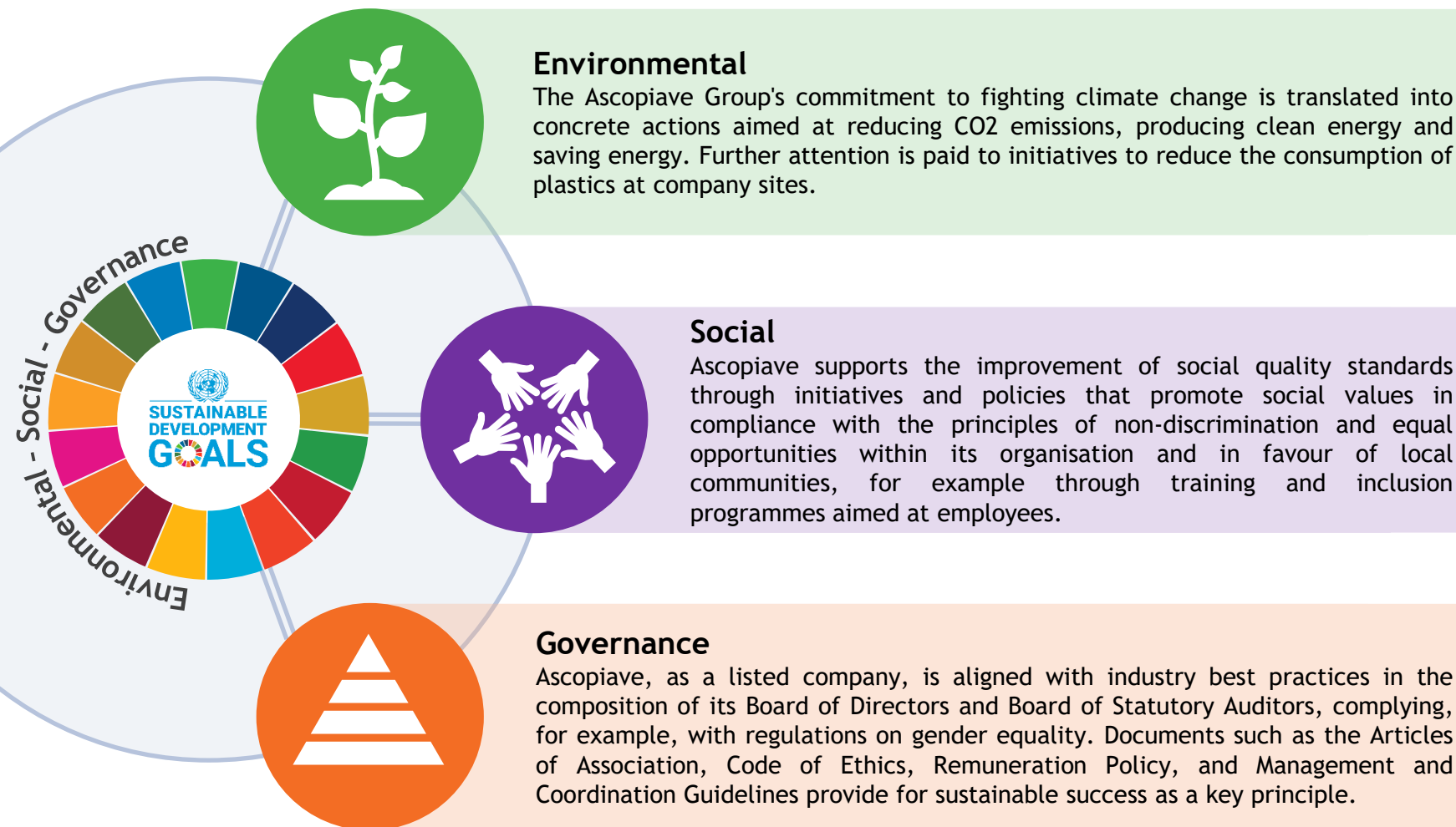
Renewable energies key figures	2023
Number of plants in operation	28
Installed capacity (MW) (*)	62.5
Energy produced (GWh) <i>of which about 22 GWh incentivized</i>	151
The historical average of production is around 168 GWh of which approx. 37 incentivized	
EBITDA (Euro/mln)	11.2

(*) Excluding the wind plant located in Calabria (21.6 MW), come into operation in January 2024.

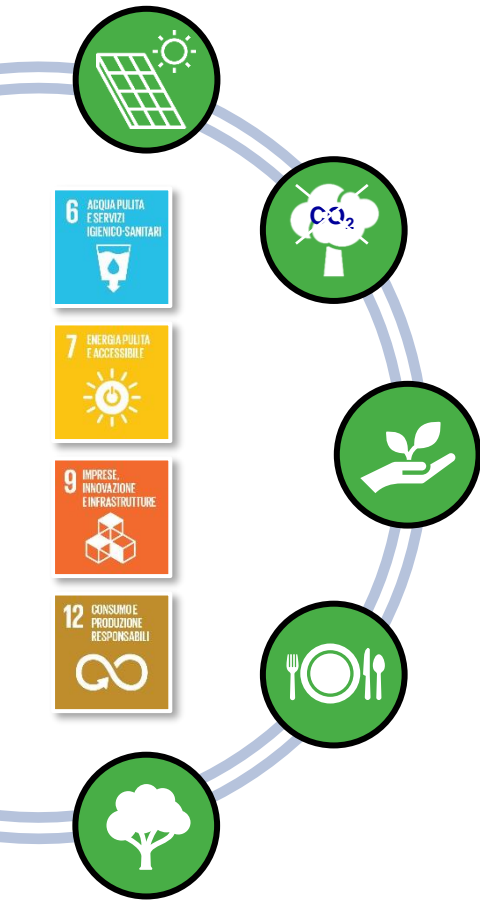
Sustainability goals

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Ascopiave Group initiatives aim to combine sustainability and industrial growth, focusing on the optimisation of ESG objectives with a view to creating value for all stakeholders



Ascopiave Group has always placed great emphasis and commitment on environmental issues, with the aim of minimizing the impact of its activities



Energy from renewable sources: Ascopiave has entered the renewable generation business, investing in hydroelectric (27 plants for an installed capacity of 48.5 MW) and wind power (2 plants for an installed capacity of 35.6 MW). At the company headquarters there is a 380 kW photovoltaic plant and a geothermal plant that guarantee a significant reduction in pollution and consumption.

CO₂ emission reduction: we have long been implementing the best technologies for constant consumption monitoring and implementing sustainable behaviors.

TEE management: through its subsidiary Asco Renewables (ESCo certified), Ascopiave manages the procurement of the Group's energy efficiency certificates in the most effective way.

Canteen Service: canteen service availability with focus on providing sustainable menus with the goal of reducing water use related to food production and consumption and CO₂ emissions. Ascopiave contributes to reducing food waste and spreading the culture of food value, proper nutrition, favoring supply chains with low environmental impact, supporting health and environment.

Extent of corporate green space: the main office has multiple green spaces totaling about 28,000 square meters equipped with an intelligent irrigation system that is not fed by the water service network. The green space/employee ratio is 150 sq. m.

Ascopiave Group promotes the involvement of its stakeholders in a context of mutual trust and collaboration to achieve its economic and social sustainability objectives

Supply chain: the Group gives preference to suppliers who hold certifications in environmental, quality and health & safety areas, and who operate in line with the Group's sustainability choices. The prevailing presence of local suppliers contributes to maintaining the level of employment in the territory.

Sustainability Report: during 2023, the Company continued the approach of communicating its social and environmental performance through the Non-Financial Statement, in addition to the Sustainability Report responding to the strategic goal of developing and nurturing relationships with the Stakeholder community over time.

Training: the Group promotes the professional growth of its employees. In order to increase employees' skills, continuous training and development activities are carried out. In 2023, the average training hours per employee amounted to 28.7.

Inclusiveness: the Group promotes the principles of inclusion, non-discrimination and equal opportunities, both in personnel selection and career development, as set out in the Code of Ethics and the personnel selection policy.

Work/life balance: the Group pays particular attention to the work/life balance of its workers: in particular, through a 2nd level contractual agreement, the company provides for flexibility when entering and leaving the working day.

Parenthood: for workers, the Group allows them to obtain part time and/or a more conciliatory work schedule until their child reaches the age of 14.



Strategy

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Strategy (1)

Ascopiave Group's strategy is based on sustainable growth, developing resources and skills in order to seize the opportunities generated by new market trends

The 2024-2027 strategic plan envisages a growth path that will allow to increase company profitability, maintaining a balanced financial structure and a stable and profitable dividend distribution

GROWTH (GAS DISTRIBUTION)

Ascopiaves' current positioning and expertise in the gas distribution provide a solid foundation to support the growth of the scope of activities under management in a sector undergoing consolidation

- Awarding of a significant number of ATEM tenders
- M&A of small to medium-sized companies operating in the gas distribution sector
- Establishment of partnerships aimed at joint participation in tenders

GROWTH (RENEWABLE ENERGY)

Further implementation of renewable energy expertise is the basis for supporting further growth of managed business in a rapidly developing sector

- Development of greenfield plants
- M&A of small to medium-sized companies operating in the renewable energy sector
- Establishment of partnerships aimed at the development of specific plants
- Diversification of the type of renewable energy sources

STRATEGIC PILLARS



Strategy (2)

DIVERSIFICATION

As part of the energy transition and business diversification process, Ascopiave Group aims, through a growth based on the enhancement of possessed skills, to maximize the value generated for stakeholders

- Green hydrogen
- Biomethane
- Water services
- Energy efficiency
- Upsides (other network services, synthetic gas)

INNOVATION

Innovation management is a crucial activity for Ascopiave and targets both short and medium-long term objectives

- Operating costs optimization
- Interventions encouraged by current regulations
- Competitive potential improvement in ATEM competitions
- Offer improvement in innovation
- Technological adaptation of networks and infrastructures as a contribution to the competitiveness of the «gas system» vs alternative energy carriers

EFFICIENCY

Improving operational and economic efficiency is at the heart of Ascopiave's management policies, which aims to follow up on the excellent results achieved over the past few years

STRATEGIC PILLARS



- **Gas distribution concession** must be awarded through public tenders.
- The future tenders must be called to assign concessions for the management of the service in wide geographical areas, grouping neighbouring municipalities (ATEM).
- Municipalities belonging to a single ATEM must appoint a local entity to act as unique contracting authority.

Ascopiave's positioning inside the ATEMs (*)

ATEM	Ascopiave Group gas users (*)	%	Ascopiave Group ATEM market share
Treviso 2	148,705	17%	93%
Treviso 1	79,562	9%	58%
Padova 1	168,658	19%	78%
Vicenza 3	88,129	10%	86%
Rovigo	35,528	4%	36%
Udine 3	34,012	4%	56%
Bergamo 1	31,234	4%	41%
Bergamo 5	30,934	3%	32%
Vicenza 4	29,512	3%	45%
Venezia 2	69,555	8%	34%
Other ATEM	173,910	20%	n. a.
Total	889,739	100%	

- **Ascopiave is currently the main operator in 5 ATEM** with more than 50% market share in terms of end users served. The current end users in these ATEM amount to over 60% of the total end users served by the Group
- Ascopiave has also a **significant market share in other ATEM** located in Veneto, Lombardy and Friuli Venezia Giulia

(*) 2022 data. Ascopiave processing on MISE data.

Ascopiave has identified some tenders of interest, defining the different levels of priority with the aim of establishing a portfolio of territorially contiguous concessions.

The Group is also evaluating **potential partnerships** with other operators, in order to strengthen its position in some geographical areas.

Selection criteria

- 1 Valorization of economies of scale and synergies
- 2 Competitive advantages over potential competitors
- 3 Targeted risk /return balance



ATEM of interest

Priority to development in the North-East region, consolidating the current leadership position, and in other Regions located in Northern Italy

Participation in tenders in currently managed ATEM and in other contestable ATEM

The definition and implementation of the strategy depends on the **timing of publication of the tender notices** and any delays in the deadlines. This implies the need to establish an order of strategic priority and a continuous updating of decisions regarding participation in future tenders

After the assignment of the new ATEM concessions, the **geographical areas served by Ascopiave are expected to change**. The **larger customer base** and the **increased territorial concentration** of the operated plants will allow economies of scale and cost optimisation.

Efficiency and innovation initiatives (1)

Program to increase operational and economic efficiency through the digitization of networks and processes. 2023-27 planned investments: **Euro 5.8 mln (*)**

SMART METER INSTALLATION

- Ascopiave Group was **one of the first companies** to experiment with the installation of intelligent mass market meters and aims to achieve **100% of smart meters installed throughout its networks @ 2024**
- **Internalization of installation activities** is planned, in compliance with the objectives set by the Authority and with a view to planning these interventions in the most appropriate way
- The identification of the right mix between Radio Frequency and P2P meters, and scale economies generated by the coverage of large areas of territory, will allow a significant **operating cost optimization**

DIGITISATION OF COMPANY PROCESSES

- The Group plans for process digitization interventions, such as the evolution of **cartographic systems**, the efficiency of the Work Force Management system, **virtual and augmented reality** projects and **Robotic Process Automation** solutions
- This digitization will allow the development of the execution of activities, achieving **greater efficiency and creating new opportunities** for using the data and information collected

NETWORK DIGITISATION

- The Group aims to install sensors capable of detecting, recording, transmitting and executing commands by creating a digital twin of the physical infrastructure in order to:
 - **optimize network monitoring** in terms of pressure and odorization
 - **acquire data in real time and simulate plant conditions**
 - adapt the network for the introduction of **biomethane** and in the future of other **"green" gases**

(*) Excluding investments for the replacement of smart meters.

Organic program of innovative interventions aimed at the evolution of the infrastructure and improving its safety and functional efficiency. 2023-27 planned investments: **Euro 9.6 mln**

REMI energy efficiency



Optimisation of the preheating system with high-efficiency cogeneration, heat pumps, photovoltaics and solar thermal intended to reduce the energy consumption of REMI substations

REMI energy recovery



Implementation of turbo expansion combined with high efficiency cogeneration (CAR)

Expected benefits:

- Significant reduction in operating costs
- Contribution to TEE obligations
- Reduction in CO₂ emissions

Two-way distribution system



Bi-directional REMI substations to ensure capacity and continuity for the injection of "green" gases into the distribution network, particularly biomethane for which several request for connection have recently been received on the currently operated network

Expected benefits:

- Adapting the grid for the future feed-in of "green" gases
- Lower connection and operating costs for "green" gases producers

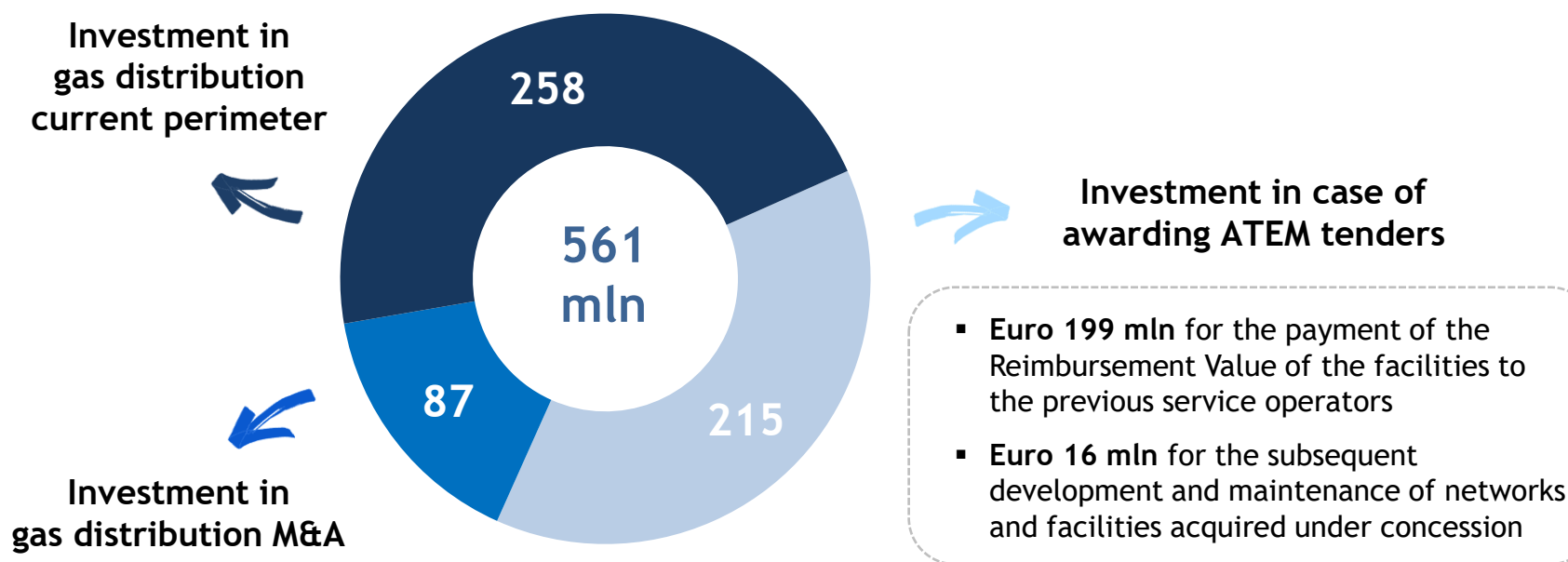
Most of the planned investments are in gas distribution, with significant interventions on current perimeter and possible additional gains in case of ATEM tender award

2024-27 planned investments: **Euro 561 mln**

Expected EBITDA @ 2027: **Euro 126 mln (*)**

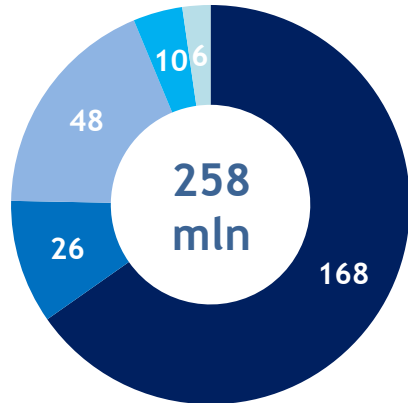
(*) of which Euro 21 mln for the awarding of the ATEM tenders

Investment cumulated @ 2027

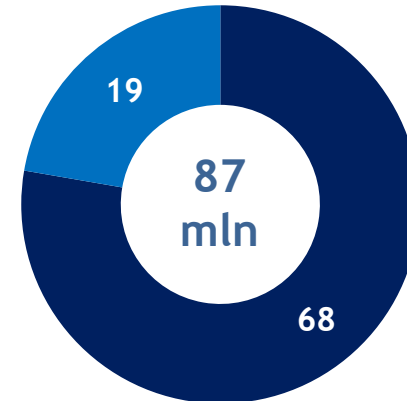


Gas distribution investment plan (2)

Investment in gas distribution current perimeter cumulated @ 2027



Investment in gas distribution M&A cumulated @ 2027



- **Network and facilities maintenance**
~284 km network, makeover of ~14.5k UDS¹ and ~180 FRG² and cabins interventions
- **Network and facilities development**
~73 km of new pipelines and ~2.3k new UDS¹
- **Measurement equipment and infrastructure**
installation of ~288k meters
- **Digitalization, efficiency and innovation**
- **Other investments**
including process digitization

- **for Enterprise Value (*) to be carried out between 2024 and 2027: gas users 51k**
- **for Enterprise Value (*) of new companies to be carried out between 2024 and 2027**

1) User Derivation Systems; 2) Final Reduction Groups

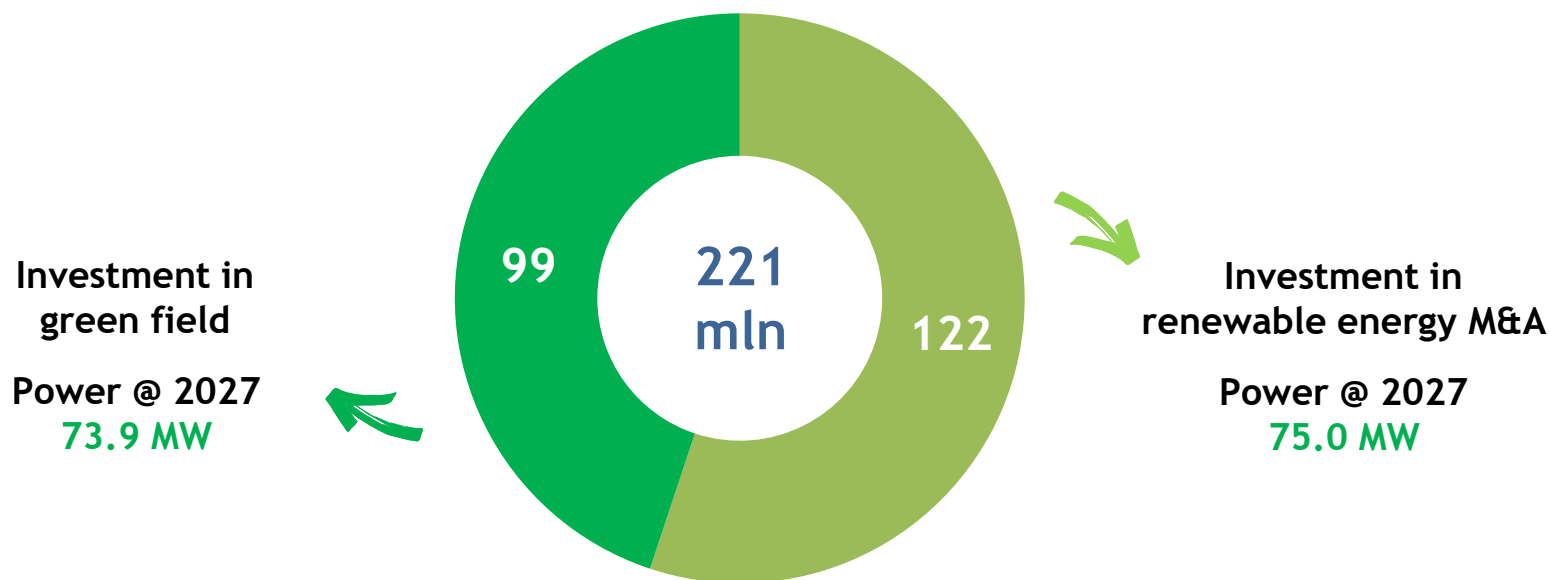
(*) Enterprise Value of the acquired assets = Price for the equity + Net Financial Position

The Group aims to expand the portfolio of RES generation power plants both through M&A transactions and the development of new greenfield plants

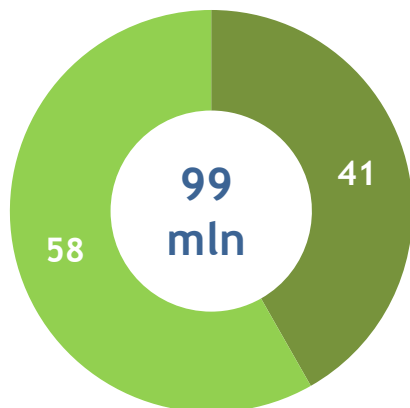
2024-27 planned investments: Euro 221 mln

Expected EBITDA @ 2027: Euro 37 mln

Investment cumulated @ 2027



Investment in green field cumulated @ 2027



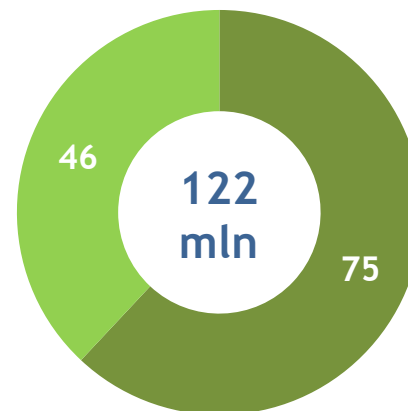
- **Development of greenfield photovoltaic plants already authorized or at an advanced authorization stage**

37.9 MW capacity; planned commissioning in 2025 and 2026

- **Development of new wind farm**

36.0 MW capacity; expected start of operation in 2028, after the plan horizon

Investment in renewable energy M&A cumulated @ 2027



- **for Enterprise Value (*) for the acquisition of wind plants**

35.0 MW capacity

- **for Enterprise Value (*) for the acquisition of photovoltaic plants**

40.0 MW capacity

(*) Enterprise Value of the acquired assets = Price for the equity + Net Financial Position

The diversification allows Ascopiave to maximise the value generated by the Group, exploiting and enhancing the internal competences.

2024-27 planned investments: **Euro 48 mln**

Expected EBITDA @ 2027: **Euro 5 mln**

STRATEGIC DRIVERS FOR DIVERSIFICATION

Energy transition

Enhancing possessed skills and synergies

Focus on infrastructure

Cumulated investments @ 2027

Euro 17 mln



Green Hydrogen

Euro 10 mln



Biomethane

Euro 10 mln



Energy Efficiency

Euro 11 mln



Water Management Services

GREEN GASES

Diversification (2)

Green hydrogen



GREEN GASES

- Implementation of **integrated project** from production to final distribution of green hydrogen
- Arrangements with end users for collection
- Potential **testing of the use of hydrogen in the gas grid**

Biomethane



GREEN GASES

- Collaboration in the form of "**revenue sharing**" and/or **JVs** with agricultural companies and/or food industries for the valorization of processing waste
- Focus on **upgrading and enhancement of existing biogas plants** (in Veneto > 100 MW installed biogas-powered electrical capacity)



- Potential leverage on public grants for investment development
- Focus on target territories

Water management services



- Collaboration with industry players/integrated water service operators to provide specialized services, software sharing to **push digitalization of the industry**
- Attention to possible investment opportunities (tenders for integrated water service management)

Energy efficiency



- Focus on Public Administration and Industry which are segments characterized by lower capillarity than household customers and higher investment size
- Long-term contracts (Energy Performance Contract, project financing) in order to **stabilize the flows generated by investments**

Sustainability commitments



Staff training: target of 29 hours/year of training per employee through enrichment of e-learning training offerings available to Group employees, and through further implementation of a dedicated training platform.



Average age: the Group intends to maintain the current average age of about 48 years, ensuring uniformity in the distribution of the different age groups of employees.

Gender Equality Certification: activities aimed at obtaining gender equality certification are ongoing.



Welfare: further expansion of the services available on the platform, ranging from education and instruction, social security and health benefits, to the purchase of other goods, while maintaining the current scope of involvement at 100% of employees.



Worker safety: the Group considers the protection of workers to be of primary importance, setting itself the goal of maintaining high levels of safety, promoting the integration of safety in all company activities and focusing on continuous staff training. Therefore, by 2025, the Group is committed to certifying all companies with operating personnel to the Occupational Health and Safety Management System (ISO 45001) (by the end of 2023, 96% of Group personnel will already be certified).



Sustainable vehicles: corporate fleet renewal according to the highest industry standards. By 2027, the electric/hybrid car fleet target is 23.5% (9.5% at 2023).



Waste: the Group is committed to maintaining the standards already achieved of sending more than 99% of special waste for recovery.



Renewable power: photovoltaic power installed at the company's headquarters that will save, in terms of tons of CO₂ avoided from 2023 to 2027, more than 1.3 ktons.



Gas distribution asset renewal: replacement of ageing networks to reduce fugitive emissions of natural gas. Digitisation and renovation of the network to facilitate the introduction of renewable gases (biomethane, hydrogen-methane blending, etc.).



Renewal of domestic meter fleet: selection of meters capable of receiving the new gas mixtures and made of recyclable material. Gradual replacement of meters with GPRS communication technology in favor of NB-IOT will allow reduction in quantity of spent batteries for disposal.



Reduction of CO₂ and CH₄ emissions: through the implementation of energy efficiency measures for the pre-heating cycle in REMI substations and the adoption of innovative methods to search for CH₄ leakage in networks.



Uncertainty about the start of ATEM tenders

- /// The uncertainty about the timing of tenders and subsequent award of concessions suggested the development of a scenario analysis based on various hypotheses:

SCENARIO A

increase in the perimeter of activities managed in gas distribution sector only through M&A and organic growth as by the end of the plan period no ATEM tender is able to complete its award process

SCENARIO B

in addition to the growth expected in scenario A, the launch and award of 4 ATEM tenders in the year 2027 is expected and, consequently, a significant increase in networks and served customers

Pursuit of rational goals in terms of efficiency and investments

- /// The projections reflect the goals reasonably achievable by the Group
- /// Operating and investment costs incorporate inflation dynamics - average annual inflation over the entire plan horizon: 2.36% (2024: 3.00% / 2025-2027: 2.15%) - and economic-management efficiency targets

Implementation of M&A initiatives and diversification into other activities

- /// Achievement of reasonable growth targets through M&A and investment initiatives in the renewable energy sector and diversified businesses

Planned investments, aimed both at the maintenance and development of the existing network and at the expansion of activities on new synergistic businesses

Cumulative investments @ 2027 (Scenario A)

€ 617 mln

- Investments for the maintenance and development of the gas distribution infrastructures related to the current perimeter
- Investment in acquisition of companies active in gas distribution and subsequent development and maintenance of the acquired networks
- Efficiency & innovation
- Metering equipment and infrastructure
- Investments in renewable energy related to maintenance of plants in operation, development of new wind and photovoltaic plants and M&A transactions on companies active in renewable energy
- Investment in diversification directed to new business initiatives (green hydrogen, biomethane, energy efficiency and water service)
- Centralized investments

Group investments 2024-2027 (*)	Scenario A	%
Gas distribution current assets	258	42%
M&A gas distribution	87	14%
Gas distribution	346	56%
Renewable energy	221	36%
Diversification	48	8%
Corporate	3	1%
Total investments	617	100%
Net equity divestments (**)	-294	
Total net investments	323	

The plan also includes **funding investments by divesting the stakes held in EstEnergy and Hera Comm through the full exercise by 2027 of put options**, similarly for both scenarios (A and B).

(*) Data in Euro/mln; (**) Estenergy and Hera Comm.

Planned investments, aimed both at the maintenance and development of the existing network and at the expansion of activities on new synergistic businesses

Cumulative investments @ 2027 (Scenario B)

€ 832 mln

Additional investment envisaged in case ATEM tenders are awarded (payment of residual value of the plants to outgoing operators (Euro 199 mln) and investments to be executed under new concessions (Euro 16 mln))

Group investments 2024-2027 (*)	Scenario B	%
Total investments scenario A	617	74%
Gas distribution - tenders	215	26%
Total investments	832	100%
Net equity divestments (**)	-294	
Total net investments	538	

(*) Data in Euro/mln; (**) Estenergy and Hera Comm.

In both scenario the economic results are expected to show a growing trend. Over the plan period, there is growth in net invested capital and optimization of the mix of financing sources

(Euro/mln)			SCENARIO A		SCENARIO B	
	2022A	2023A	2027E	cagr %	2027E	cagr %
EBITDA	78	95	139	+10%	160	+14%
EBIT	32	46	69	+11%	79	+14%
Net financial income (*)	6	-4	-9	+21%	-15	+35%
Net income	32	37	42	+3%	45	+5%
Net invested capital	1,298	1,244	1,348	+2%	1,547	+6%
Net equity	886	854	914	+2%	917	+2%
Net financial position	412	389	435	+3%	630	+13%
Financial leverage	0.46	0.46	0.48	+1%	0.69	+11%

(*) Income from equity investments net of financial charges on debt.

Growth prospects, both by internal and external lines, will result in further consolidation of the Group in the gas distribution sector and an increase in the renewable energies sector

Gas distribution

(Euro/mln)	2022A	2023A	SCENARIO A		SCENARIO B	
			2027E	cagr %	2027E	cagr %
Connected gas users (k)	902	874	928	+2%	1,031	+4%
RAB	772	780	1,012	+7%	1,182	+11%

Renewable energy production

(Euro/mln)	2022A	2023A	SCENARIO A		SCENARIO B	
			2027E	cagr %	2027E	cagr %
Installed power (MW)	62.5	84.1 (*)	233.0	+29%	233.0	+29%

(*) Including the wind plant located in Calabria (21.6 MW), come into operation in January 2024.



ASCOPIAVE®

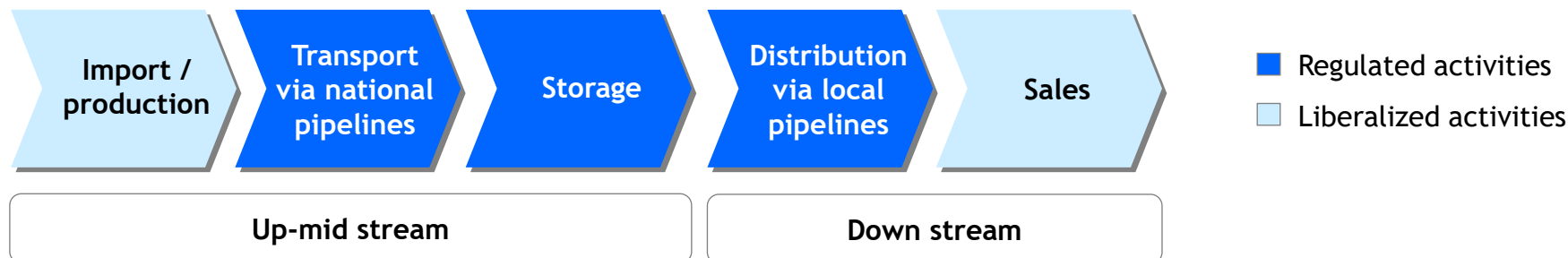
Annexes

Gas distribution: sector overview

→ Gas distribution: legal framework	Pag. 51
→ Gas distribution: sector key figures	Pag. 52
→ Public tenders for the assigning of concessions	Pag. 53
→ Regulation of the call of tenders	Pag. 54
→ Compensation to be paid to the outgoing distributor	Pag. 55
→ Tariff regulation	Pag. 56

Gas distribution: legal framework

- Gas distribution is currently a **local monopolistic activity managed under concessions** granted by municipalities.
- Italian gas distribution sector was liberalized in 2000 according to the European Union Rules
- The law established a mechanism of **competition for the market: concession must be awarded only through public tenders.**
- The distributor is responsible for the operation, the development and the maintenance of the distribution network (operational expenses and investments), according to the **concessional agreement** signed between the operator and the municipality
- The **Italian Regulatory Authority for Energy, Networks and Environment (ARERA)**
 - ✓ sets the **tariffs** to be applied to cover the cost of capital and for the operations of the service
 - ✓ provides rules regarding the **minimum standard service levels.**
- The distributor gives access to any requiring gas sales company that has the right to use the network to supply gas to its customers (**third party access**).



Gas distribution: sector key figures

Gas distribution key figures (*)	2022
No. of operators in Italy	186
Municipalities served	7,314
Volumes of gas distributed (bln/scm)	28.3
No. of users served (mln)	21.9
Length of the gas distribution network (km)	269,249
Regulatory asset base (RAB) (Euro/bln) (**)	19



Since 2000 gas distribution operators have been reduced to less than a third.

Currently **gas distribution sector is strongly concentrated:**

- about 55% of RAB (**) is held by Italgas and F2i, the only operators with a national rank
- about 30% of RAB (**) is held by 15 medium size operators (RAB > Euro 100 mln), with a regional relevance
- about 15% of RAB (**) is held by small size operators

(*) ARERA data; (**) Ascopiave estimate.

- ⚡ In order to improve the economic efficiency of the sector, since 2007 the legislation has established that the **tenders must be called to assign concessions for the management of the service in wide geographical areas, grouping neighbouring municipalities (ATEM).**
- ⚡ The national government constituted 177 ATEM nationwide.
- ⚡ Municipalities belonging to a single ATEM must appoint a local entity to act as contracting authority for the ATEM.
- ⚡ The law established the deadline by which each ATEM contracting authority must call the tenders.
- ⚡ In 2011 the national government issued some decrees establishing the general contents of the call for tenders, that must be fulfilled on the base of the local needs for investments to be defined by the local contracting authority. The standardization was aimed at encouraging competition and assuring transparency and effectiveness in the tender process.



The current rules governing the incoming tender processes will probably cause a further restructuring of the distribution sector.

A significant reduction in the number of operators is expected, as the participation to the public tenders requires from the potential competitors strong financial capability and important economic, organizational and technical skills.

Tenders process is currently slowed down by procedural difficulties. All the contracting stations failed in publishing the call for tenders respecting the deadlines provided by the law.

Regulation of the call of tenders

Standards to evaluate economic and technical offers

A - Economic offer (*maximum score: 28*)

- ⚡ Discount on gas distribution tariffs
- ⚡ Discount on prices for specific services provided by the distributor to end users
- ⚡ Fee to be paid to municipalities awarding the concession (cap on the fee level: 10% of the capital cost components of VRT (Total Revenues Constraint) = $10\% \times (CI \times rd + AMM)$)
- ⚡ Obligation to extend the distribution network (meters of pipes per end user that imply the obligation to connect new potential end-users)
- ⚡ Investments to improve energy efficiency

B - Offer concerning safety and service quality (*maximum score: 27*)

- ⚡ Network inspections in order to prevent gas leaks (percentage of gas network annually checked)
- ⚡ Performance of the emergency service and of the gas odorization service
- ⚡ Improving the level of other quality standards set by the Authority

C - Offer concerning the development and the maintenance of the network (*maximum score: 45*)

- ⚡ Appropriateness of the network operation analysis
- ⚡ Investment plan for the extension and the increase of the capacity of the distribution network; the evaluation concerns: the tangible benefits expected by the investment proposed, the accuracy of the technical projects as well as the quantities of new pipes to be made
- ⚡ Investment plan for the maintenance
- ⚡ Technological innovation

Compensation to be paid to the outgoing distributor

In the event that the public tender should not be awarded to Ascopiave, the winner must pay to the Group, as the current owner of the networks, a compensation:

- (a) the compensation must be calculated in accordance with the terms of the agreement implementing the concession or direct award (as the case may be), provided that the agreement was signed before 11th February 2012
- (b) or, if this is not provided for, the compensation must be calculated in accordance with the Guidelines set by the Ministry of Economic Development (Decree 22nd May 2014)
- (c) contributions paid by private users in the past for the construction of part of the network must be deducted (valuation of these are in accordance with the tariff regulation) (*)
- (d) the Energy National Authority (i.e. ARERA) must verify whether the compensation has been evaluated in accordance with the law
- (e) the organizer of the tender bid must take into account the observations issued by the ARERA.

(*) In the evaluation of RAB contributions paid by private users are currently deducted.

Tariff regulation (1)

Tariff regulation 2020-2025

On 27th December 2019 ARERA issued the Resolution n. 570/2019/R/gas, approving the new tariff regulation that will be in force during the period 2020-2025 (fifth regulatory period).

Allowed opex

X-factor aimed at reabsorbing the extra efficiency of the last regulatory period.

Unit allowed opex (*)	2019	2020	2021	2022	2023	chg 23-19	chg % 23-19
Total CO / end user	48.0	43.1	42.0	40.5	40.8	-7.2	-15.0%

(*) Ascopiave estimate. Average unit opex allowed referred to Ascopiave Group (pro-forma)

Real pre-tax rate of return on RAB (WACC)

With the Res. n. 614/2021/R/com, modified and integrated with the Res. n. 654/2022/R/com, ARERA has established the criteria for determining and updating the remuneration rate of the capital invested for infrastructure services in the electricity and gas sectors for the period 2022-2027.

WACC	2019	2020	2021	2022	2023	2024
WACC - distribution	6.3%	6.3%	6.3%	5.6%	5.6%	6.5%
WACC - metering	6.8%	6.3%	6.3%	5.6%	5.6%	6.5%

Tariff regulation for the incoming ATEM concessions

Difference between Compensation and RAB

At the starting date of the new concession:

- if the winner of the public tender is the current incumbent operator, the new RAB is equal to the previous one;
- if the winner of the public tender is a newcomer, the new RAB is equal to the compensation paid by the newcomer to the outgoing operator.

Compensation at the end date of the ATEM concession

The compensation is calculated as the sum of (a) the value of the stock of capital existing at the start date of the concession, that is equal to the initial compensation properly updated to take into account the depreciation occurred during the concessional period, and (b) the value of the investments made during the concessional period, calculated as the average between the effective costs of the assets and the regulatory value of the assets.

Regulatory evolution

With the consultation document 615/2021/R/com, ARERA has proposed a gradual introduction of a tariff regulation for Expenditure and Service Objectives (ROSS), oriented to the total efficiency of the service (from 2026):

- **integrated recognition** of operational costs and efficient capital costs;
- parametric determination of the components recognized in the tariff;
- application of **average useful lives** for the recognition of the depreciation component;
- **revision** of the incentive mechanism;
- **selectivity of recognizable investments**, to be justified with cost-benefit analysis

The paradigm shift will support the rationalization of the sector:

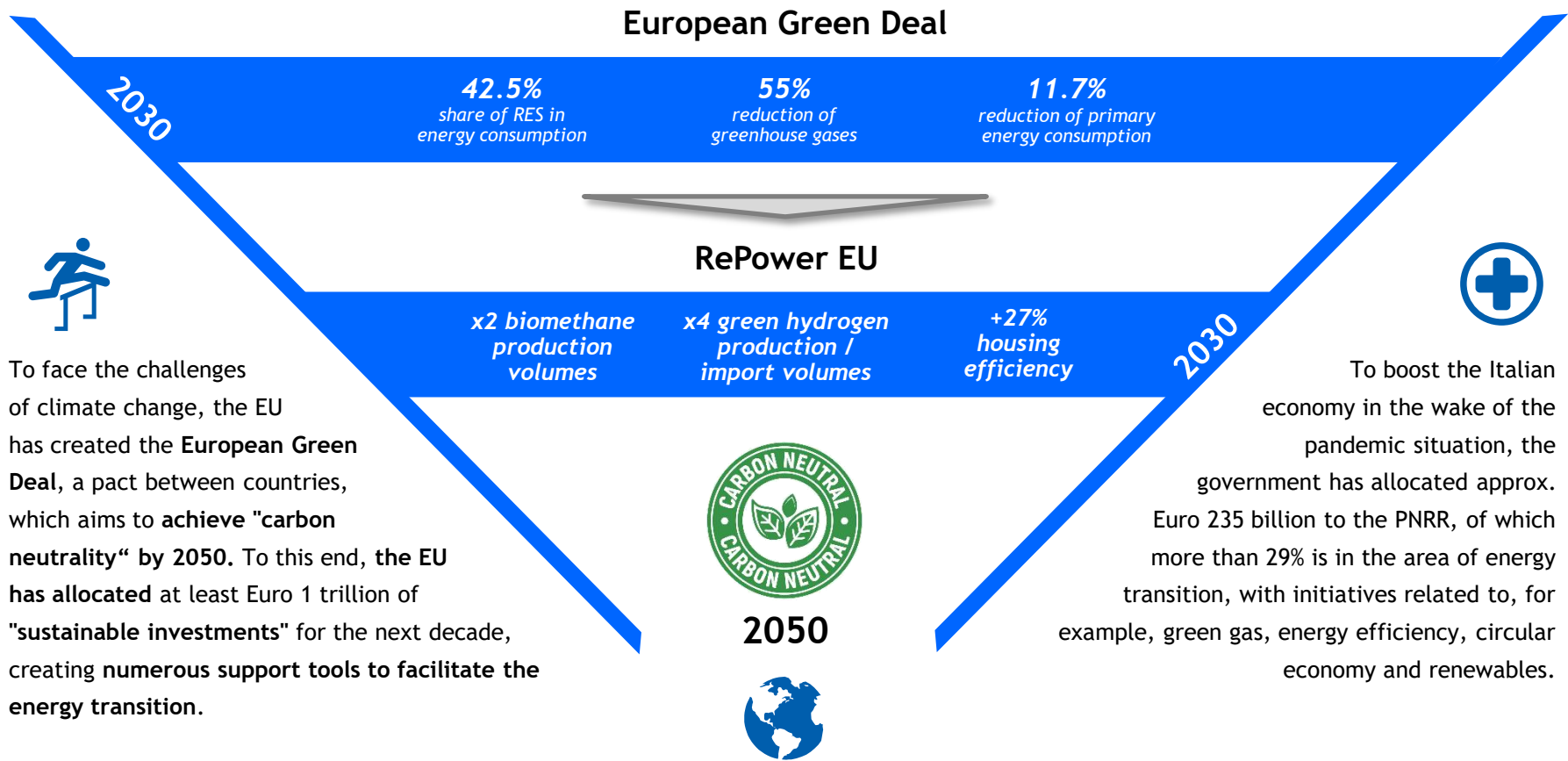
- **opportunity** for efficient and more innovative companies to **improve their profitability**;
- **risk** of under-remuneration of capital for inefficient companies;
- **incentives for aggregations**


The energy transition

- The European and Italian decarbonisation goals Pag. 60
- The role of the gas sector in the energy transition Pag. 61
- The new infrastructure grid Pag. 62
- Dynamics of the renewable energy sector in Italy Pag. 63


The European and Italian decarbonisation goals

Both the European Union and Italy have based their growth targets for the next decade on the transition to a sustainable economy model





To face the challenges of climate change, the EU has created the **European Green Deal**, a pact between countries, which aims to achieve "carbon neutrality" by 2050. To this end, the EU has allocated at least Euro 1 trillion of "sustainable investments" for the next decade, creating numerous support tools to facilitate the energy transition.



To boost the Italian economy in the wake of the pandemic situation, the government has allocated approx. Euro 235 billion to the PNRR, of which more than 29% is in the area of energy transition, with initiatives related to, for example, green gas, energy efficiency, circular economy and renewables.

The ongoing conflict between **Russia and Ukraine** has exacerbated the energy market crisis already underway in 2021 related to the post-pandemic recovery, leading to a **further increase in volatility and energy commodity prices**. One solution from the European Commission to reduce the EU's **energy dependence on Russian gas supplies** is the **RePower EU** plan that is part of the path of EU initiatives to foster Energy transition.

The role of the gas sector in the energy transition

In the energy transition pathway, gas represents a key source that will have to ensure the transition from a fossil fuel-based energy model to one with low emissions

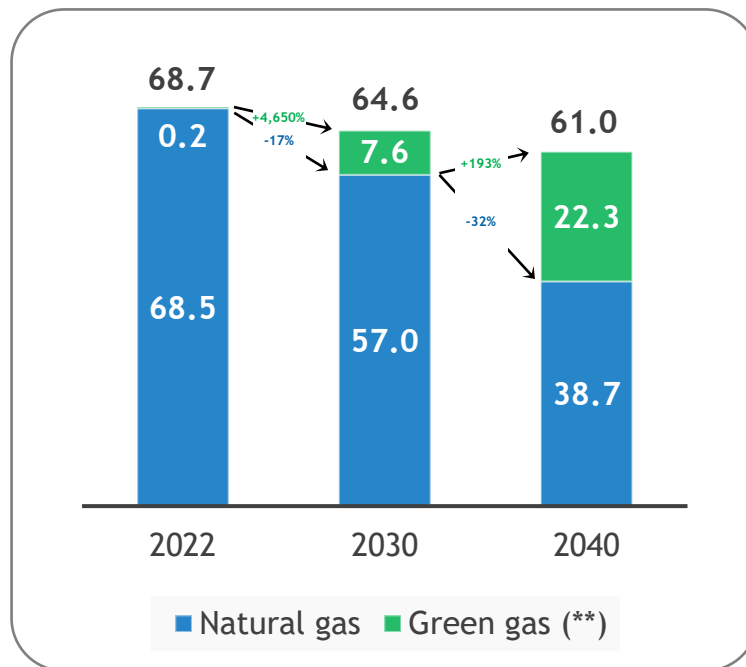


Adjustment of infrastructure with a green perspective
(Multi-vector network)



Integration with renewable electricity system

Expected gas consumption in Italy (*)
(bln/scm)



Opportunities

- /// Green gas (**) transportation and storage with existing infrastructure
- /// Non-programmable renewable energy storage
- /// New public sources of financing (e.g. allocation of PNRR funds)

Risks

- /// Reduction in final gas consumption
- /// Reduction of use of existing infrastructure
- /// Potential need for reconversion of the gas network for the transport of green gases (**)

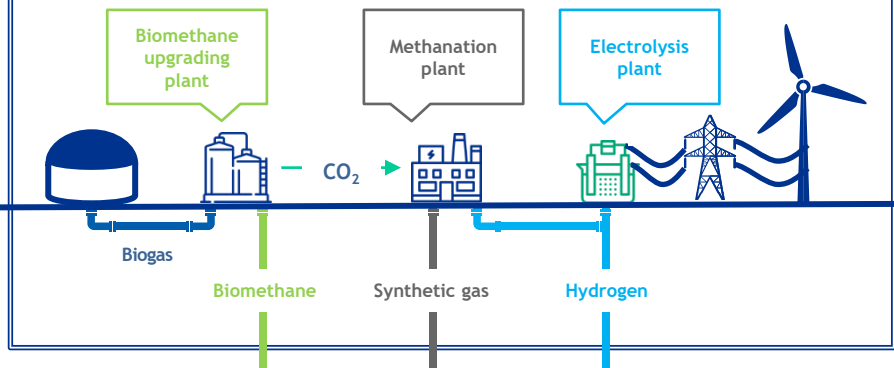
(*) Source: Snam document "Reference Scenarios for Gas Transmission Network Development Plans 2023-2032 and 2024-2033"; (**) Biomethane and hydrogen.

The new infrastructure grid

The gas network will require technological and infrastructural adjustments to facilitate the introduction and transport of "green" gases in order to decarbonise the system

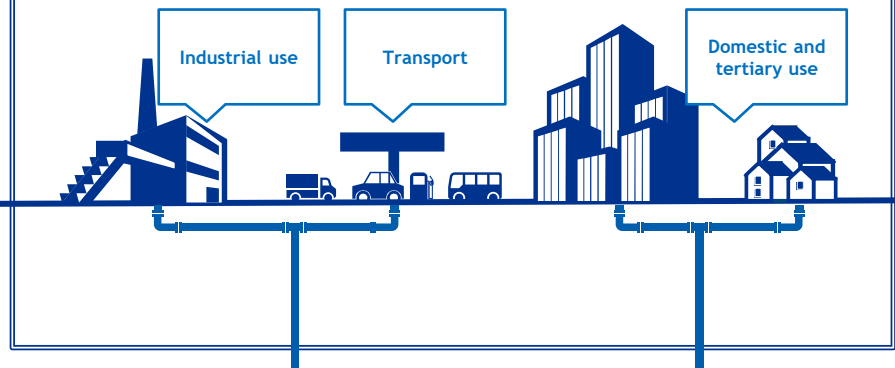
"Green" gas production and injection

- ✓ Starting with the significant production of biogas, a substantial increase in the production and injection of biomethane into the grid is expected
- ✓ Integration with the electricity system will allow the production and injection of both hydrogen and synthetic gas into existing networks, allowing for a reduction in emissions



Withdrawal and final uses

- ✓ Existing gas infrastructures can transport and store "green" gases and will be indispensable for supplying increasing quantities of gas to end users
- ✓ The final uses will be many: from industry to residential, from transport to the tertiary sector

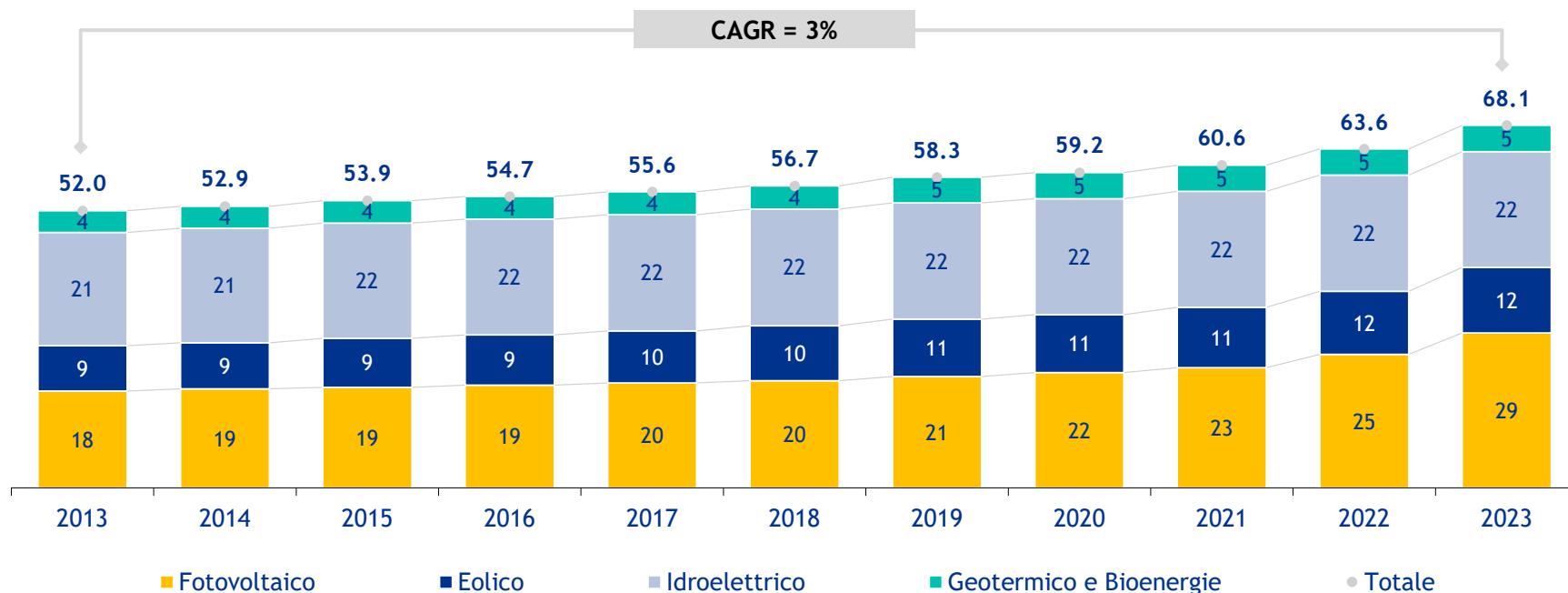


Gas grid

Renewables in Italy show a trend of substantial growth over the past 10 years with a total installed capacity of ~70 GW

Capacity FER ITA [GW]

Terna data

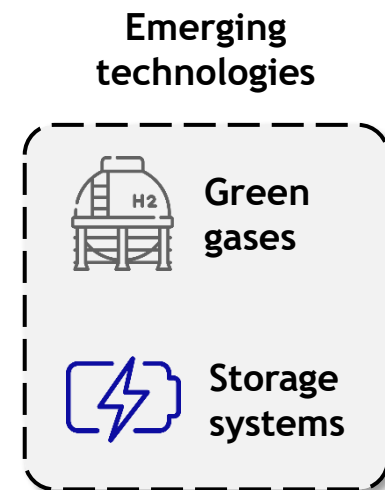
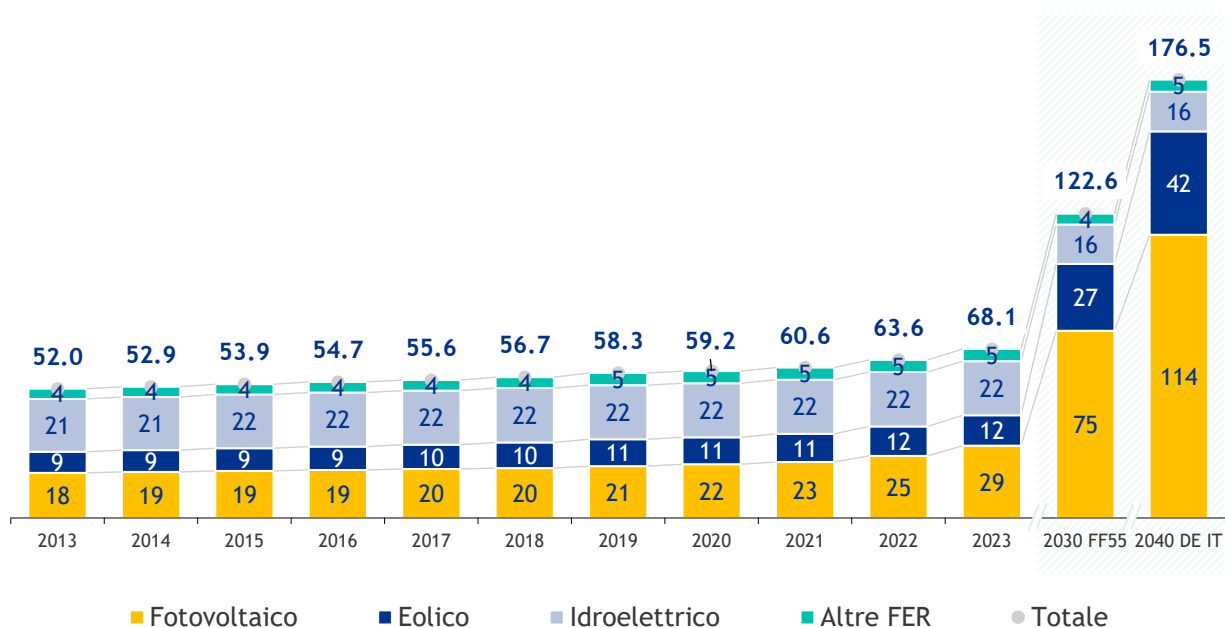


However, to achieve national decarbonization targets to 2030 will require at least 60-65 GW of new RES capacity to be installed in Italy establishing sound market conditions, investing in essential infrastructure and implementing effective regulatory and policy frameworks.

Italy's renewable mix is characterized by a general growth trend, emphasized by measures implemented at the EU level to address the Russian-Ukrainian crisis. By 2040, 65% of the projected installed renewable capacity will consist of photovoltaic

Projection capacity RES ITA [GW]

Forecast data 2030-2040 Terna Scenarios 2022



CAGR
2020-2040

+9% Photovoltaic

+7% Wind power

Ascopiave financial data

2020-2023 financial comparison	Pag. 66
FY 2023 financial results	Pag. 70
3M 2024 financial results	Pag. 85

Ascopiave financial data (I)

2020-2023 financial comparison

- Income statement Pag. 67
- Balance sheet Pag. 68
- Cash flows statement Pag. 69

Income statement

(Thousands of Euros)	2023	2022	2021	2020
Revenues	180,794	163,651	134,911	163,896
(Cost of raw materials and consumables)	(2,265)	(2,876)	(2,063)	(1,782)
(Cost of services)	(50,474)	(50,968)	(38,728)	(36,776)
(Cost of personnel)	(20,914)	(20,550)	(17,017)	(17,132)
(Other operating costs)	(29,580)	(21,647)	(11,293)	(44,511)
Other operating income	16,965	10,319	571	109
EBITDA	94,526	77,930	66,382	63,805
(Depreciations and amortizations)	(48,232)	(45,975)	(32,509)	(34,465)
(Provisions)	(305)	(44)	(34)	(189)
EBIT	45,990	31,911	33,838	29,151
Financial income / (expenses)	(7,931)	(1,811)	1,532	1,847
Evaluation of companies with equity method	3,566	7,871	19,892	18,310
EBT	41,626	37,972	55,263	49,308
(Income taxes)	(5,005)	(6,999)	(9,937)	9,394
Earnings after taxes	36,621	30,974	45,326	58,701
Net income (loss) from discontinued operations	56	1,466	-	-
Net income	36,677	32,440	45,326	58,701
(Net income of minorities)	(501)	225	-	-
Net income of the Group	36,176	32,665	45,326	58,701

(Thousands of Euros)	31/12/2023	31/12/2022	31/12/2021	31/12/2020
Tangible assets	156,475	138,432	58,012	33,443
Non tangible assets	766,353	759,743	647,279	626,685
Investments in associates	308,331	436,287	521,359	515,729
Other fixed assets	42,780	43,877	35,169	34,276
Fixed assets	1,273,939	1,378,339	1,261,819	1,210,134
Operating current assets	129,253	166,408	62,159	128,046
(Operating current liabilities)	(95,936)	(199,201)	(59,727)	(98,759)
(Operating non current liabilities)	(63,749)	(63,072)	(48,259)	(47,071)
Net working capital	(30,432)	(95,866)	(45,828)	(17,784)
Net invested capital assets held for sale	138	15,790	-	-
Total capital employed	1,243,645	1,298,262	1,215,991	1,192,350
Group shareholders equity	844,753	866,282	868,544	853,903
Minorities	9,529	20,123	(38)	-
Net financial position	389,363	411,857	347,485	338,447
Total sources	1,243,645	1,298,262	1,215,991	1,192,350

Cash flows statement

(Thousands of Euros)	2023	2022	2021	2020
Self financing	63,521	56,473	53,205	71,172
Change in net working capital (operating activities)	(45,959)	145,299	31,702	(7,014)
Change in net working capital (fiscal activities)	(15,624)	(19,719)	(2,670)	(21,553)
Change in net working capital	(61,583)	125,580	29,032	(28,566)
Capex in tangible and intangible assets	(87,577)	(86,901)	(52,862)	(44,431)
Capex in companies acquisitions	113,412	(149,227)	(24,652)	(68,598)
Capex	25,835	(236,127)	(77,514)	(113,029)
Change in shareholders' equity	(5,279)	(10,298)	(13,763)	(55,042)
Net financial position change	22,494	(64,372)	(9,039)	(125,465)

Ascopiave financial data (II)

FY 2023 financial results

Financial highlights

- FY 2023 consolidated income statement Pag. 71
- Consolidated balance sheet as of 31st December 2023 Pag. 72

Companies consolidated with full consolidation method

- Operating data - gas distribution Pag. 73
- Operating data - renewable energies Pag. 74
- Revenues bridge Pag. 75
- EBIT bridge Pag. 76
- Gas distribution tariff revenues and revenues from RES Pag. 77
- Other net operating costs Pag. 78
- Number of employees Pag. 79
- Cost of personnel Pag. 80
- Capex Pag. 81
- Net Financial Position and cash flow Pag. 82
- Financial debt and cost of debt Pag. 83

Estenergy Group

- Estenergy Group financial highlights Pag. 84

(Thousand of Euro)	12M 2023	12M 2022	Chg	Chg %
Revenues	180,794	163,651	17,143	+10%
(Purchase costs for other raw materials)	(2,265)	(2,876)	611	-21%
(Costs for services)	(50,474)	(50,968)	494	-1%
(Costs for personnel)	(20,914)	(20,550)	(365)	+2%
(Other management costs)	(29,580)	(21,647)	(7,933)	+37%
Other income	16,965	10,319	6,646	+64%
EBITDA	94,526	77,930	16,596	+21%
(Amortizations and depreciation)	(48,232)	(45,975)	(2,256)	+5%
(Provisions)	(305)	(44)	(261)	+599%
EBIT	45,990	31,911	14,079	+44%
Financial income / (expenses)	(7,931)	(1,811)	(6,120)	+338%
Evaluation of companies with net equity method (*)	3,566	7,871	(4,305)	-55%
EBT	41,626	37,972	3,654	+10%
(Income taxes)	(5,005)	(6,999)	1,994	-28%
Earnings after taxes	36,621	30,974	5,647	+18%
Net result from discontinued operations	56	1,466	(1,410)	-96%
Net income	36,677	32,440	4,237	+13%
Net income of minorities	(501)	225	(726)	-322%
Net income of the Group	36,176	32,665	3,511	+11%

(*) Result of the companies consolidated with net equity consolidation method (pro-rata): Estenergy Group and Cogeide.

Consolidated balance sheet as of 31st December 2023

Telefonos: distribution and commercial use strictly prohibited

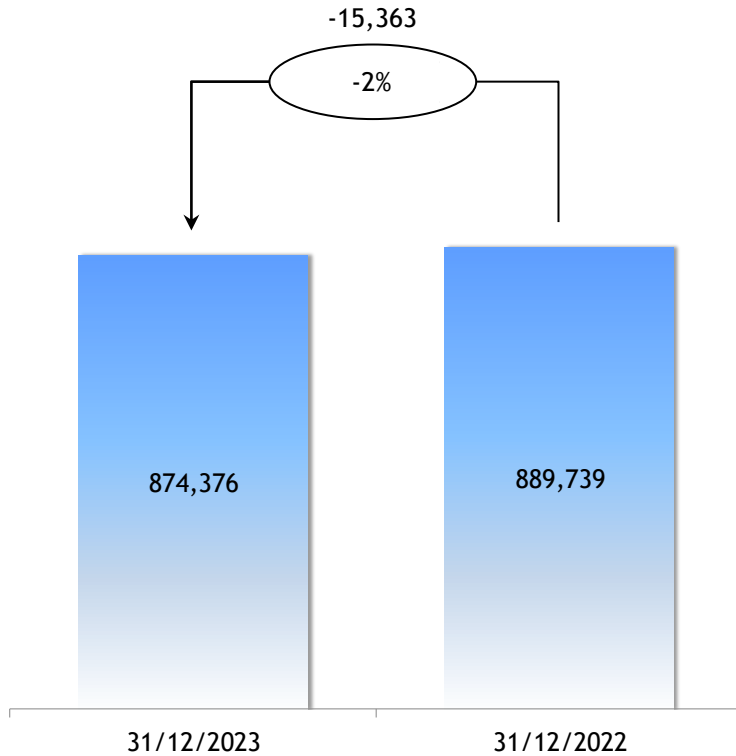


(Thousand of Euro)	31/12/2023	31/12/2022	Chg	Chg %
Tangible assets (*)	156,475	138,432	18,042	+13%
Non tangible assets (*)	766,353	759,743	6,611	+1%
Investments in associates (**)	308,331	436,287	(127,956)	-29%
Other fixed assets	42,780	43,877	(1,097)	-3%
Fixed assets	1,273,939	1,378,339	(104,400)	-8%
Operating current assets	129,253	166,408	(37,155)	-22%
(Operating current liabilities)	(95,936)	(199,201)	103,266	-52%
(Operating non current liabilities)	(63,749)	(63,072)	(677)	+1%
Net working capital	(30,432)	(95,866)	65,434	-68%
Total capital employed assets intended to sale	138	15,790	(15,652)	-99%
Total capital employed	1,243,645	1,298,262	(54,617)	-4%
Group shareholders equity	844,753	866,282	(21,529)	-2%
Minorities	9,529	20,123	(10,594)	-53%
Shareholders equity	854,282	886,405	(32,123)	-4%
Net financial position	389,363	411,857	(22,494)	-5%
Total sources	1,243,645	1,298,262	(54,617)	-4%

(*) According to IFRIC 12, the infrastructures under concession are considered intangible assets;

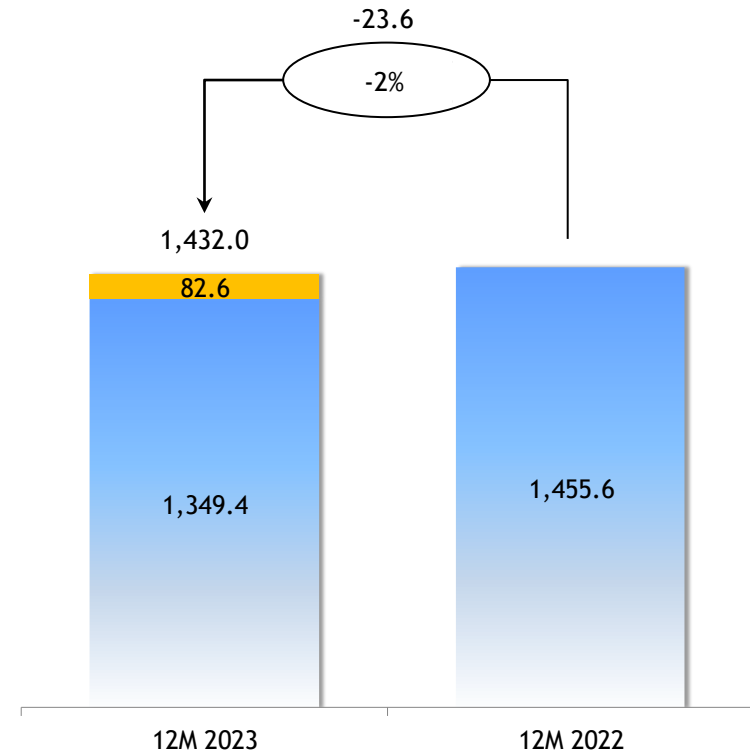
(**) Value of the associated companies consolidated with net equity consolidation method (pro-rata): Estenergy, Euro 202.8 mln (Euro 349.5 mln as of 31st December 2022); Hera Comm, Euro 53.3 mln (Euro 53.3 mln as of 31st December 2022); Acinque, Euro 21.6 mln (Euro 24.9 mln as of 31st December 2022); Cogeide, Euro 8.2 mln (Euro 8.5 mln as of 31st December 2022); Acantho, Euro 22.3 mln (Euro 0.0 mln as of 31st December 2022).

Number of gas distribution users



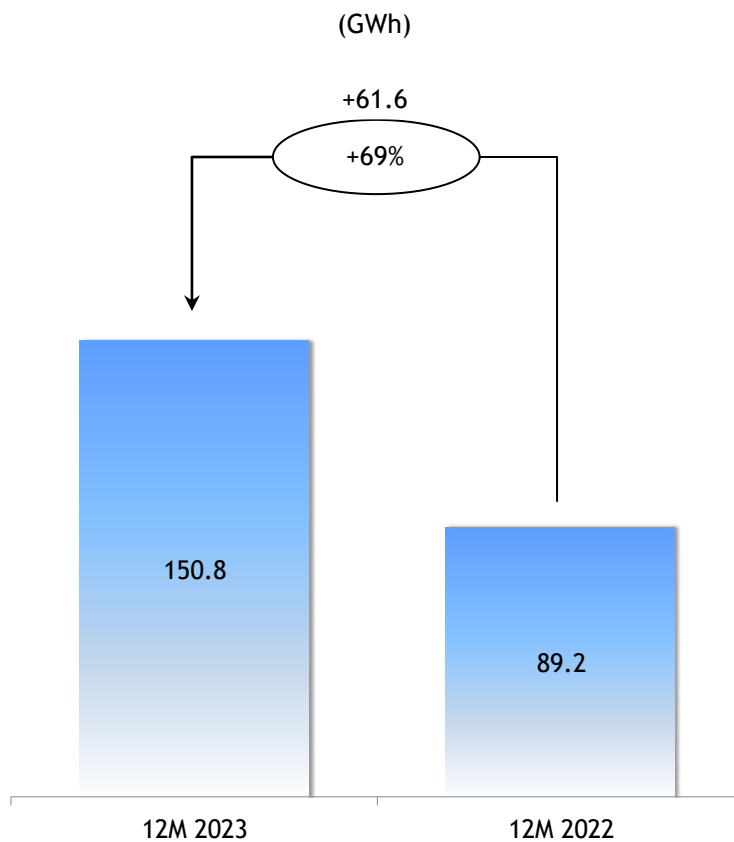
Volumes of gas distributed

(Million of standard cubic meters)



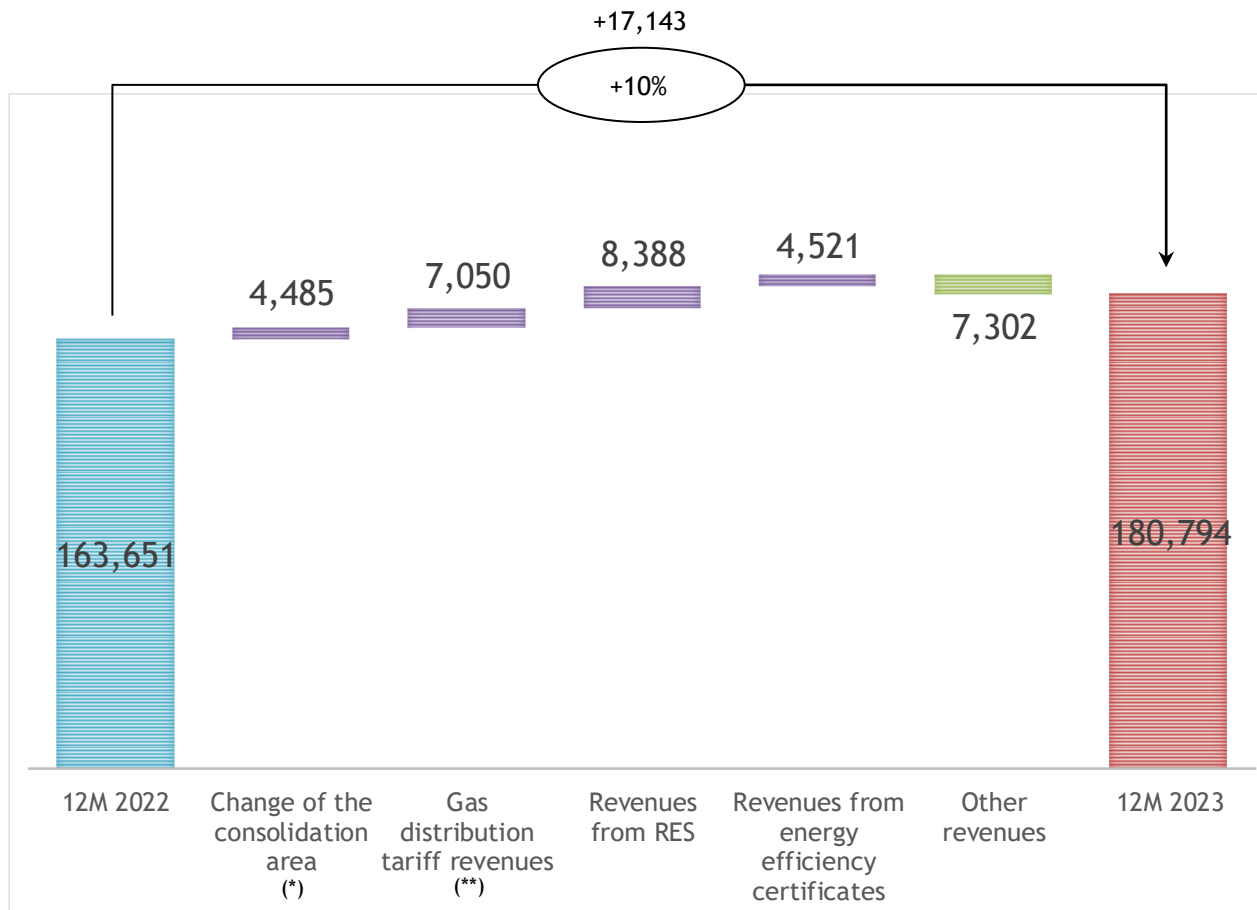
(*) Change of consolidation area: data referring to Romeo Gas and Serenissima Gas, companies consolidated from 1st April 2022.

Volumes of electricity produced



Revenues bridge

(Thousand of Euro)

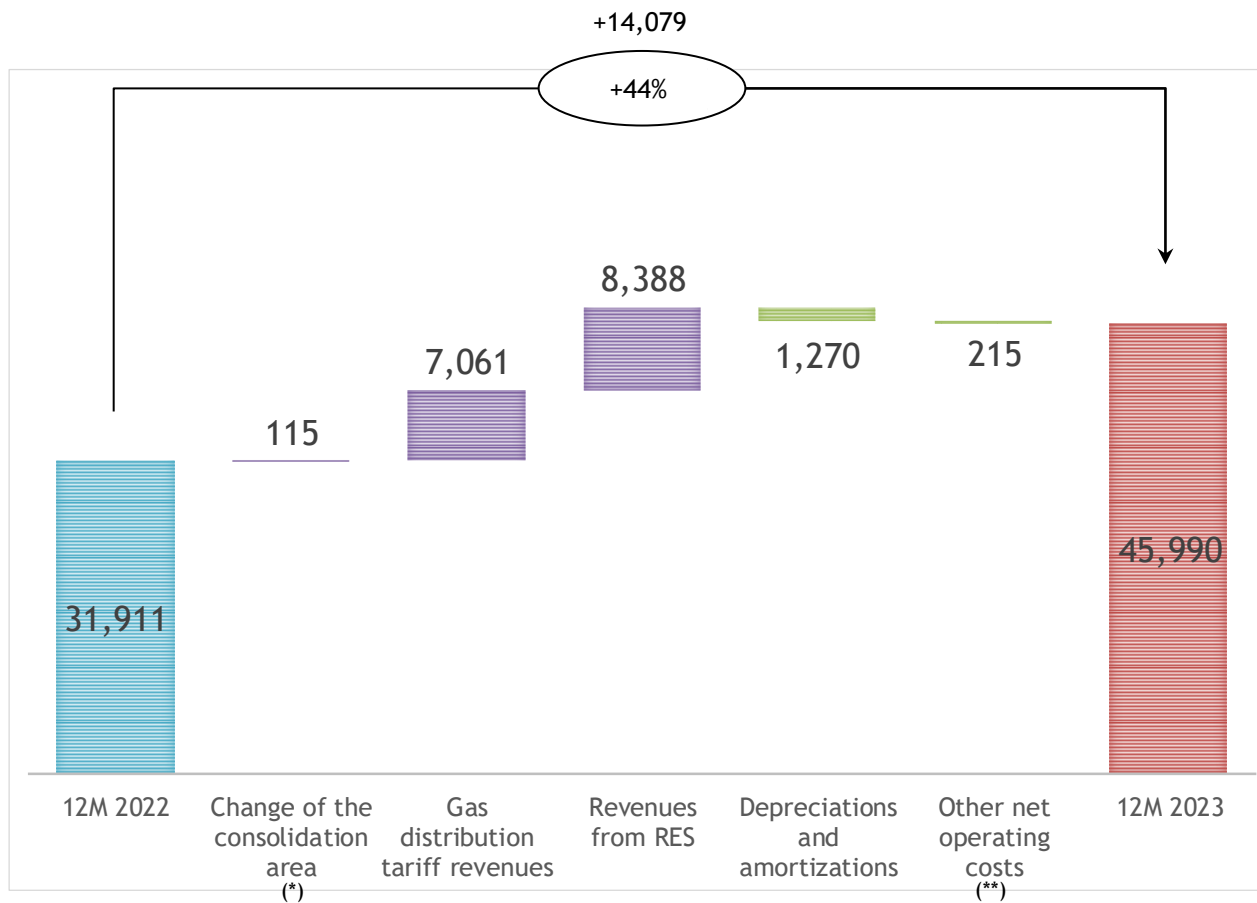


(*) Change of consolidation area: data referring to Romeo Gas and Serenissima Gas, companies consolidated from 1st April 2022;

(**) Tariff revenues include the tariff component for the recovery of the fee paid to local entities according to art. 46-bis DL 159/2007.

EBIT bridge

(Thousand of Euro)



(*) Change of consolidation area: data referring to Romeo Gas and Serenissima Gas, companies consolidated from 1st April 2022;

(**) Further details on page 78 of the current presentation.

Gas distribution tariff revenues

(Thousand of Euro) (*)	12M 2023	12M 2022	Chg	Chg %
Gas distribution tariff revenues	124,084	113,561	10,523	+9%
Gas distribution tariff revenues	124,084	113,561	10,523	+9%

Change of the consolidation area: + Euro 3.5 mln

Increase of gas distribution tariff revenues of equal consolidation area: + Euro 7.1 mln

of which:

- *revision of tariff operating costs provided by Arera Res. 409/2023/R/Gas: + Euro 0.9 mln;*
- *increased revenues due to 2022 tariff revenues equalization: + Euro 1.4 mln;*
- *other changes (mainly due to the growth of the regulatory asset base): + Euro 4.8 mln.*

Revenues from RES

(Thousand of Euro) (*)	12M 2023	12M 2022	Chg	Chg %
Revenues from FER	19,376	10,987	8,388	+76%
Revenues from FER	19,376	10,987	8,388	+76%

(*) Economic data before elisions

Other net operating costs

(Thousand of Euro)	12M 2023	12M 2022	Chg	Chg %
Other revenues	35,716	37,496	(1,780)	-5%
Other costs of raw materials and services	(63,735)	(63,564)	(170)	+0%
Cost of personnel	(20,914)	(20,550)	(365)	+2%
Other net operating costs	(48,933)	(46,618)	(2,315)	+5%

Change of the consolidation area: - Euro 2.1 mln

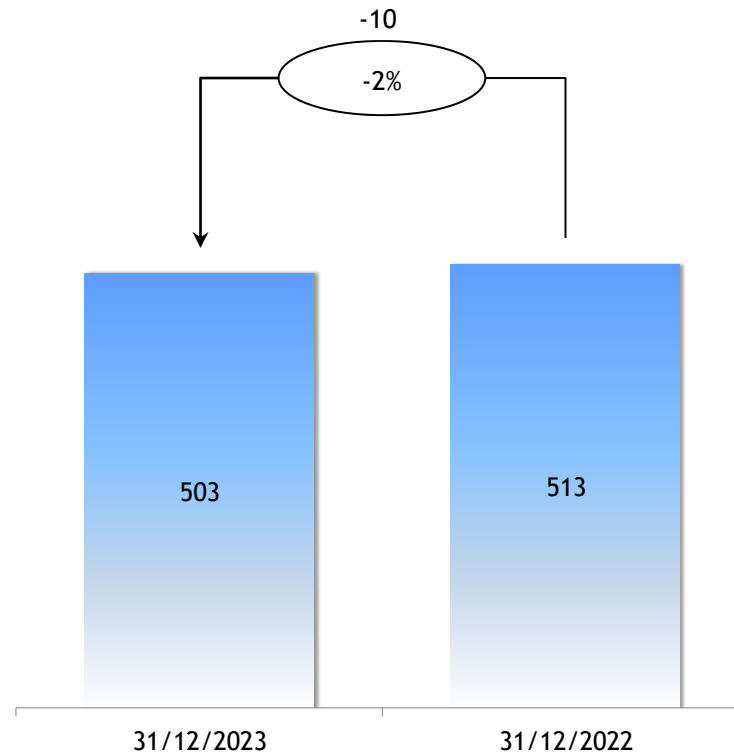
Increase of other net operating costs of equal consolidation area: - Euro 0.2 mln

of which:

- *increase of gas distribution concession fees: - Euro 1.6 mln;*
- *decrease of margin on energy efficiency tasks management: - Euro 0.3 mln;*
- *decrease of costs for consultancy: + Euro 2.7 mln;*
- *decrease of costs for gas and electricity: + Euro 1.5 mln;*
- *decrease of revenues due to the fee paid by Estenergy Group and Amgas Blu in the first half 2022 for the early termination of some service contracts: - Euro 6.5 mln;*
- *decrease of revenues for the termination of service contracts towards Estenergy Group and Amgas Blu: - Euro 3.2 mln;*
- *increase of CSEA contributions for security incentives: + Euro 4.1 mln;*
- *increase of gas meter reading costs: - Euro 1.6 mln;*
- *increase of capital gains from the sale of assets and shareholdings: + Euro 6.8 mln;*
- *increase of other non recurring costs: - Euro 2.1 mln;*
- *other variations: + Euro 0.0 mln.*

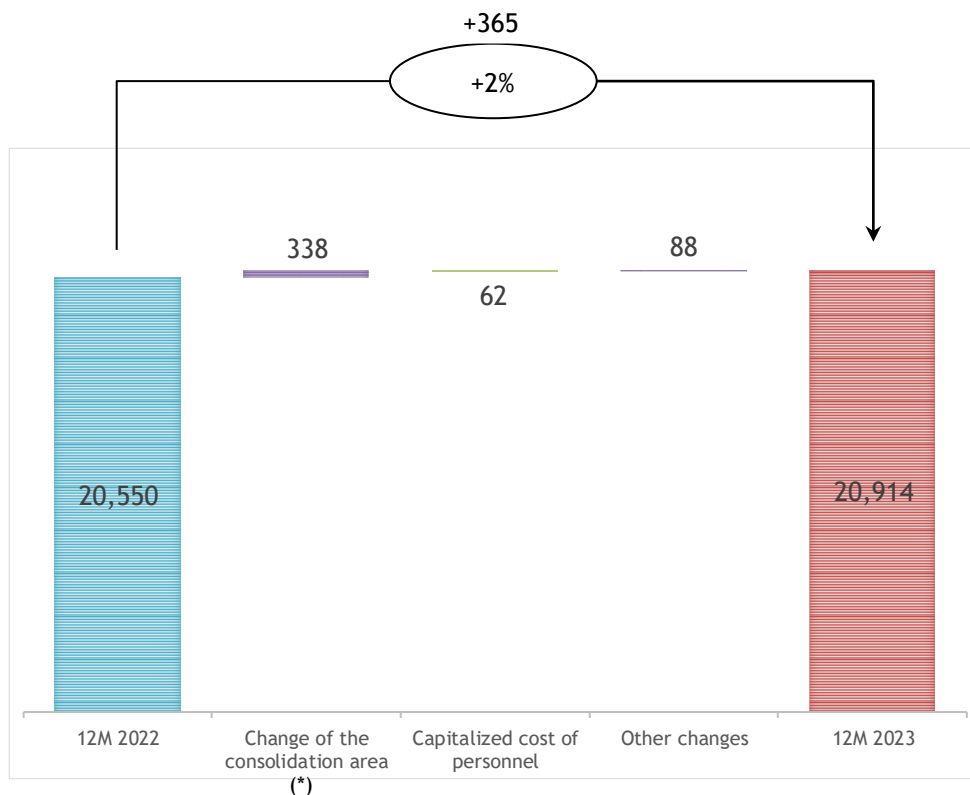
(*) Economic data before elisions

Number of employees



Cost of personnel

(Thousand of Euro)



**Change of consolidation area:
+ Euro 0.3 mln**

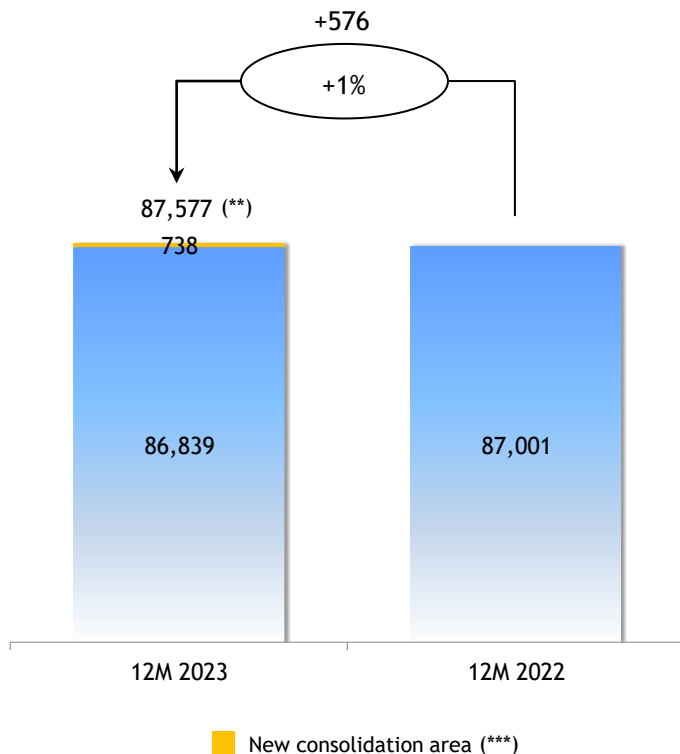
Cost of personnel changes of equal consolidation area:

- capitalized cost of personnel:
- Euro 0.1 mln
- other: + Euro 0.1 mln

*) Change of consolidation area: data referring to Romeo Gas and Serenissima Gas, companies consolidated from 1st April 2022.

Capex (*)

(Thousand of Euro)



Change of the consolidation area: Euro 0.7 mln

Equal consolidation area:

- Gas distribution systems: Euro 45.5 mln
- Gas meters: Euro 15.4 mln
- Investments in renewable energies: Euro 23.6 mln
- Investments in hardware and software: Euro 1.0 mln
- Other: Euro 1.4 mln

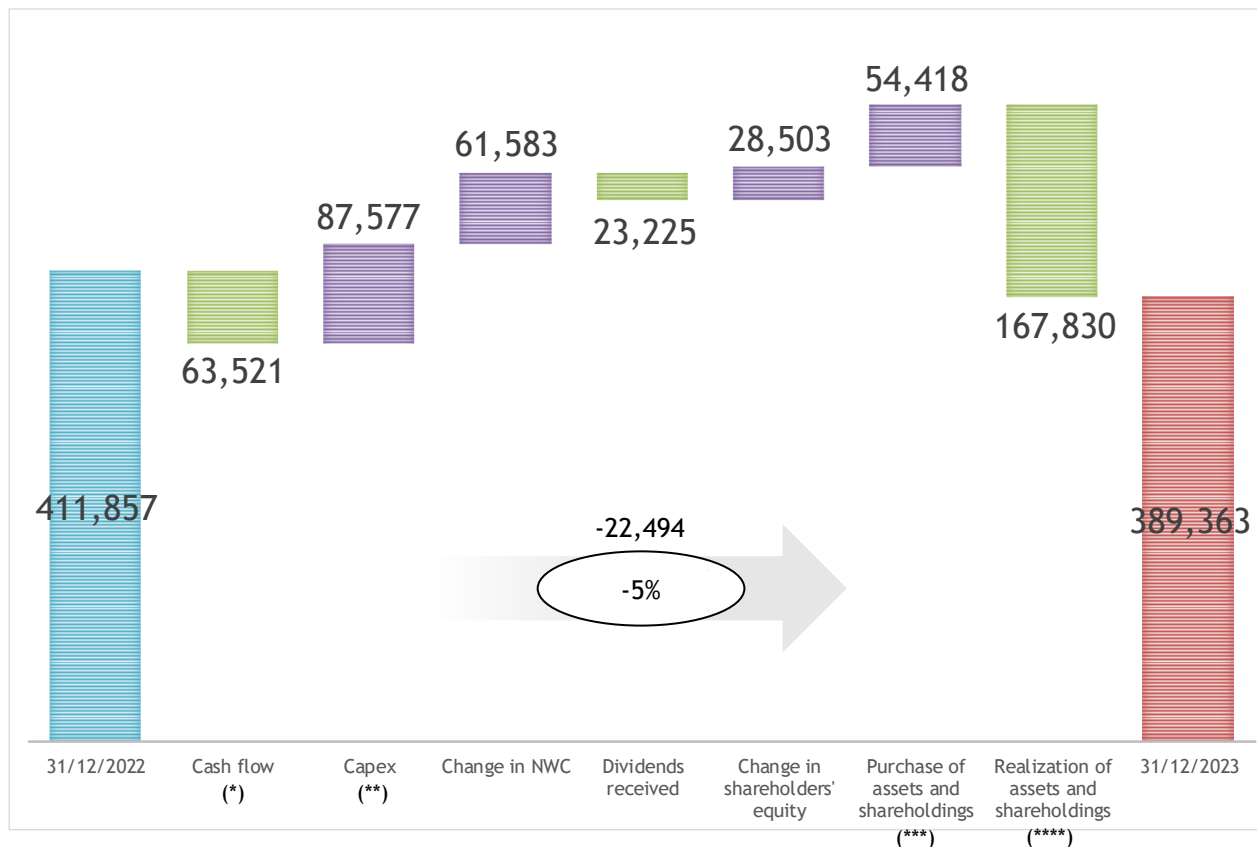
(*) Excluding network extension in new urbanized areas that according to IAS are considered as operating costs and not capital expenditures;

(**) Investments in intangible assets and in tangible assets (excluded realizations, investments in associated and investments relative to the application of IFRS 16 accounting principle);

(***) Change of consolidation area: data referring to Romeo Gas and Serenissima Gas, companies consolidated from 1st April 2022..

Net financial position and cash flow

(Thousand of Euro)



(*) Cash flow = net income + amortizations and depreciation - capital gains from the sale of assets and shareholdings - income from equity investments; (**) Investments in tangible and intangible assets; (***) Acquisition of shareholding in Acantho (11.35%): - Euro 22.3 mln; acquisition of shareholding in Romeo Gas (19.707%): - Euro 16.2 mln; acquisition of shareholding in Serenissima Gas (20.63%): - Euro 7.5 mln; acquisition of shareholding in Salinella Eolico (40%): - Euro 7.1 mln; acquisition of assets of Retragas: - Euro 1.3 mln; (****) Sale of 15% shareholding in Estenergy: + Euro 137.5 mln; sale of tangible and intangible fixed assets connected to the Romeo 2 operation: + Euro 20.9 mln; cash in of the reimbursement value of the plants due to the termination of some municipal gas distribution concessions: + Euro 9.5 mln.

(Thousand of Euro) (*)	31/12/2023	31/12/2022	Chg	Chg %
Long term financial borrowings	204,064	178,538	25,526	+14%
Current position of long term financial borrowings	80,642	119,280	(38,638)	-32%
Long term bond loans	86,347	94,033	(7,686)	-8%
Current position of bond loans	7,708	-	7,708	n.a.
Short term financial borrowings	7,917	(12,912)	20,829	-161%
Total financial debt	386,678	378,939	7,739	+2%
Fixed rate borrowings	221,994	290,164	(68,170)	-23%
Floating rate borrowings	164,684	88,775	75,909	+86%

12M 2023 average cost of debt: 2.57% (vs 12M 2022 rate: 1.13%)

(*) Data refer to only companies consolidated with full consolidation method.

Income statement (*)

(Thousand of Euro)	12M 2023	12M 2022
Revenues	1,123,300	1,657,396
(Purchase costs for other raw materials)	(909,400)	(1,391,670)
(Costs for services)	(127,995)	(189,587)
(Costs for personnel)	(15,080)	(15,973)
(Other management costs)	(1,453)	(957)
EBITDA	69,373	59,208
(Depreciations and amortizations) + (provisions)	(44,729)	(35,959)
EBIT	24,644	23,248
Financial income / (expenses)	(7,240)	896
EBT	17,404	24,145
(Income taxes)	(5,830)	(7,493)
Net income	11,573	16,652

Balance sheet (*)

(Thousand of Euro)	31/12/2023	31/12/2022
Tangible assets	5,522	4,100
Non tangible assets	627,170	634,106
Investments in associates	17,704	17,717
Other fixed assets	781	(19,658)
Fixed assets	651,177	636,265
Operating current assets	90,953	626,076
(Operating current liabilities)	(206,459)	(196,464)
(Operating non current liabilities)	(64,689)	(42,231)
Net working capital	(180,195)	387,380
Total capital employed	470,981	1,023,645
Shareholders equity	639,625	701,824
Net financial position	(168,644)	321,822
Total sources	470,981	1,023,645

(*) Data refers to 100% of Estenergy.

Ascopiave financial data (III)

3M 2024 financial results

Financial highlights

- 3M 2024 consolidated income statement Pag. 86
- Consolidated balance sheet as of 31st March 2024 Pag. 87

Companies consolidated with full consolidation method

- Operating data - gas distribution Pag. 88
- Operating data - renewable energies Pag. 89
- Revenues bridge Pag. 90
- EBIT bridge Pag. 91
- Gas distribution tariff revenues and revenues from RES Pag. 92
- Other net operating costs Pag. 93
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Estenergy Group

- Estenergy Group financial highlights Pag. 99

3M 2024 consolidated income statement

Teleborsa: distribution and commercial use strictly prohibited



(Thousand of Euro)	3M 2024	3M 2023	Chg	Chg %
Revenues	47,440	40,719	6,721	+17%
(Purchase costs for other raw materials)	(787)	(803)	16	-2%
(Costs for services)	(11,931)	(11,929)	(2)	+0%
(Costs for personnel)	(5,112)	(5,377)	266	-5%
(Other management costs)	(6,370)	(6,550)	181	-3%
Other income	83	4,201	(4,117)	-98%
EBITDA	23,325	20,261	3,064	+15%
(Amortizations and depreciation)	(12,450)	(11,723)	(726)	+6%
(Provisions)	-	(160)	160	-100%
EBIT	10,875	8,378	2,497	+30%
Financial income / (expenses)	(4,467)	(2,654)	(1,813)	+68%
Evaluation of companies with net equity method (*)	2,779	567	2,212	+390%
EBT	9,187	6,291	2,896	+46%
(Income taxes)	(2,495)	(702)	(1,793)	+255%
Earnings after taxes	6,692	5,589	1,103	+20%
Net result from discontinued operations	-	44	(44)	-100%
Net income	6,692	5,633	1,058	+19%
Net income of minorities	(146)	188	(334)	-178%
Net income of the Group	6,546	5,821	725	+12%

(*) Result of the companies consolidated with net equity consolidation method (pro-rata): Estenergy Group and Cogeide.

Consolidated balance sheet as of 31st March 2024

Teleborsa: distribution and commercial use strictly prohibited

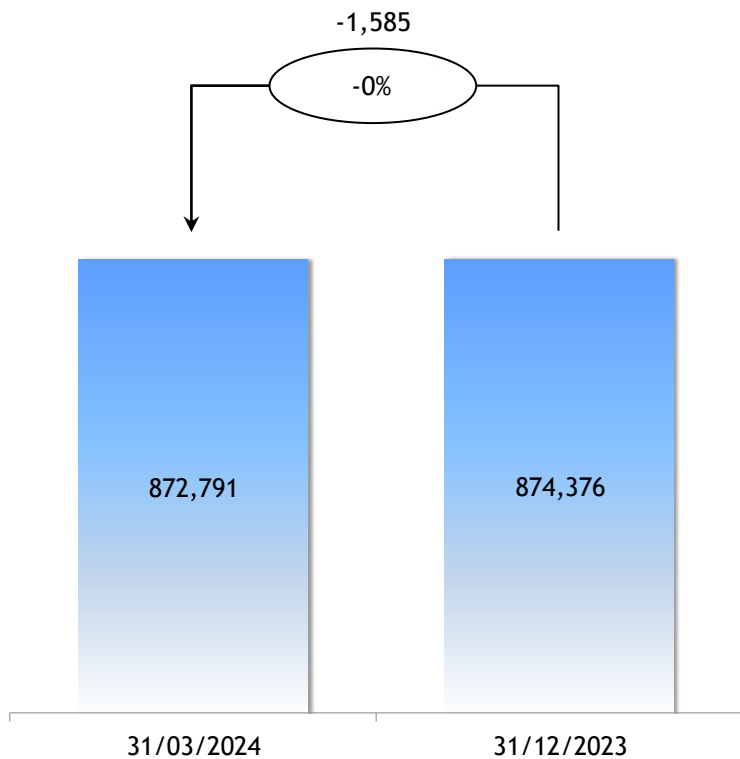


(Thousand of Euro)	31/03/2024	31/12/2023	Chg	Chg %
Tangible assets (*)	154,668	156,475	(1,807)	-1%
Non tangible assets (*)	770,343	766,353	3,989	+1%
Investments in associates (**)	311,840	308,331	3,510	+1%
Other fixed assets	42,873	42,780	93	+0%
Fixed assets	1,279,724	1,273,939	5,785	+0%
Operating current assets	182,881	129,253	53,629	+41%
(Operating current liabilities)	(124,145)	(95,936)	(28,210)	+29%
(Operating non current liabilities)	(64,993)	(63,749)	(1,244)	+2%
Net working capital	(6,257)	(30,432)	24,175	-79%
Total capital employed assets intended to sale	-	138	(138)	-100%
Total capital employed	1,273,467	1,243,645	29,822	+2%
Group shareholders equity	851,668	844,753	6,915	+1%
Minorities	9,639	9,529	110	+1%
Shareholders equity	861,307	854,282	7,025	+1%
Net financial position	412,159	389,363	22,796	+6%
Total sources	1,273,467	1,243,645	29,822	+2%

(*) According to IFRIC 12, the infrastructures under concession are considered intangible assets.

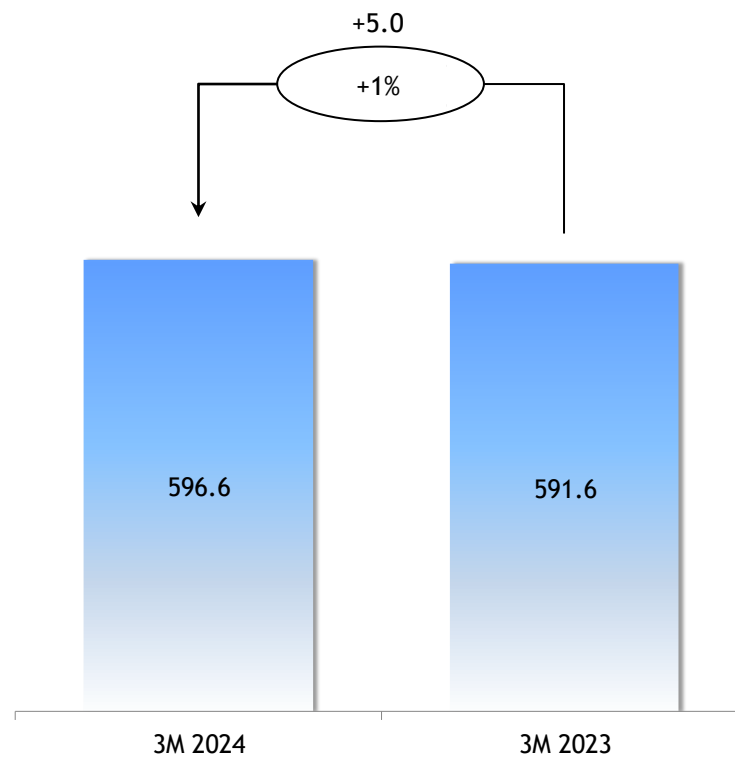
(**) Value of the associated companies consolidated with net equity consolidation method (pro-rata): Estenergy, Euro 206.3 mln (Euro 202.8 mln as of 31st December 2023); Cogeide, Euro 8.2 mln (Euro 8.2 mln as of 31st December 2023). Other minority shareholdings: Hera Comm, Euro 53.3 mln (Euro 53.3 mln as of 31st December 2023); Acinque, Euro 21.6 mln (Euro 21.6 mln as of 31st December 2023); Acantho, Euro 22.3 mln (Euro 22.3 mln as of 31st December 2023).

Number of gas distribution users

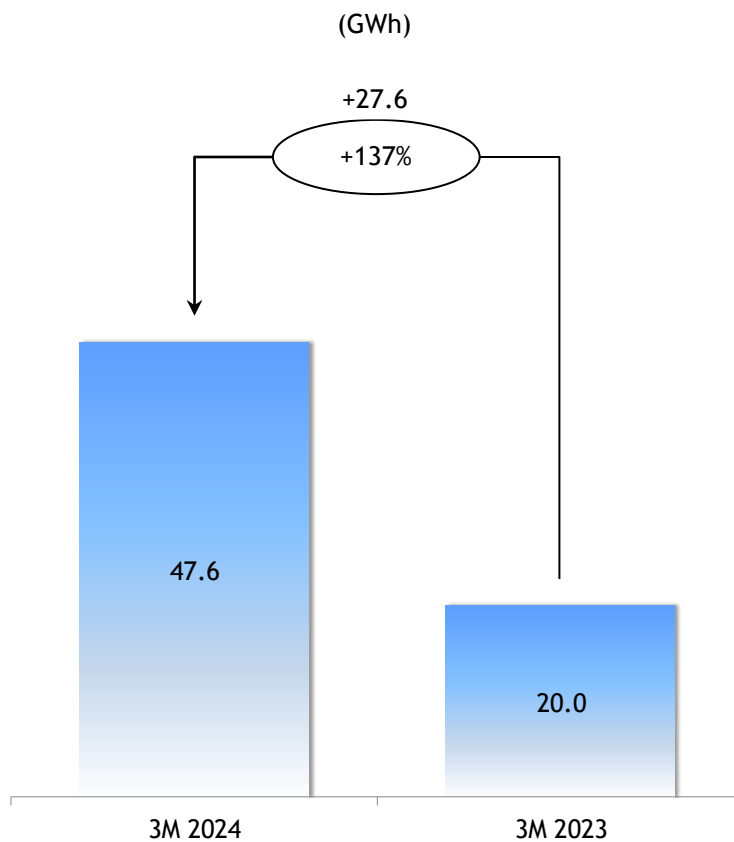


Volumes of gas distributed

(Million of standard cubic meters)

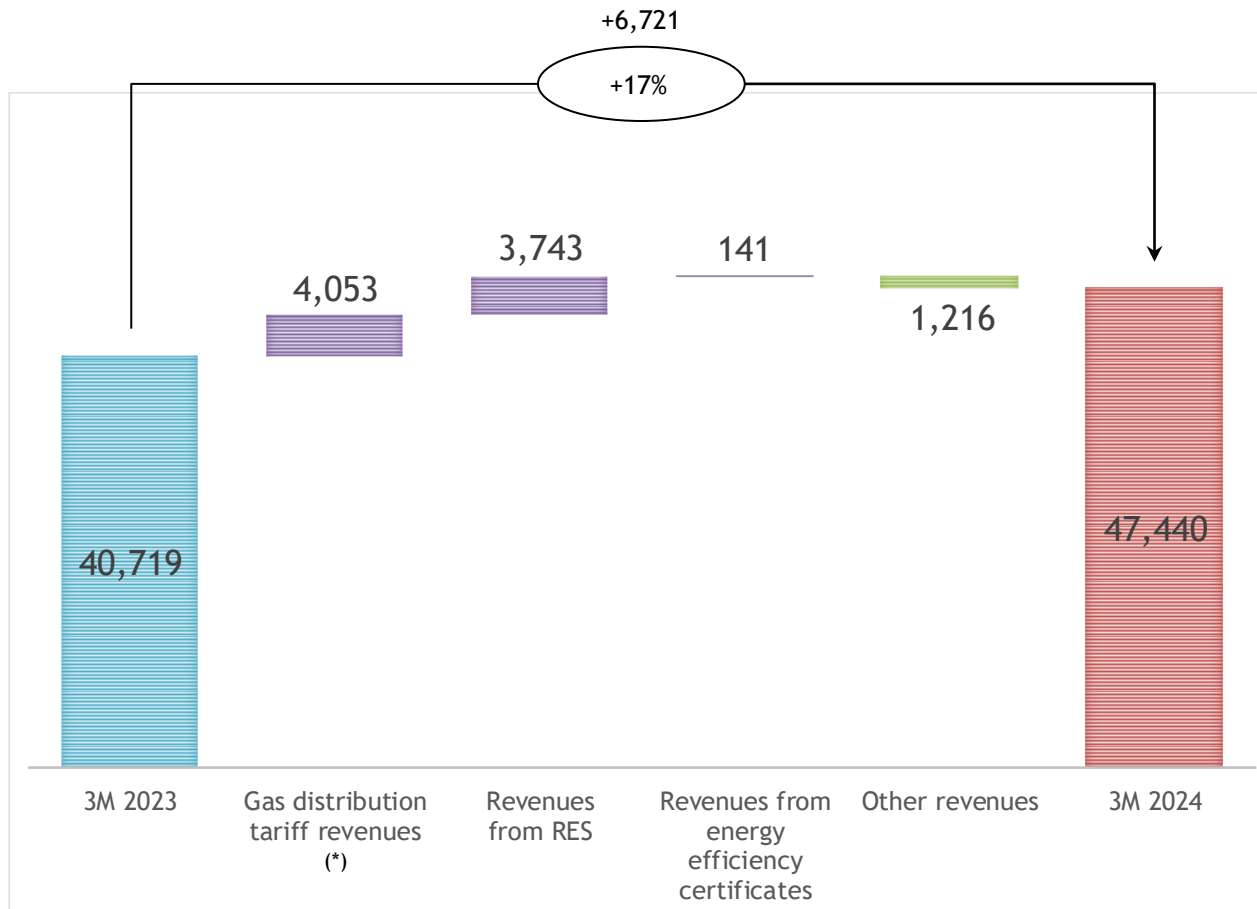


Volumes of electricity produced



Revenues bridge

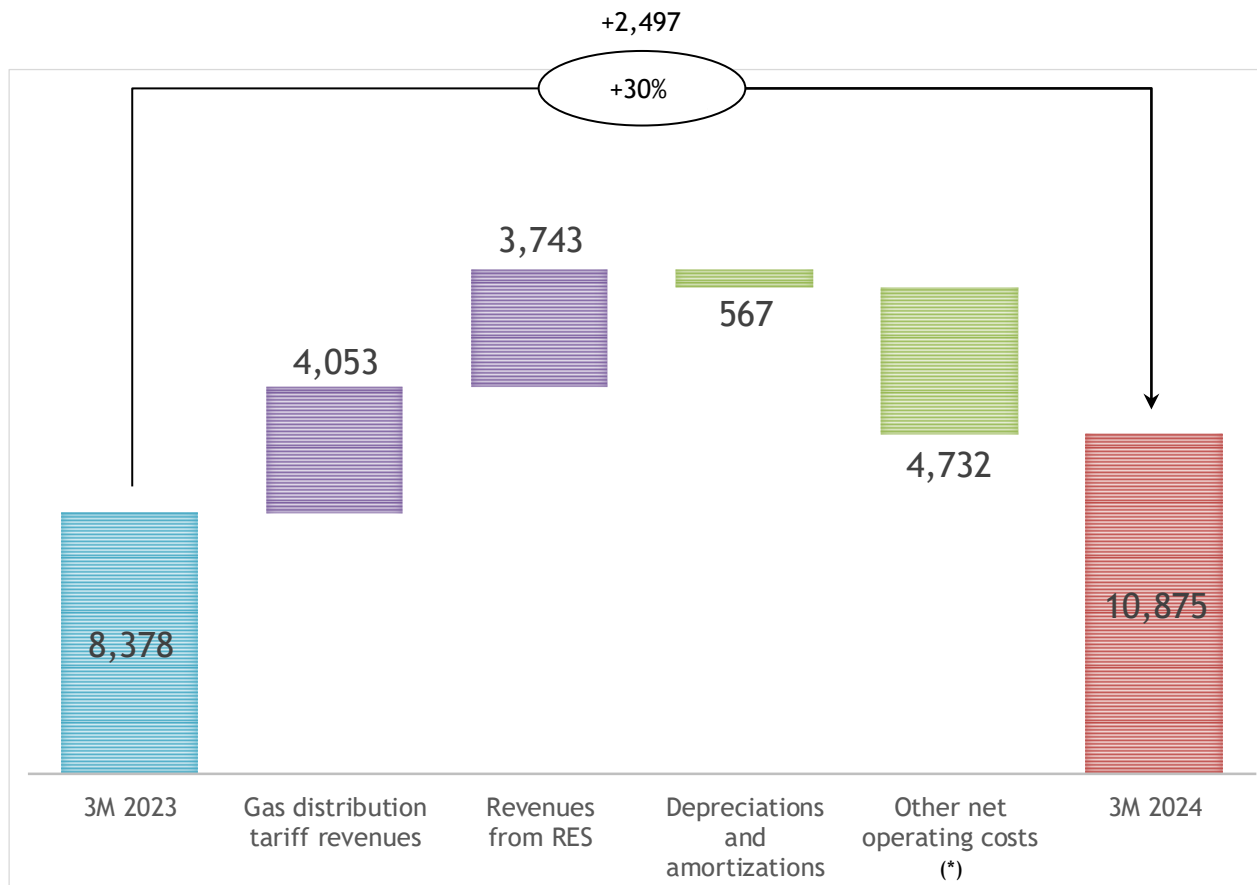
(Thousand of Euro)



(*) Tariff revenues include the tariff component for the recovery of the fee paid to local entities according to art. 46-bis DL 159/2007.

EBIT bridge

(Thousand of Euro)



(*) Further details on page 93 of the current presentation.

Gas distribution tariff revenues

(Thousand of Euro) (*)	3M 2024	3M 2023	Chg	Chg %
Gas distribution tariff revenues	33,806	29,753	4,053	+14%
Gas distribution tariff revenues	33,806	29,753	4,053	+14%

Increase of gas distribution tariff revenues: + Euro 4.1 mln

of which:

- *change of the remuneration rate on the net capital invested (WACC): + Euro 1.9 mln;*
- *monetary revaluation of capital costs: + Euro 0.9 mln;*
- *monetary revaluation of operating costs: + Euro 0.8 mln;*
- *other changes: + Euro 0.5 mln.*

Revenues from RES

(Thousand of Euro) (*)	3M 2024	3M 2023	Chg	Chg %
Revenues from FER	6,153	2,410	3,743	+155%
Revenues from FER	6,153	2,410	3,743	+155%

(*) Economic data before elisions.

Other net operating costs

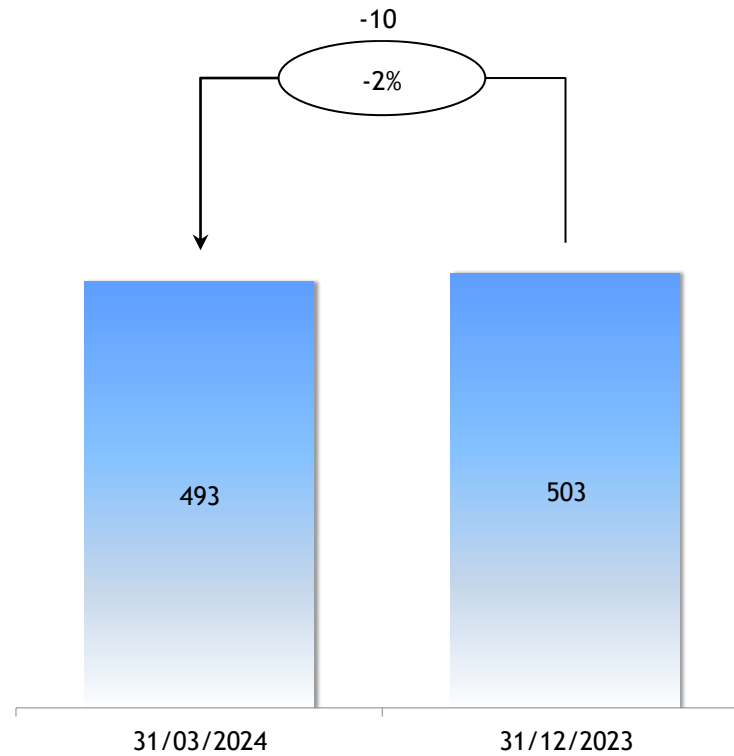
(Thousand of Euro)	3M 2024	3M 2023	Chg	Chg %
Other revenues	7,076	8,152	(1,075)	-13%
Other costs of raw materials and services	(18,599)	(14,677)	(3,922)	+27%
Cost of personnel	(5,112)	(5,377)	266	-5%
Other net operating costs	(16,634)	(11,902)	(4,732)	+40%

Increase of other net operating costs: - Euro 4.7 mln

of which:

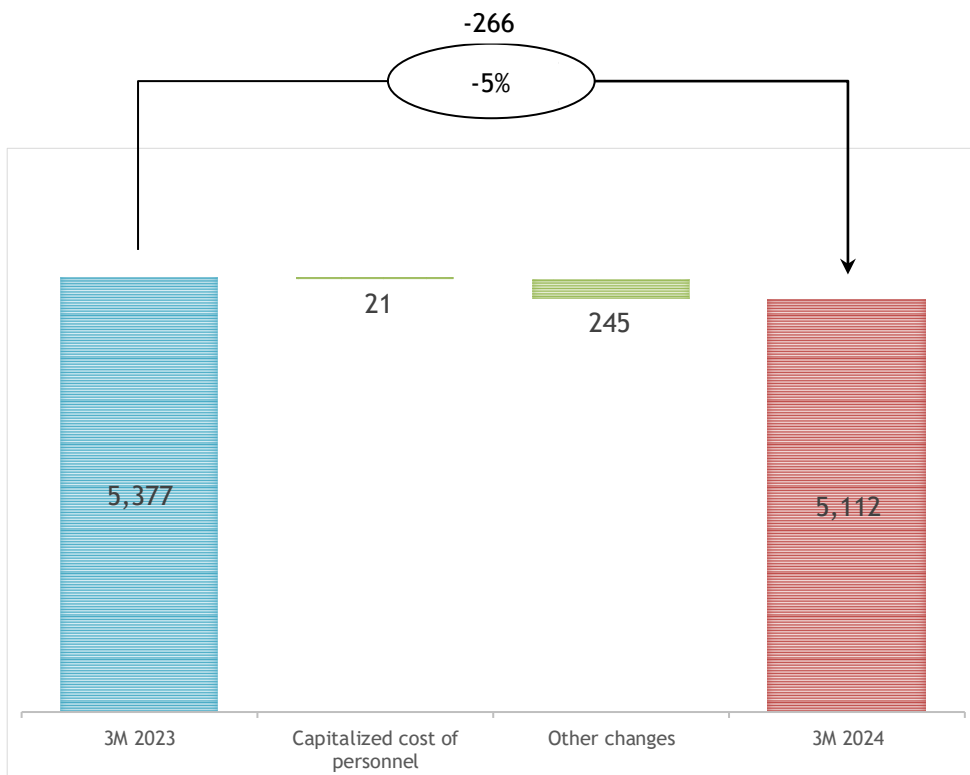
- *increase of gas distribution concession fees: - Euro 0.4 mln;*
- *increase of margin on energy efficiency tasks management: + Euro 0.1 mln;*
- *decrease of costs for consultancy: + Euro 0.1 mln;*
- *decrease of costs for gas and electricity: + Euro 0.4 mln;*
- *decrease of cost of personnel: + Euro 0.3 mln;*
- *decrease of revenues for service contracts: - Euro 1.0 mln;*
- *increase of gas meter reading costs: - Euro 0.4 mln;*
- *decrease of capital gains from the sale of assets and shareholdings: - Euro 4.1 mln;*
- *decrease of other non recurring costs: + Euro 0.7 mln;*
- *other variations: - Euro 0.4 mln.*

Number of employees



Cost of personnel

(Thousand of Euro)

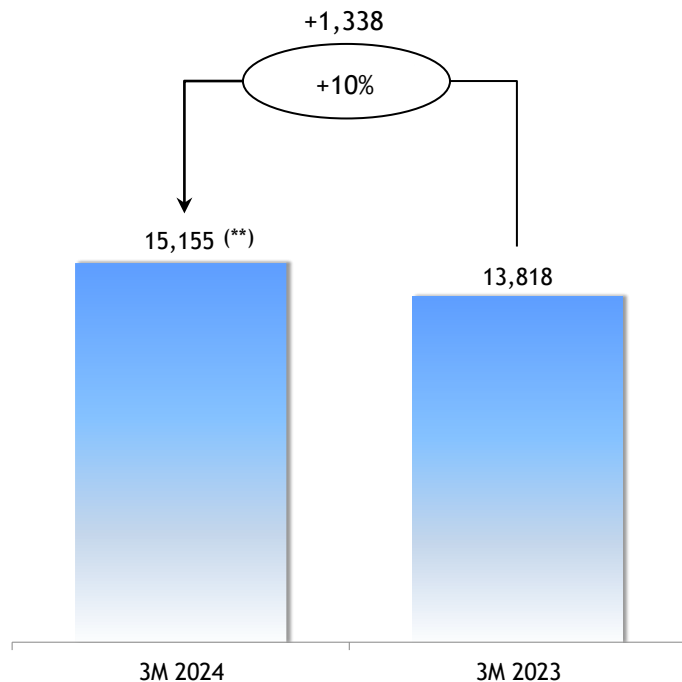


Cost of personnel changes:

- capitalized cost of personnel: - Euro 0.0 mln
- other: - Euro 0.2 mln

Capex (*)

(Thousand of Euro)



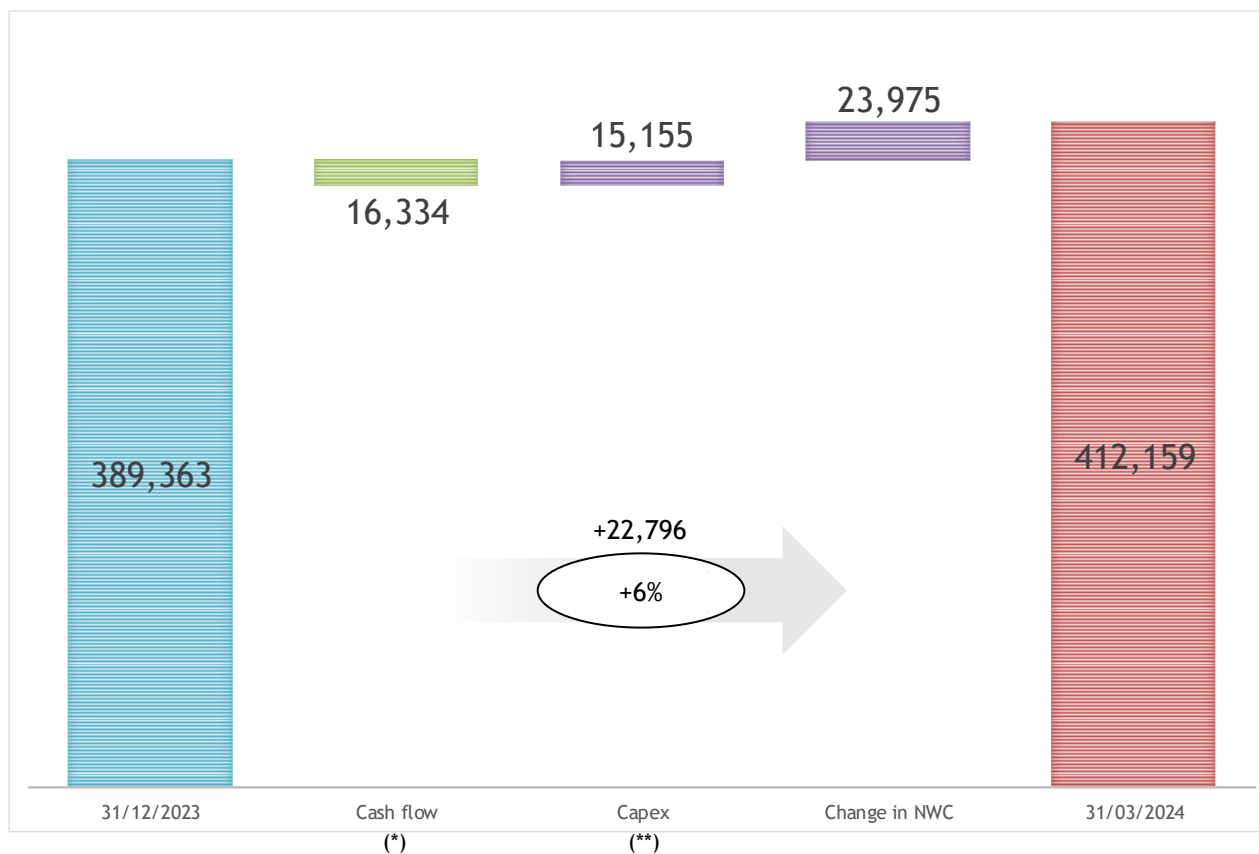
- Gas distribution systems: Euro 10.1 mln
- Gas meters: Euro 3.4 mln
- Investments in renewable energies: Euro 1.3 mln
- Investments in hardware and software: Euro 0.1 mln
- Other: Euro 0.2 mln

(*) Excluding network extension in new urbanized areas that according to IAS are considered as operating costs and not capital expenditures.

(**) Investments in intangible assets and in tangible assets (excluded realizations, investments in associated and investments relative to the application of IFRS 16 accounting principle).

Net financial position and cash flow

(Thousand of Euro)



(*) Cash flow = net income + amortizations and depreciation; (**) Investments in tangible and intangible assets.

(Thousand of Euro) (*)	31/03/2024	31/12/2023	Chg	Chg %
Long term financial borrowings	180,950	204,064	(23,114)	-11%
Current position of long term financial borrowings	77,929	80,642	(2,713)	-3%
Long term bond loans	78,677	86,347	(7,670)	-9%
Current position of bond loans	7,603	7,708	(105)	-1%
Short term financial borrowings	64,149	7,917	56,232	+710%
Total financial debt	409,308	386,678	22,630	+6%
Fixed rate borrowings	206,435	221,994	(15,559)	-7%
Floating rate borrowings	202,873	164,684	38,189	+23%

3M 2024 average cost of debt: 3.41% (vs 12M 2023 rate: 2.57%)

(*) Data refer to only companies consolidated with full consolidation method.

Income statement (*)

(Thousand of Euro)	3M 2024	3M 2023
Revenues	377,233	387,075
(Purchase costs for other raw materials)	(238,788)	(408,536)
(Costs for services)	(102,918)	39,591
(Costs for personnel)	(3,827)	(3,808)
(Other management costs)	(191)	(106)
EBITDA	31,510	14,216
(Depreciations and amortizations) + (provisions)	(14,907)	(10,566)
EBIT	16,603	3,651
Financial income / (expenses)	(1,298)	(3,882)
EBT	15,305	(232)
(Income taxes)	(4,690)	54
Net income	10,615	(177)

Balance sheet (*)

(Thousand of Euro)	31/03/2024	31/12/2023
Tangible assets	5,425	5,522
Non tangible assets	624,398	627,170
Investments in associates	18,458	17,704
Other fixed assets	719	781
Fixed assets	649,000	651,177
Operating current assets	117,219	90,953
(Operating current liabilities)	(267,336)	(206,459)
(Operating non current liabilities)	(70,069)	(64,689)
Net working capital	(220,186)	(180,195)
Total capital employed	428,815	470,981
Shareholders equity	653,874	639,625
Net financial position	(225,060)	(168,644)
Total sources	428,815	470,981

(*) Data refers to 100% of Estenergy.



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