TECHNOPROBE

ANNUAL FINANCIAL REPORT 2024

01 Directors' Report on Operation

Part I – Group profile and results

Part II – Sustainability Statement

02 Consolidated Financial Statements

03 Separate Financial Statements

ANNUAL FINANCIAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2024

Courtesy translation
This document has been translated into English from the Italian original solely for the convenience of international readers.
In case of discrepancy between the Italian language original text and the English language translation, the Italian version shall prevail.

TECHNOPROBE S.P.A.

REGISTERED OFFICE IN CAVALIERI DI VITTORIO VENETO N. 2 - CERNUSCO LOMBARDONE
TAX CODE NO. 02272540135
SHARE CAPITAL € 6,532,608.70
LECCO R.E.A. (ECONOMIC AND ADMINISTRATIVE INDEX) NO.283619

TECHNOPROBE

DIRECTORS' REPORT ON OPERATIONS

Part I – Group profile and results

DIRECTORS' REPORT ON OPERATIONS

GOVERNANCE AND INDEPENDENT AUDITORS

BOARD OF DIRECTORS(*)

Cristiano Alessandro Crippa	Chairman of the Board of Directors(1)
Roberto Alessandro Crippa	Vice chairman of the Board of Directors(1)
Stefano Felici	Chief Executive Officer(1)
Giulio Sirtori	Independent Director(2)
Paolo Enrico Dellachà	Independent Director(2)
Susanna Pedretti	Independent Director(2)
Elisabetta Cugnasca	Independent Director(2)
Antonio Sanna	Independent Director(2)
Gregory Stephen Smith	Non-Independent Director

(*) The Board of Directors will remain in office until the Shareholders' Meeting which will be called to approve the financial statements for the financial year ended on December 31, 2026.
(1) Executive and non-independent Director.
(2) Independent Director pursuant to art. 147, paragraph 4 of the Consolidated Law on Finance and to article 2 of the Corporate Governance Code of Borsa Italiana S.p.A.

BOARD OF STATUTORY AUDITORS(*)

Nadia Fontana	Chairman of the Board of Statutory Auditors
Diana Rizzo	Statutory Auditor
Edoardo Colombo	Statutory Auditor
Roberta Provasi	Alternate Auditor
Marco Pedretti	Alternate Auditor

(*) The Board of Statutory Auditors will remain in office until the Shareholders' Meeting which will be called to approve the financial statements for the financial year ended on December 31, 2026 .

CONTROL, RISK AND SUSTAINABILITY COMMITTEE

Susanna Pedretti	Chairman of the Control and Risk Committee
Giulio Sirtori	Independent Director
Elisabetta Cugnasca	Independent Director

RELATED – PARTY COMMITTEE

Antonio Sanna	Chairman of the Related Party Committee
Elisabetta Cugnasca	Independent Director
Susanna Pedretti	Independent Director

NOMINATION AND REMUNERATION COMMITTEE

Giulio Sirtori	Chairman of the Nomination and Remuneration Committee
Susanna Pedretti	Independent Director
Paolo Enrico Dellachà	Independent Director

OFFICER IN CHARGE FOR THE PREPARATION OF CORPORATE FINANCIAL DOCUMENTS	Stefano Beretta

INDEPENDENT AUDITORS	PricewaterhouseCoopers S.p.A.(1)

(1) On April 6, 2023, the shareholders' meeting of Technoprobe S.p.A. appointed PricewaterhouseCoopers S.p.A. independent audit for the years 2023-2031.

Please refer to the "Report on corporate governance and ownership structures", published on the Company website for information on the Group corporate governance and ownership structures.

1 INTRODUCTION

Dear shareholders,

we hereby present for your review this integrated annual report. As authorized by article 40, paragraph 2 bis, of Legislative Decree no. 127 of April 9, 1991, the parent company Technoprobe S.p.A. (hereafter the "**Company**", "**Parent**" or "**Technoprobe**" and, together with its subsidiaries, the "**Group**" or the "**Technoprobe Group**"), prepared the directors' report on operations as the sole document for both the financial statements ended on December 31, 2024 (hereafter, the "**Financial Statements**") and for the consolidated financial statements for the financial year ended on December 31, 2024 (hereafter, the "**Consolidated Financial Statements**").

The Financial Statements and the Consolidated Financial Statements are prepared in accordance with the international accounting standards adopted by the European Union (hereafter "**IFRS**") and are accompanied by this report, which illustrates the performance of the Company and the Group, both with respect to the financial year concluded and the expected prospects.

Revenue for the year ended December 31, 2024, amounted to €543,153 thousand, with an increase of 32.7% compared with prior year, and a net profit equal to €62,792 thousand, of which €63,832 thousand attributable to the Group. The gross operating margin and EBITDA, as described below, amounted to €223,439 thousand and €136,524 thousand, respectively. The net financial position amounted to a surplus of €656,316 thousand as of December 31, 2024.

In the year ended December 31, 2024, the Group's scope of consolidation was expanded to include the Device Interface Solutions ("**DIS Tech**") acquired from Teradyne, Inc. on May 27, 2024. DIS Tech operates in the design of high-level performance Device Interface Boards, that are components of critical importance in the Technophobe value chain. DIS Tech contributed to Technophobe's revenue for the year ended December 31, 2024 for €64 million.

The following table sets forth the Group's main economic and financial indicators:

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Revenue	543,153	409,274
Gross profit	223,439	199,327
EBITDA (*)	136,524	122,737
Investments (*)	93,933	63,927
Net profit	62,792	97,376

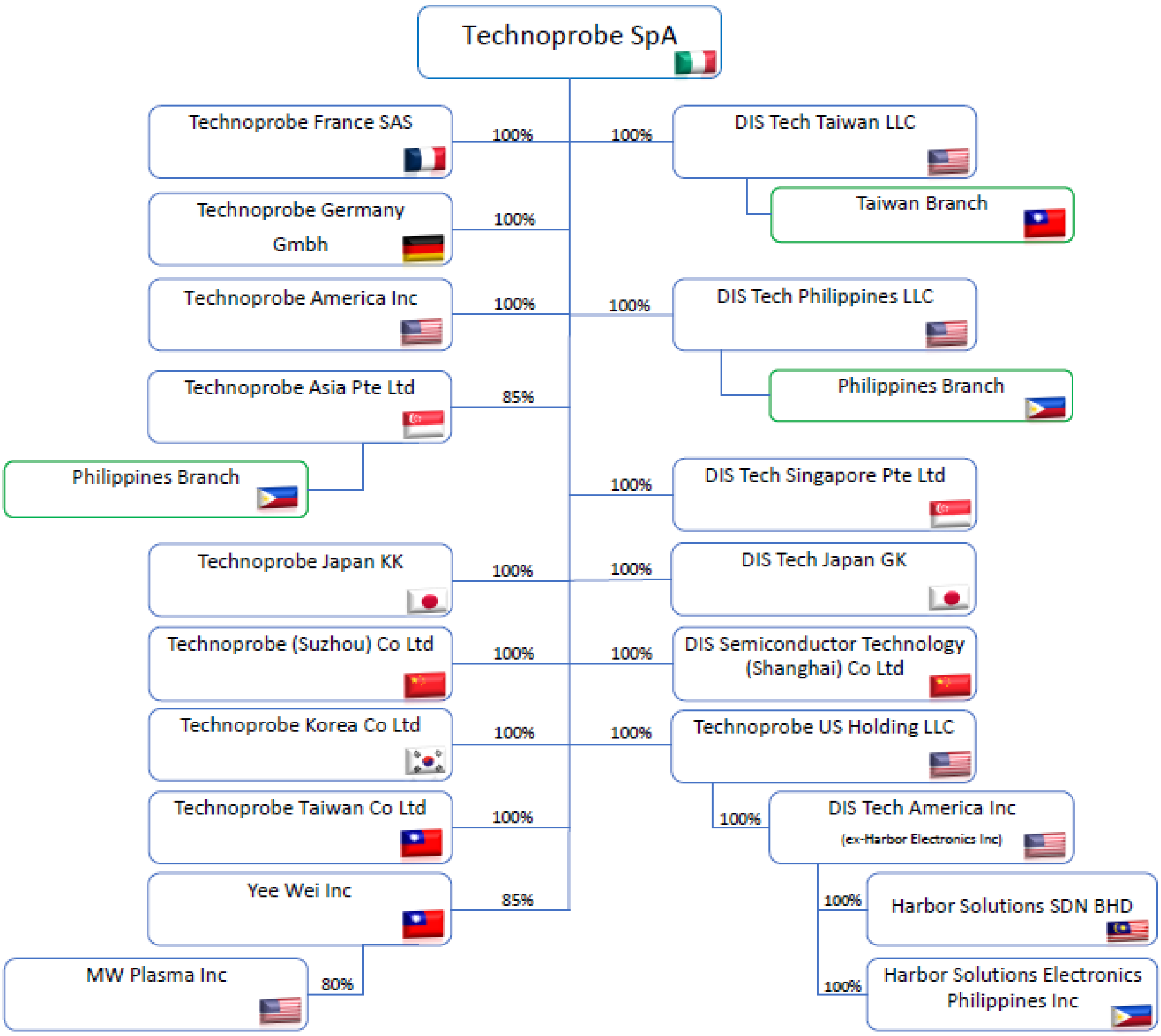
(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Total equity	1,237,177	817,300
Net financial position (surplus) (*)	656,316	350,769

(*) This report on operation includes, in addition to the financial measures required by IFRS, certain measures derived from IFRS, although not required by IFRS (Non-GAAP Measures or APIs). These measures are presented in order to enable a better assessment of the Group's operating performance and should not be considered alternatives to those provided for by IFRS.

2 GROUP ORGANIZATION

The Group operates in the design and production of probe cards. Probe cards are high-tech devices tailor-made to the specific semiconductor that allow the operation of chips to be tested during their production (*i.e.*, while they are still on the silicon wafer). These are technological projects and solutions that guarantee the operation and reliability of devices that play a central role in the computer, smartphone, 5G, Internet of Things, home automation and automotive industries, among others. Probe cards are considered "consumables", meaning that each probe card's life cycle is linked to a specific chip and no part of the probe card can be reused. In Italy, the Group has its registered office in Cernusco Lombardone (LC), where there is also a production center measuring approximately 18,000 m2. We have two other production plants in Italy: the first plant, measuring about 3,000 m^2 in Agrate Brianza (Monza and Brianza), and the second, measuring about 5,000 m^2 in Osnago (Lecco). Outside of Italy, we are present in other 10 geographies throughout Europe (Germany and France), Asia (*i.e.*, Taiwan, South Korea, Japan, Malaysia, the Philippines, China and Singapore) and the United States. As discussed in more detail in the section "Significant Management Events" below, in May 2024 the Group completed the acquisition of the Device Interface Solutions (DIS) division of Teradyne, Inc. As a result of this transaction, the Group's corporate structure changed to include companies and branches in Italy, Japan, Singapore, Taiwan, the Philippines, the United States, and China.

The following chart shows the Group's corporate structure as of December 31, 2024:



The chart below shows the Group's international presence, including our production sites, research and development labs and sales offices, which allow us to remain in close contact with customers in the geographic areas that we serve:

3 MACROECONOMIC SCENARIO[1]

International scenario

The global economy continues to grow, but at different rates between areas. The United States maintains robust growth, while other advanced economies are slowing down, such as in China, where the real estate crisis is holding back domestic demand. World trade is expected to expand by just over 3% in 2025, but is likely to be affected by geopolitical tensions and tightening US trade policy. Oil prices remained stable, while natural gas continues to show volatility given the still permanent tensions in the Middle East and on the Russian-Ukrainian front. In the United States, the Federal Reserve kept interest rates steady at 4.25%-4.50% during its January 2025 meeting, after three consecutive reductions in 2024; Forecasts point to only two further rate cuts by the end of 2025, totaling 50 basis points. In the Euro area, the European Central Bank cut interest rates by 25 basis points at its March 2025 meeting, bringing the deposit rate to 2.50%. This represents the fifth straight cut, reflecting concerns about slower-than-expected disinflation and a downward revision to GDP growth forecasts. The recent protectionist policies introduced by the Trump administration, with the tightening of trade tariffs, have finally increased global uncertainty, weighing on trade and generating new inflationary pressures, especially in the sectors most exposed to international trade. This could translate into a slowdown in investment and an increase in the cost of living for American and European consumers in the short term period.

Italy

The Italian economy remains weak, held back by the manufacturing crisis and the slowdown in services. The related domestic demand is in fact limited, while the investments of the PNRR are mainly for the benefit of the construction sector, even if the related tax incentives have been reduced. Growth is expected to resume in 2025, reaching an average of 1% in the three-year period 2025-27. Italian exports are affected by weak global demand and US protectionist policies, affecting SMEs in particular. Employment is growing, but with signs of weakening: the hours worked are decreasing and the use of the Redundancy Fund is increasing. Inflation remains below 2%, thanks to the drop in energy prices. The cost of credit is reduced as a result of the ECB's expansionary monetary policy mentioned above.

[1] Source: Banca d'Italia, Economic Bulletin Number 1/2025.

4 SIGNIFICANT MANAGEMENT EVENTS

Acquisition of the Device Interface Solutions (DIS) division from Teradyne, Inc and reserved capital increase

On May 27, 2024, the Company finalized the acquisition from Teradyne Inc. ("**Teradyne**") of the Device Interface Solutions division ("**DIS-Tech**") specialized in the design of high-level Device Interface Boards. DIS Tech includes more than 400 employees, spread across 10 different jurisdictions, with operations mainly concentrated in the United States, China and Taiwan. The acquisition consideration of 89 million U.S. dollars (82 million euros) was financed through Group's own resources.

At the same time as the acquisition of DIS Tech, Teradyne's acquisition of a 10 percent stake in Technoprobe was completed in accordance with the terms of the agreement signed in November 2023, implemented through:

- the subscription by Teradyne International Holdings B.V., of a reserved paid capital increase of 52,260,870 shares of Technoprobe (representing an 8% stake in the share capital of Technoprobe) at an issue price of €7.362 each, for a total amount of €384.7 million. The aforementioned capital increase had been approved by the Board of Directors on November 14, 2023, pursuant to Article 2443 of the Civil Code, in execution of the authority granted to it by the Extraordinary Shareholders' Meeting of April 6, 2023;
- the acquisition by the Teradyne International Holdings B.V. of 13,065,217 shares (representing a 2% stake in the share capital of Technoprobe), sold by T-Plus S.p.A. at the same price as the aforementioned capital increase, for a total amount of €96.2 million.

Approval of plan to purchase and dispose of treasury shares

On April 24, 2024, the Ordinary Shareholders' Meeting of the Company resolved to authorize the purchase of ordinary shares of Technoprobe S.p.A. up to a maximum total number not exceeding 1% of the Company's share capital for a maximum total amount of €50,000,000 in order to (i) support the liquidity of the Company's stock (ii) operate on treasury shares with a view to investment for the efficient use of liquidity; and (iii) equip itself with a portfolio of treasury shares to be used consistently with the Company's strategic guidelines - as part of any extraordinary transactions and to be used to service stock option plans, stock grants or otherwise share incentive plans. On November 5, 2024, the share buyback program was completed with the purchase by Technoprobe S.p.A. of 5,032,608 treasury shares. The total expense amounted to Euro 34.7 million. Currently, Technoprobe S.p.A. holds a total of 6,532,608 treasury shares in its portfolio, equal to 1% of the share capital.

Merger by incorporation of Microfabrica Inc. into Technoprobe America Inc.

On August 9, 2024, the Boards of Directors of Technoprobe America Inc and Microfabrica Inc approved the merger by incorporation of Microfabrica Inc. into Technoprobe America Inc., both wholly owned by Technoprobe S.p.A. This operation aims to make the structure more efficient and to streamline the internal procedures of ordinary management. The transactions carried out by Microfabrica Inc. have been booked to the financial statements of Technoprobe America Inc as of October 1, 2024, the date on which the merger by incorporation took effect.

Merger by incorporation of DIS Tech Italia S.r.l. into Technoprobe S.p.A

On 10 October 2024, the Board of Directors of Technoprobe S.p.A. approved the merger by incorporation plan drawn up pursuant to Articles 2501-ter and 2505 of the Italian Civil Code, of the wholly owned subsidiary DIS Tech Italia S.r.l. into Technoprobe S.p.A.. The merger by incorporation arises from the need to proceed with the concentration of the activities carried out by the company being absorbed by the company to be absorbed and to shorten the chain of control of the corporate group. The transactions carried out by DIS Tech Italia S.r.l. were charged to the financial statements of Technoprobe S.p.A. as of 1 January 2024, the date on which the merger by incorporation took effect, pursuant to art. 2504-bis of the Civil Code; from the same date, pursuant to art. 172 of Presidential Decree no. 917/1986, the tax effects have expired. Following the approval press release of 10 October, the merger deed was signed on 24 December 2024.

Merger by incorporation of DIS Tech America LLC into Harbor Electronics Inc.

On November 25, 2024, the Boards of Directors of DIS Tech America LLC and Harbor Electronics Inc approved the plan for the merger by incorporation of DIS Tech America LLC into Harbor Electronics Inc, both wholly-owned companies of Technoprobe S.p.A. This operation aims to make the structure more efficient and to streamline the internal procedures of ordinary management. The transactions carried out by DIS Tech America LLC have been recognized in the financial statements of Harbor Electronics Inc as of December 31, 2024, the date on which the merger by incorporation took effect. As a result of the above transaction, Harbor Electronics Inc underwent a change of name to DIS Tech America Inc..

5 MAIN ALTERNATIVE PERFORMANCE INDICATORS (APIs)

The European Securities and Market Authority (ESMA) has published guidelines on alternative performance indicators (hereafter also referred to as "**APIs**") for listed issuers. APIs refer to measures used by management and investors to analyze the Group's trends and performance, which are not directly derived from the financial statements. These measures are relevant to support management and investors in analyzing the Group's performance. Investors should not consider APIs as substitutes, but rather as additional information to the data included in the financial statements. It should be noted that APIs as defined by the Group, may not be comparable to similarly named measures used by other companies.

APIs presented in this report are defined as follows:

- EBITDA is a non-IFRS alternative performance indicator monitored by management to evaluate underlying business performance. EBITDA used by the Group is defined as net profit adjusted for: (i) income tax expenses, (ii) foreign exchange gains (losses), (iii) net finance income (expenses), (iv) other income (expenses), (v) net impairment of financial assets and depreciation, amortization and impairment included in: selling, general and administrative, research and development and cost of revenue.
- Gross Profit margin and EBITDA margin are defined as the ratio of Gross margin and EBITDA to revenue, respectively.
- Research and development expense ratio is defined as the ratio of research and development expenses to revenue.
- Net working capital is defined as the difference between current assets and current liabilities, including derivative financial instruments fair value and excluding current financial assets, cash and cash equivalents, current financial liabilities and current lease liabilities.
- Net fixed capital is defined as the difference between non-current assets and non-current liabilities, excluding non-current financial liabilities and non-current lease liabilities.
- Net invested capital is defined as the sum of Net working capital and Net fixed capital.

- Net financial position is defined as the sum of cash and cash equivalents and current financial assets, net of current and non-current financial and lease liabilities (in any case, with the exclusion of derivative financial instruments entered into to hedge exchange rate risk in relation to commercial transactions).
- Capital expenditures are defined as the sum of cash flow used for investments in property, plant and equipment (excluding right-of-use assets) and intangible assets.
- ROE is calculated as the ratio of net profit for the period to the Group's equity (including net profit for the period).
- ROI is calculated as the ratio of operating profit to total assets.
- ROS is calculated as the ratio of operating profit to revenue.
- Fixed assets coverage ratio is calculated as the ratio of Group's equity (including net profit for the period) to total non-current assets.
- The ratio "Shareholders' equity / Invested capital" is calculated as the ratio of Group's equity (including net profit for the period) to total current assets.
- Indebtedness ratio is defined as the ratio of total liabilities to total assets.
- Acid test is calculated as the ratio of total current assets net of inventories to current liabilities.
- Current ratio is calculated as the ratio of current assets to current liabilities.

6 GROUP'S FINANCIAL INFORMATION

6.1 GROUP'S RESULTS OF OPERATIONS

The following table sets forth the Group's income statement figures for the years ended December 31, 2024 and 2023, with evidence of the incidence as a percentage of revenue:

(In thousands of Euro and as a percentage)	**Year ended December 31,**			
	2024	**% on revenue**	**2023**	**% on revenue**
Revenue	543,153	100.0%	409,274	100.0%
Cost of revenue	(319,714)	(58.9%)	(209,947)	(51.3%)
Gross profit	**223,439**	**41.1%**	**199,327**	**48.7%**
Operating expenses				
Research and development	(63,374)	(11.7%)	(56,763)	(13.9%)
Selling, general and administrative	(92,878)	(17.1%)	(62,771)	(15.3%)
Net impairment of financial assets	(77)	0.0%	49	0.0%
Total operating expenses	**(156,329)**	**(28.8%)**	**(119,485)**	**(29.2%)**
Operating profit	**67,110**	**12.4%**	**79,842**	**19.5%**
Other income (expenses), net	2,452	0.5%	1,884	0.5%
Finance income	17,109	3.1%	8,606	2.1%
Finance expenses	(1,606)	(0.3%)	(288)	(0.1%)
Foreign exchange gains (losses)	11,937	2.2%	(4,796)	(1.2%)
Profit before tax	**97,002**	**17.9%**	**85,248**	**20.8%**
Income tax expense	(34,210)	(6.3%)	12,128	3.0%
Net profit	**62,792**	**11.6%**	**97,376**	**23.8%**
R&D expense ratio on revenue	(11.7%)		*(13.9%)*	

Revenue

Revenue amounted to €543,153 thousand and €409,153 thousand for the year ended December 31, 2024 and 2023, respectively.

This increase is attributable to: (i) the change in the scope of consolidation as a result of the inclusion of DIS Tech from the acquisition date, which contributed to revenues for 2024 for a total of Euro 64,313 thousand; a (ii) volumes related to the recovery of the consumer segment and the expansion of the artificial intelligence market.

The following table sets forth revenue by geographical area, in absolute terms and as a percentage of revenue:

(In thousands of Euro and as a percentage)	Year ended December 31, (*)			
	2024	**% on revenue**	**2023**	**% on revenue**
Asia	254,552	46.8%	178,827	43.7%
America	250,250	46.1%	187,934	45.9%
Europe (except Italy)	26,648	4.9%	31,567	7.7%
Italy	11,703	2.2%	10,946	2.7%
Revenue	**543,153**	**100.0%**	**409,274**	**100.0%**

(*) Data processed according to billing country

In both years under review, revenue originating outside Italy accounted for over 98% of total revenue.

As a percentage of total revenue, revenue originating in the different geographical areas underwent variations in the two years under review. In the year ended December 31, 2024 the Group originated 46.8% of its revenue in Asia, (increasing compared to the 43.7% of revenue originating in Asia in prior year) and 46.1% of revenue in America (increasing compared to 45.9% of revenue originating in America in prior year) to the detriment of the European and Italian markets where a decrease was recorded.

Cost of revenue

Cost of revenue amounted to €319,714 thousand for the year ended December 31, 2024 and €209,947 thousand for the year ended December 31, 2023, with an increase of €109,767 thousand, equals to 52.3%. As a percentage of revenue, cost of sales was equal to 58.9% for the year ended December 31, 2024 and 51.3% for the year ended December 31, 2023, with an increase of 7.6 percentage points compared to prior year. This increase is mainly due to the (i) the inclusion of Harbor Electronics and DIS Tech, the former present in the year 2023 for approximately five months while the latter was not present; (ii) the increase in volumes related to the recovery of the market; (iii) the increase in the depreciation and amortization of plant and machinery following the significant investments made in the reference period; (iv) write-downs of fixed assets made as a result of the reorganization processes in progress for a total amount of Euro 5,839 thousand.

Research and development

Research and development expenses amounted to €63,374 thousand and €56,763 thousand for the year ended December 31, 2024 and 2023, were increased due to higher depreciation and amortization deriving from the significant investments made during the year and the increase in the cost of personnel employed in R&D activities. As a percentage of revenue, research and development expenses decreased from 13.9% for the year ended December 31, 2023 to 11.7% for the year ended December 31, 2024.

Selling, general and administrative

Selling, general and administrative expenses amounted to €92,878 thousand for the year ended December 31, 2024 and €62,771 thousand for the year ended December 31, 2023, with an increase of €30,107 thousand or 48% mainly due to the increase in commissions on sales and as well as write-downs of fixed assets made as a result of the reorganization processes in progress for a total amount of €6,162. As a percentage of revenue, administrative, sales and distribution expenses increased from 15.3% to 17.1% for the year ended December 31, 2024 following the contraction in revenue commented above.

EBITDA ed EBITDA Margin

The following table sets forth the calculation of EBITDA and the related reconciliation with net profit:

(In thousands of Euro and as a percentage)	**Year ended December 31,**	
	2024	**2023**
Net profit	62,792	97,376
Income tax expense	34,210	(12,128)
Foreign exchange gains (losses)	(11,937)	4,796
Finance income	(17,109)	(8,606)
Finance expenses	1,606	288
Other income (expenses), net	(2,452)	(1,884)
Depreciation, amortization and impairment(*)	69,337	42,944
Net impairment of financial assets	77	(49)
EBITDA	**136,524**	**122,737**
EBITDA Margin	**25.1%**	**30.0%**

(*) The Group prepares its income statement by destination. Therefore, depreciation, amortization and impairment do not represent separate line-item on our consolidated income statement. Depreciation and amortization, as presented in the table above, were determined as the sum of such expenses included in: (i) Cost of revenue, (ii) Research and development and (iii) Selling, general and administrative.

EBITDA amounted to €136,524 thousand and €122,737 thousand, for the year ended December 31, 2024 and 2023, respectively, with a decrease of €13,787 thousand or 11.2%. As a percentage of revenue (*EBITDA Margin*), EBITDA amounted to 25.1% and 30.0% for the year ended December 31, 2024 and 2023, respectively. The decrease in margins compared to the previous is mainly attributable to the change in the scope of consolidation, already mentioned above, with its dilutive effect.

Other income (expenses)

Other income (expenses), net amounted to an income of €2,452 thousand for the year ended December 31, 2024 and an income of €1,884 thousand for the year ended December 31, 2023. For the year ended December 31, 2023, other income (expenses net) included tax credit for research and development, investments in capital goods and energy consumption.

Finance income

Finance income amounted to €17,109 thousand and €8,606 thousand for the year ended December 31, 2024 and 2023, respectively. This trend is mainly due to the increased returns from the management of cash on deposit.

Foreign exchange gains (losses)

Foreign exchange gains (losses) consisted of gains amounting to €11,937 thousand and losses of €4,796 thousand for the year ended December 31, 2024 and 2023, respectively. These amounts include both the effect of the appreciation of US Dollar against Euro, recorded in the last quarter of the year and the effect of the management of currency derivatives, hedging the potential depreciation of the Euro itself during the year ended December 31, 2024.

Income tax expense

Income tax represented an expense of €34,210 thousand for the year ended December 31, 2024 and a benefit of €12,128 thousand for the year ended December 31, 2023, the year in which the Parent Company received the recognition of the "Patent Box" tax benefit for the previous years 2020, 2021 and 2022. As a percentage of profit before tax, income taxes increase from positive 14.2% for the year ended December 31, 2023 to negative 35.3% for the year ended December 31, 2024.

Net profit

As a result of the above, net profit amounted to €62,792 thousand and €97,376 thousand for the year ended December 31, 2024 and 2023, respectively.

6.2 GROUP'S FINANCIAL POSITION

The following table sets forth a reclassification of the statement of financial position by applications and sources for a better understanding of the Group's financial position:

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Applications		
Net fixed capital (*)	393,200	295,808
Net working capital (*)	187,661	170,723
Net invested capital (*)	**580,861**	**466,531**
Funding Sources		
Shareholders' equity	1,237,177	817,300
Net financial position (surplus) (*)	(656,316)	(350,769)
Total funding sources (*)	**580,861**	**466,531**

(*) The item is not considered to be accounting measures under IFRS and, therefore, should not be considered as an alternative measure to those provided by the Group's Financial Statements for the assessment of the Group's economic performance.

Net fixed capital

The following table sets forth a breakdown of net fixed assets:

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Property, plant and equipment	295,147	252,278
Intangible assets	65,541	17,869
Goodwill	43,714	25,451
Deferred tax assets	21,995	20,926
Non-current financial assets	1,083	1,388
Other non-current assets	1,418	1,756
Deferred tax liabilities	(13,643)	(3,485)
Employee benefits obligations	(425)	(288)
Provisions for risks and charges	(21,610)	(20,073)
Other non-current liabilities	(20)	(14)
Net fixed capital	**393,200**	**295,808**

Net fixed capital increased by €97,392 thousand or 32.9%, from €295,808 thousand as of December 31, 2023 to €393,200 thousand as of December 31, 2024. Such increase is mainly attributable to investments in property, plant and equipment and intangible assets as well as to the impact of the acquisition of the DIS Group, which resulted, *inter alia*, in the recognition of goodwill amounting to €19,586 thousand as of the acquisition date.

Net working capital

The following tables sets forth a breakdown of net working capital:

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Inventories	136,759	119,030
Trade receivables	118,803	67,829
Current tax receivables	17,363	38,647
Other current assets	31,099	18,925
Trade payables	(56,904)	(38,989)
Current tax payables	(5,353)	(1,241)
Other current liabilities	(53,793)	(33,478)
Derivative financial instruments	(582)	-
Net working capital	**187,661**	**170,723**

Net working capital increased by €16,938 thousand or 10.1%, from €170,723 thousand as of December 31, 2023 to €187,661 thousand as of December 31, 2024. Such variation is mainly attributable to an increase in inventories and trade receivables partially offset by a decrease in current tax liabilities and in other current liabilities.

Shareholders' equity

Shareholders' equity increased from €817,300 thousand as of December 31, 2023 to €1,237,177 thousand as of December 31, 2024, due to the capital increase subscribed by Teradyne International Holding B.V., amounting to €384,745 thousand partially offset by the purchase of treasury shares by the Parent Company for a total amount of €46,416.

Main indicators of financial position

(In percentage)	As of December 31,	
	2024	**2023**
R.O.E. (Return On Equity) (*)	5.1%	11.9%
R.O.I. (Return On Investment) (*)	4.8%	8.6%
R.O.S. (Return On Sales) (*)	12.4%	19.5%

(*) These items are not identified as accounting measures under IFRS and, therefore, should not be considered as alternative measures to those provided by the Group's financial statements for assessing the Group's financial position.

ROE, calculated as ratio between net profit to Group's shareholders' equity, summarizes the profitability and remuneration of the Group's equity.

ROI, calculated as ratio between operating income and total assets, represents the characteristic profitability of invested capital, excluding the effects of financial management, extraordinary items and the tax charge.

ROS, calculated as ratio between operating income and revenue, is used to analyze the Group's operations and shows the impact of the various production factors on sales.

The decrease of the above indicators reflects the trend in economic results for the year ended December 31, 2024 compared to the previous year and the increase in fixed assets.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Fixed assets coverage ratio (*)	2.88	2.56
Shareholders' equity / Invested capital (*)	0.88	0.88
Indebtedness ratio (*)	0.12	0.12

(*) These items are not identified as accounting measures under IFRS and, therefore, should not be considered as alternative measures to those provided by the Group's financial statements for assessing the Group's financial position.

Fixed asset coverage ratio, which represents the ratio between shareholders' equity (including net profit for the year) and total fixed assets, shows that non-current assets are fully funded by shareholders' equity, thus demonstrating the existence of a solid structural balance.

Shareholders' equity to invested capital ratio is the ratio of shareholders' equity to total assets and highlights the weight of capital contributed by shareholders in relation to the sources used to fund the statement of financial position assets.

Indebtedness ratio between capital raised from third parties and total assets expresses the percentage of debt which, for various reasons, the Group has contracted in order to raise the funds necessary to satisfy the items presented in total assets in the statement of financial position.

Liquidity test	As of December 31,	
	2024	**2023**
Acid test (*)	6.93	6.37
Current ratio (*)	8.06	7.92

(*) These items are not identified as accounting measures under IFRS and, therefore, should not be considered as alternative measures to those provided by the Group's financial statements for assessing the Group's financial position.

Acid test is the ratio of current assets net of inventories to current liabilities and expresses the company's ability to carry out its operations under conditions of adequate liquidity.

Current ratio is the ratio between current assets and current liabilities and represents the company's ability to meet future outflows deriving from the settlement of current liabilities with cash and cash equivalents and with future inflows deriving from the collection of current assets.

Net financial position

Group's net financial position prepared in accordance with the ESMA 32-382-1138 Recommendation of March 4, 2021 is presented below:

(In thousands of Euro)	As of December 31,	
	2024	**2023**
A. Cash	666.377	361,800
B. Cash and cash equivalents	-	-
C. Other current financial asset	8.740	2,496
D. Liquidity (A+B+C)	**675.117**	**364,296**
E. Current financial debt (*)	(3)	-
F. Current portion of non-current financial debt	(4.955)	(3,135)
G. Current financial indebtedness (E+F)	**(4.958)**	**(3,135)**
- of which guaranteed	-	-
- of which not guaranteed	*(4.958)*	*(3,135)*
H. Net current financial indebtedness	**670.159**	**361,161**
I. Non-current financial debt (*)	(13.843)	(10,392)
J. Debt instruments	-	-
K. Non-current trade and other payables	-	-
L. Non-current financial indebtedness (I+J+K)	**(13.843)**	**(10,392)**
- of which guaranteed	-	-
- of which not guaranteed	*(13.843)*	*(10,392)*
M. Net financial position (H+L)	**656.316**	**350,769**

(*) As of December 31, 2024, €18,798 thousand refer to the lease liability relating to IFRS 16 (€13,527 thousand as of December 31, 2023) of which €4,955 thousand is current (€3,135 thousand as of December 31, 2023) and €13,843 thousand is non-current (€10,392 thousand as of December 31, 2023).

Net financial position increased by €305,547 thousand, from €350,769 thousand as of December 31, 2023 to €656,316 thousand as of December 31, 2024, mainly as a result of the capital increase. For more information, please refer to Section 6.3 - "Group Cash Flows."

6.3 GROUP'S CASH FLOWS

The following tables sets forth cash flow details for the year ended December 31, 2024 and 2023:

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Net cash flow generated by operating activities	124,414	61,750
Net cash flow used in investing activities	(168,762)	(93,421)
Net cash flow generated by (used in) financing activities	343,966	(15,044)
Total cash flow generated (used) during the year	**299,618**	**(46,715)**
Cash and cash equivalents at the beginning of the year	361,800	411,031
Exchange differences from translation of cash and cash equivalents	4,959	(2,516)
Cash and cash equivalents at the end of the year	**666,377**	**361,800**

Cash flow from operating activities

Cash flow generated by operating activities amounted to €124,414 thousand for the year ended December 31, 2024. Such cash flow was generated by the combined effect the following:

- cash generated from operating activities before changes in net working capital, amounting to €149,437 thousand, in line with EBITDA performance and taking into account provisions and foreign exchange management; and
- cash absorbed by net working capital, mainly attributable to taxes paid for the year ended December 31, 2024 and changes in trade payables and receivables.

Cash flow generated by operating activities amounted to €61,750 thousand for the year ended December 31, 2023. Such cash flow was generated by the combined effect the following:

- cash generated from operating activities before changes in net working capital, amounting to €133,420 thousand, in line with EBITDA performance and taking into account provisions and foreign exchange management; and
- cash absorbed by net working capital, mainly attributable to taxes paid for the year ended December 31, 2023 and changes in trade payables and receivables.

Cash flow from investing activities

Net cash flow used in investing activities amounting to €168,762 thousand for the year ended December 31, 2024, is mainly attributable to:

- investments in property, plant and equipment (excluding rights of use) and in intangible assets amounting respectively to €84,514 thousand and €9,419 thousand, mainly related to plant and machinery and tangible assets in progress and advances and software and patents;
- cash used in the DIS Tech acquisition amounting to €81,626 thousand, net of cash acquired;
- financial income received, amounting to €7,639 thousand, from the return on cash in deposit.

Cash flow used in investing activities amounting to €93,421 thousand for the year ended December 31, 2023, was mainly attributable to:

- investments in property, plant and equipment (excluding rights of use) amounting to €62,834 thousand, mainly related to plant and machinery and tangible assets in progress and advances;
- cash used in the Harbor acquisition amounting to €41,672 thousand, net of cash acquired;
- financial income received, amounting to €5,400 thousand, from the return on cash in deposit.

Cash flow from financing activities

Cash flow generated by financing activities for the year ended December 31, 2024 amounted to €343,966 is mainly attributable to the to the capital increase for €384,744 thousand, partially offset by the purchase of treasury shares for an amount of €34,669 thousand and the repayment of lease liabilities amounting to €3,303 thousand.

Cash flow absorbed by financing activities for the year ended December 31, 2023 is mainly due to the purchase of treasury shares amounting to €11,747 thousand and the repayment of lease liabilities amounting to €3,009 thousand.

7 INFORMATION REGARDING THE PARENT COMPANY'S ECONOMIC, FINANCIAL AND ASSET PERFORMANCE

The following tables sets forth the main economic and financial information of the Parent for the year ended December 31, 2024 and 2023:

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Revenue	392,904	327,986
Gross profit	172,497	143,128
Operating profit	68,939	53,878
Net profit	115,787	120,255
Investment in subsidiaries	177,966	121,273
Total equity	1,250,207	784,095

Revenue increased by €64,918 thousand, or 19.8%, from €327,986 thousand for the year ended December 31, 2023 to €392,904 thousand for the year ended December 31, 2024. This increase is mainly attributable to the increase in sales of some of the Group's main customers.

Gross profit increased by €29,369 thousand, or 20.5%, from €143,128 thousand for the year ended December 31, 2023 to €172,497 thousand for the year ended December 31, 2024. As a percentage of revenue, gross profit is in line with 43.6% for the year ended December 31, 2023 and 43.9% for the year ended December 31, 2024.

Investments in subsidiaries increased from €121,273 thousand as of December 31, 2023 to €177,966 thousand as of December 31, 2024 as a result of the acquisition of the investment in the DIS Tech Companies equal to €77,607 thousand subsequently reduced to €56,693 thousand following the merger by incorporation of DIS Tech Italia Srl in Technoprobe SpA.

In addition, following the merger by incorporation of Microfabrica Inc. into Technoprobe America Inc., the value of the investments as of December 31, 2024 is increased by the respective value of the merged company. A similar situation is attributable to the increase in the value of Technoprobe US Holding LLC, whose book value has increased due to the merger by incorporation between its subsidiary Harbor Electronics Inc and DIS Tech America LLC.

The following tables sets forth the details of investments in subsidiaries as of December 31, 2024 and 2023:

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Technoprobe US Holding LLC	45,699	44,872
Microfabrica Inc.	-	32,978
Yee Wei Inc.	16,975	16,975
Technoprobe Asia Pte Ltd.	10,200	10,200
Technoprobe France S.a.s.	7,500	7,500
Technoprobe Suzhou Co. Ltd.	3,183	3,183
Technoprobe Korea Co Ltd.	2,785	2,785
Technoprobe Taiwan Co. Ltd.	1,361	1,361
Technoprobe America Inc.	33,831	853
Technoprobe Germany Gmbh	300	300
Technoprobe Japan KK	266	266
DIS Tech Singapore, Pte, Ltd	3,123	-
DIS Tech Japan, G.K.	4,377	-
DIS Tech Philippines, LLC	697	-
DIS Tech Taiwan, LLC	47,116	-
Device Interface Solutions Technology (Shanghai), Co. Ltd	553	-
Total	**177,966**	**121,273**

Total equity increased from €784,095 thousand as of December 31, 2023 to €1,250,207 thousand as of December 31, 2024 due to the combined effect of: (i) the capital increase subscribed by Teradyne International Holding B.V., amounting to €384,745 thousand and (ii) the purchase of treasury shares for a total value of €46,416 thousand.

The following table sets forth a reconciliation of shareholders' equity and net profit for the year ended December 31, 2024 of the Group with the same items of the Parent.

(In thousands of Euro)	**As of December 31, 2024**	
	Net profit	**Equity**
Net profit and equity of the Parent	**115,787**	**1,250,207**
Subsidiaries' Net profit	(6,770)	(6,770)
Subsidiaries' Capital and reserves	-	137,712
Book value of investments in subsidiaries	-	(131,266)
Intercompany dividends	(34,971)	-
Intercompany transactions	(10,214)	(12,330)
Consolidated net profit and equity attributable to shareholders of the Parent	**63,832**	**1,237,553**

8 MANAGEMENT OF THE RISKS TO WHICH THE GROUP IS EXPOSED

Operating risks

Risk factors are primarily linked to fierce competition. The trend of recent years towards market consolidation is confirmed, with smaller companies struggling more and more due to their inability to raise the necessary financial resources to keep up with technological development and renewal. The effects on the semiconductor market could be negative if, as a result of duties or import blocks, there is a slowdown in global demand for electronic devices.

However, the partnership established with the leading manufacturers in the market allows the Technoprobe Group to have a privileged perspective of the technological trends, thus allowing it to correctly address the investments in R&D.

Financial risks

The main financial risks identified, monitored and, to the extent specified below, actively managed by the Group, are as follows:

- market risk, deriving from fluctuations in exchange rates between the euro and the other currencies in which the Group operates, especially the US dollar;
- credit risk, deriving from the possibility of counterparty default;
- liquidity risk, deriving from a lack of financial resources to meet financial commitments.

The Group's aim is to maintain balanced management of its financial exposure over time, ensuring that its liabilities are in balance with the composition of its assets and providing the necessary operational flexibility through the use of the liquidity generated by current operations and bank loans.

The ability to generate liquidity from the core business, together with the indebtedness capacity, allows the Group to adequately satisfy its operating needs, financing operating working capital and investments, as well as compliance with its financial obligations.

The Group's financial policy and the management of related financial risks are centrally directed and monitored. Moreover, credit risk is at present considered negligible for the Group, given the size and creditworthiness of its main customers. Further details are provided in Note 5 of the notes to the Consolidated Financial Statements.

Climate risk

In consideration of its business model, the Group does not believe to be significantly exposed to environmental risks and, in particular, to risks related to the Climate Change.

9 OUTLOOK AND SIGNIFICANT EVENTS AFTER DECEMBER 31, 2024

2025 is a year of transition: the demand for semiconductors is in fact characterized by several trends, driven both by the different trends of the reference end markets, but above all by the strong technological change currently underway.

The potential of developments related to Artificial Intelligence and High-Performance Computing is in fact accelerating the test board market and the Group is already seeing related orders contribute to a growing share of its volumes: this growth is destined to increase proportionally to the expansion of the AI architectures themselves. The datacenter segment is currently the most affected by this prospect: the industry is facing a structural transition and expansion from its infrastructure, rapidly moving from CPU-based computing to that based on GPUs and AI accelerators, with demand for AI hardware booming, with new products in full production and demand exceeding initial forecasts.

Consistently, the Advanced Packaging segment is also expected to grow, supported by the growing demand for AI chips, with the current one exceeding the available supply, pushing the companies directly involved to repeatedly increase production capacity, without however fully satisfying the market: in fact, billions of dollars are expected to be invested in new plants to increase production capacity, with strategic openings in key markets (Taiwan and the United States of America).

To partially mitigate these scenarios, the Consumer market (primarily PCs and smartphones) is expected to be stable or slightly growing: the aging of the device fleet will not yet push the massive replacement of the same, pending the adoption of AI in its hardware. Only then will the integration of AI into PCs and smartphones increase the value of products faster than the growth in units sold, fostering a new expansionary phase; in fact, the increase in computational power required by new AI devices will favor the growth of the sector, despite a market expected in the short term that is still low growth in terms of volumes.

Greater uncertainty and weakness are expected in the Automotive and Industrial markets, whose inventory corrections and the slowdown in demand are lasting longer than expected and will continue to contract with a possibility of stabilization only in the second half of the year. The industrial sector is struggling to recover and is now going through several consecutive quarters of decline, while the automotive sector is still suffering a phase of rebalancing after the recent revision of global environmental policies both at the political and industrial strategy level, with a short-term transition to mass electrification still uncertain and difficult to read.

In this context, in the face of an increasingly complex and concentrated market, the Group will continue with the vertical integration of its production processes resulting from recent acquisitions and reorganizations, both to maintain control over the entire supply chain of critical components, and in terms of technological development shared with the main manufacturers of testing machines, Teradyne and Advantest, both of which have become industrial partners.

10 GROUP STRATEGY AND FUTURE ORGANIZATIONAL MODEL

The recent acquisitions and subsequent reorganizations once again confirm the desire to develop and maintain the prevalence of know-how in Italy, through the production of high-tech parts in the Cernusco Lombardone and Agrate Brianza plants, as well as in Taiwan, where the contribution provided by the plants that will enter full capacity during 2025 and which will allow the industrialization of components take on considerable strategic importance specific within the Group's supply chain. Finally, at the remaining foreign offices there will be the "engineering support" departments to be able to give assistance in the field during the installation and customization of products made in Italy.

11 RESEARCH AND DEVELOPMENT

Research and development activity was also significant in 2024, increased in absolute terms following the acquisition of the business operated by the Device Interface Solutions (DIS Tech) division acquired form the Teradyne group as of May 27, 2024, whose entry into the scope of consolidation instantly accelerated the design capacity of high-performance Device Interface Boards, a key component in the value chain of the Technoprobe Group.

The Group's research and development activity is confirmed to be focused on the needs of the individual customer in order to (i) understand the specific technological needs of the individual project, (ii) develop innovative solutions and (iii) anticipate technological trends in the market.

In particular, the Group has teams dedicated to: (i) the development of probe cards and their key components; (ii) the development of new industrial and assembly processes (iii) the robotic component and machinery for the production of probe cards and (iv) the aspects of artificial intelligence, with the aim of developing projects and solutions capable of making the production process more efficient and effective.

With regard to innovative solutions in terms of industrial processes, the acquisition of Harbor Electronics has consolidated the project to develop the FusionLink process, which will allow to add further technological complexity to the Group's products, favoring new innovative solutions.

With reference to probe cards, there are several teams that deal with the different stages of production, dedicated to the design of probes with Vertical MEMS technology, while one team is dedicated to the development and design phases.

As far as the robotics component and machinery are concerned, the teams dedicated to software and the design phase work simultaneously for the development of machines and other equipment used in the production process of probe cards (e.g. lasers, automatic assembly machines and probe card analyzers).

12 INFORMATION ON SHARES

During the financial year ended December 31, 2023, the Company purchased a total of no. 1,500,000 outstanding shares for a total value of €11,746,748 in order to (i) acquire a portfolio of own shares to serve stock option plans, stock grants or share incentive plans, and (ii) operate on own shares in an investment perspective for an efficient use of the Company's financial liquidity. On November 5, 2024, the share buyback program was completed with the purchase by Technoprobe S.p.A. of 5,032,608 treasury shares. The total expense amounted to Euro 34.7 million. Currently, Technoprobe S.p.A. holds a total of 6,532,608 treasury shares in its portfolio, equal to 1% of the share capital.

13 OTHER INFORMATION

RELATIONSHIPS WITH SUBSIDIARIES, ASSOCIATES AND PARENT COMPANIES

Pursuant to article 2428 of the Italian Civil Code, note 10 of the explanatory notes to the Consolidated Financial Statements and in note 8 of the explanatory notes to the Financial Statements provide a summary of payables due, and receivables from, as well as costs and revenue with related parties.

PERSONNEL

During the year there were no deaths at work or serious accidents involving serious or very serious injuries to staff. Also, during the year there were no charges relating to occupational illnesses affecting employees or former employees, or cases of mobbing for which the company has been declared definitively liable.

ENVIRONMENT

The Company constantly monitors, based on an internal plan, the quality of emissions and discharges produced at each of its production sites in Italy. All values have always been found to comply with the requirements of current permits.
The management of environmental aspects is ensured by an audit plan, using both internal resources and specialized external consultants, aimed at identifying intervention actions and possible opportunities for improvement.

DEROGATION FROM THE PUBLICATION OF INFORMATION DOCUMENTS

It should be noted that Technoprobe has adhered, pursuant to articles 70, paragraph 8 and 71, paragraph 1-bis, of Consob Regulation no. 11971/1999 ("**Issuers' Regulation**"), to the opt-out regime provided for by the aforementioned articles, making use of the right to derogate from the obligations of publication of the information documents provided for in Annex 3B of the Issuers' Regulation in case of: (i) significant mergers, demergers or capital increases through the contribution of assets in kind, and (ii) significant acquisition or disposal transactions.

BRANCHES AND LOCAL UNITS

The Company's branch offices are listed below:

Type of location	Address
Plant	Via Milano 10 - 23875 Osnago (LC)
Office	Zona industriale VIII strada 29 - 95121 Catania (CT)
Plant	Via Guglielmo Marconi 8 - 20864 Agrate Brianza (MB)
Office	Via Lecco 61 – 20871 Vimercate (MB)

MANAGEMENT AND COORDINATION

At the date of this report, the Company is not subject to management and coordination activities by T-Plus S.p.A., pursuant to art. 2497 et seq. of the Italian Civil Code. The Company believes, in fact, that none of the activities typically entailing management and coordination pursuant to Article 2497 et seq. of the Italian Civil Code exist.

PRIVACY

The Privacy Document, "Privacy Document - Data Protection Impact Assessment 2019" updated on 22.02.2019 has been prepared pursuant to GDPR 2016/679, Legislative Decree 196/2003 and Legislative Decree 101/2018 taking into account the provisions of the "Italian Privacy Guarantor".

QUALITY MANAGEMENT SYSTEM

The quality certification has been conferred by IMQ S.p.A. based in Milan, in relation to all our products.

TECHNOPROBE

DIRECTORS' REPORT ON OPERATIONS

Part II – Sustainability Statement

ESRS 2 General Disclosures

1.1.1 Basis for preparation

BP-1 – General basis for preparation of sustainability statements

The document represents the Sustainability Statement of Technoprobe S.p.A. (hereinafter "**Technoprobe**" or the "**Parent Company**") and its subsidiaries (hereinafter the "**Group**") prepared in accordance with Legislative Decree 125/2024, issued in implementation of Directive 2022/2464/EU ("Corporate Sustainability Reporting Directive – CSRD"). The Sustainability Statement is prepared in accordance with the European Sustainability Reporting Standards ("**ESRS**") defined by the European Financial Reporting Advisory Group ("**EFRAG**") and the requirements of Regulation 2020/852/EU of the European Parliament and of the Council and related delegated regulations.

The scope of the Sustainability Statement coincides with the consolidation perimeter of the Annual Financial Report, to which reference is made for the Group's structure.

[5 c] The Sustainability Statement includes information on impacts[2], risks and opportunities[3] ("**IRO**") relevant and directly related to the Group, both for its own activities and for commercial relationships, and covers the Group's upstream and downstream value chain. With reference to the value chain, the document includes information on policies and actions related to relevant impacts, risks and opportunities (please refer to the following chapters for more details,) and metrics related to Scope 3 greenhouse gases ("**GHG**") emissions (please refer to section "E1-6 Gross Scopes 1, 2, 3 and Total GHG emissions" for more details).

The Group has used the option to omit sensitive information of a strategic nature, while ensuring that the overall relevance of the disclosure is not compromised and complies with disclosure obligations by providing other information requested and having made reasonable efforts to ensure that the omission does not affect the completeness and materiality of the disclosure.

The Group did not make use of the exemption from reporting on upcoming developments or matters under negotiation.
The Group has applied the transitional provisions of ESRS 1 Chapter 10 "Transitional provisions", including the phase-in provisions provided for in Appendix C "List of phase-in disclosure requirements". For the actions indicated in each chapter, the Group has defined as "significant" the amounts of operating and capital expenses that exceed the threshold of 500,000 euros.

BP-2 – Disclosures in relation to specific circumstances

The Group has adopted the definition of "time horizons" as required by ESRS 1 Chapter 6.4 "Definition of short-, medium- and long-term for reporting purposes". The time horizons have been defined as follows:

- short-term: one year (i.e., the period adopted by the Group as the reporting period in its financial statements);
- medium-term: from one to five years;
- long-term: over five years.

In preparing the disclosure, the Group made use of estimates regarding the performance of the value chain, with reference to the calculation of Scope 3 emissions (more detailed in the reference section).

[2] The term "impacts" refers to positive and negative sustainability-related impacts that are connected with the undertaking's business, as identified through an impact materiality assessment, and refers to both actual and potential future impacts (Annex 1 - ESRS 1 "General requirements" of Commission Delegated Regulation (EU) 2023/2772 of 31 July 2023 supplementing Directive 2013/34/EU of the European Parliament and of the Council with regard to concerns sustainability reporting standards).
[3] The term "risks and opportunities" refers to the undertaking's sustainability-related financial risks and opportunities, including those deriving from dependencies on natural, human and social resources, as identified through a financial materiality assessment (Annex 1 - ESRS 1 "General requirements" of Commission Delegated Regulation EU 2023/2772 of 31 July 2023 supplementing Directive 2013/34/EU of the European Parliament and of the Council with regard to concerns sustainability reporting standards).

Where estimates have been made in the quantification of data, appropriate indication of the methodology adopted is given at the bottom of the relevant figure included in the relevant section. In any case, it should be noted that the estimates made for the purposes of this reporting are not, on the whole, characterized by a significant level of uncertainty, with the exception of Scope 3 emissions, which report a medium level of uncertainty[4] for the categories related to emissions from downstream logistics, business travel, and employee commuting, and a low level of uncertainty for the remaining categories. More details can be found in ESRS E1-6.

The Sustainability Statement is prepared in accordance with the requirements of Regulation 2020/852/EU of the European Parliament and of the Council and related delegated regulations.

The Group has not incorporated information by reference to other documents.

GOV-1 – The role of the administrative, management and supervisory bodies

Technoprobe's Corporate Governance is based on the principles of correct and transparent management of business activities, to which the information flows between the corporate control bodies and the internal control and risk management system also contribute. The main corporate bodies are:

- the Shareholders' Meeting;
- the Board of Directors ("**BoD**"), with its internal board committees;
- the Board of Statutory Auditors.

The statutory audit of Technoprobe's financial statements, and of the Group's consolidated financial statements, is entrusted to the independent auditors PricewaterhouseCoopers S.p.A..

The Board of Directors plays a central role within the Governance System, as it is assigned the functions and responsibility of determining strategic and organisational guidelines and ensuring that the Group operates in compliance with laws and regulations. The Board of Directors of Technoprobe in office as of December 31, 2024 was appointed by resolution of the Shareholders' Meeting of April 24, 2024, and will remain in office until the date of approval of the financial statements for the year ended December 31, 2026.

The Board of Directors consists of 9 members (the Chairman, the Vice-Chairman, the Chief Executive Officer and six Directors), of whom 3 have executive and 6 non-executive positions. Of these, 5 members are independent.

Technoprobe has adopted a Policy on the diversity of management and control bodies, aimed at defining the principles and guidelines adopted regarding the diversity of corporate bodies, with reference to age, seniority, gender, skills and independence. Diversity in terms of gender, age, educational and managerial profiles guarantee the critical sense that feeds a collaborative discussion among members, thus improving the management of Technoprobe's organization and activities. In the Board of Directors of Technoprobe, the ratio between the female and male component is 29%.

Three committees have been identified within the Board of Directors:

- Control, Risk and Sustainability Committee, which consists of 3 members.
  The female component represents 67% (2); the male component 33% (1).

- Nomination and Remuneration Committee, which consists of 3 members.
  The female component represents 33% (1); the male component 67% (2).

[4] Uncertainty analysis was performed by applying a calculation algorithm that takes into account the uncertainty estimated for the source of both the activity data and the emission factor, based on the following scale:

- high, in the case of poor data availability or rough estimation and/or factors that are not representative and/or obsolete;
- medium, in the case of data from specific technical literature and/or factors that are representative of the sector but not of the specific activity;
- low, in the case of primary data and/or factors representative of the specific activity that are recent.

- Related-Parties Committee, which consists of 3 members.
  The female component represents 67% (2); the male component 33% (1).

As of December 31, 2024, the Board of Statutory Auditors consists of 3 members: the female component represents 67% (2), while the male component represents 33% (1) to which are added 2 alternates.

The members of the Board of Directors are highly qualified and have academic skills in the technical-scientific fields (with doctorates in electrical engineering), economics and finance and risk management. Some of these have consolidated specific experience in the semiconductor market, a key sector for the Group, and in the development of processes, products and international patents. Others have gained in-depth knowledge in the field of legal and corporate affairs and compliance, within leading manufacturing companies in the electrotechnical/electronic sector. In addition, the executive members of the Board of Directors have developed local and international management skills within the Group companies and have a deep knowledge of the geographical areas of reference.

The Board of Directors of Technoprobe does not include members representing employees or other workers.

The supervision of impacts, risks and opportunities is mainly entrusted to the Board of Directors of Technoprobe, which plays a central role in the strategic and operational management of the Group. The Board of Directors is assisted by three internal Board committees: the Control, Risk and Sustainability Committee, the Nomination and Remuneration Committee and the Related-Parties Committee. Each Committee has specific responsibilities and is responsible for monitoring and managing impacts, risks and opportunities, at a strategic and operational level.

Responsibilities for the management of impacts, risks and opportunities are integrated into the mandates of the Board of Directors and the terms of reference of the Board committees. The Board is responsible for overall oversight, while the committees focus on specific risks and opportunities, including those related to the economic, environmental and social spheres. The company's governance and control choices include risk management and sustainability and are regularly updated to align with current regulations and corporate objectives.

The Board of Directors has delegated the operational management of impacts, risks and opportunities to Technoprobe's Top Management[5], which is responsible for monitoring sustainability issues related to its area of expertise.
The reporting lines are structured so that the committees receive regular updates from the company management on the management of impacts and risks, and the Board has direct access to information relating to risks and opportunities, both from the committees and from the direct management reports.

Technoprobe applies specific controls and procedures to manage impacts, risks and opportunities on environmental, social and governance issues; these controls are an integral part of the risk management system and are aligned with other internal functions, such as financial control and operational management. Risk management choices are monitored and adapted according to the evolution of risks and opportunities.

The Board of Directors oversees the definition of strategic objectives and the monitoring of impacts, risks and opportunities. The objectives are defined in collaboration with the internal board committees, in particular with the Control, Risk and Sustainability Committee, which supports the formulation of strategies to address material risks and opportunities. Progress is regularly monitored through periodic reports, which are presented to the Board of Directors, to ensure that sustainability and risk management objectives are effectively achieved.

[5] Technoprobe's Top Management includes the Chief Executive Officer (CEO), the Chief Commercial Officer (CCO), the Chief Technical Officer (CTO), the Chief Financial Officer (CFO), the Human Resources Director, the Corporate Manufacturing Director and the Chief Supply Chain & Procurement Officer (CSPO).

The members of the Board of Directors, the Board of Statutory Auditors and the members of the Top Management, as a whole, possess diversified skills, which include knowledge and experience that are reflected in aspects related to sustainability and directly related to significant impacts, risks and opportunities, including governance, environmental and social issues (including, the impact of production operations on climate change, social risks related to working conditions and supply chain management, and the opportunities arising from responsible and innovative management of business processes), which are essential for the Group's strategic orientation. These skills are developed through continuous training activities and discussion with external experts.

G1 - GOV-1 – The role of the administrative, management and supervisory bodies

In defining and supervising the Group's strategic direction, Technoprobe's Board of Directors is committed to promoting a corporate culture based on ethics and sustainability values, ensuring that the Group's strategies and objectives are aligned with the values and principles defined in the Code of Business Conduct on which the Board of Statutory Auditors carries out supervisory activities. Aware of this responsibility, the members of the Board of Directors and the Board of Statutory Auditors possess adequate skills in the field of business conduct, which are essential to ensure the proper management of the Group's activities. In particular, most of the members of the Control, Risk and Sustainability Committee have gained significant experience in governance, compliance and sustainability, and have deepened internal control and risk management issues.

GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies

The Board of Directors and the Board of Statutory Auditors of Technoprobe receive regular updates on issues related to impacts, risks and opportunities relevant to the Group. The information is provided by the competent Departments, which are responsible for collecting and analysing the needs related to the Group's activities, any actions taken or to be taken, and the related results. For particularly critical topics, extraordinary sessions or dedicated workshops can be organized to ensure adequate in-depth study. In this regard, in 2024 the Board of Directors and the Board of Statutory Auditors of Technoprobe were involved in an in-depth session on issues related to the CSRD.

Relevant impacts, risks and opportunities are integrated into strategic planning processes and key decisions, and Technoprobe's Board of Directors takes these aspects into account when evaluating relevant transactions, such as acquisitions, investments or significant strategic changes.
For a list of material impacts, risks and opportunities addressed by the administrative, management and control bodies during 2024, please refer to "ESRS 2 General Information", section "SBM 3 Material impacts, risks and opportunities and their interaction with strategy and business model".

GOV-3 - Integration of sustainability-related performance in incentive schemes

Technoprobe has implemented a remuneration system that includes a variable component of remuneration linked to the achievement of objectives consistent with sustainability issues. The incentive is aimed at ensuring coherence, in terms of actions and results, also in this area.
Key incentive include:

- annual performance-related bonuses, both individual and corporate, including Environmental, Social and Governance ("**ESG**") performance;
- long-term incentive plans ("**LTI**"), which may include financial instruments, intended to strengthen management's involvement in sustainability strategies.

Sustainability-related performance metrics are included in Technoprobe's Remuneration Policy as a specific objective, accounting for 10% of the annual variable component (Short Term Incentive).

The ESG objective is divided into two phases:

- the definition of the Double materiality[6] which assesses the impact of the company's activities on sustainability factors, risks and ESG opportunities, and includes scenario analyses on climate and environmental risks;
- in the approval of the Sustainability Plan, which defines ESG strategies and objectives in accordance with ESRS standards, with short, medium and long-term targets.

The terms of the incentive systems of Technoprobe are approved by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee; the Remuneration Policy is updated and aligned with regulatory developments and the Group's strategic priorities, considering the best market practices in terms of sustainability.

E1 - GOV-3 – Integration of sustainability-related performance in incentive schemes

Currently, the remuneration system for the members of Technoprobe's administrative, management and control bodies does not include specific climate-related considerations.

GOV-4 – Statement on due diligence

In order to provide an overview of the due diligence practices implemented by Technoprobe, a mapping is provided below that illustrates in which sections of the Sustainability Statement the application of the main aspects and phases of the due diligence process is treated. The information in the table below helps to outline a framework for the management of the impacts that the Group causes or could cause in the environmental, social and governance fields, and based on which to prepare a more articulated strategy in the future.

A structured process and a formal policy on the subject will be structured subsequently.

CORE ELEMENTS OF DUE DILIGENCE	PARAGRAPHS IN THE SUSTAINABILITY STATEMENT
a) Embedding due diligence in governance, strategy and business model	ESRS 2 – General information | GOV-1 – The role of the administrative, management and supervisory bodies ESRS 2 – General information | GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies ESRS 2 – General information | SBM-1 – Strategy, business model and value chain
(b) Engaging with affected stakeholders in all key steps of the due diligence	ESRS 2 – General information | SBM-2 – Interests and views of stakeholders ESRS 2 – General information | IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities ESRS S1 – Own workforce | Processes for engaging with own workers and workers' representatives about impacts ESRS S2 – Workers in the value chain | Processes for engaging with value chain workers about impacts ESRS S3 – Affected communities | Processes for engaging with affected communities about impacts ESRS S4 – Consumers and end users | Processes for engaging with consumers and end-users about impacts
c) Identifying and assessing adverse impacts	ESRS 2 – General information | SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model ESRS 2 – General information | IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities
d) Taking actions to address those adverse impacts	ESRS E1 – Actions and resources in relation to climate change policies ESRS E2 – Actions and resources related to pollution ESRS E3 – Actions and resources related to water and marine resources ESRS E5 – Actions and resources related to resource use and circular economy ESRS S1 – Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions ESRS S2 – Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action ESRS S3 – Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions

[6] In order for the company to identify the relevant impacts, risks and opportunities to be communicated, a materiality assessment must be carried out. A sustainability issue is material when it meets the defined criteria for impact materiality or financial materiality (Annex 1 - ESRS 1 "General requirements" of Commission Delegated Regulation EU 2023/2772 of 31 July 2023 supplementing Directive 2013/34/EU of the European Parliament and of the Council with regard to sustainability reporting standards).

CORE ELEMENTS OF DUE DILIGENCE	PARAGRAPHS IN THE SUSTAINABILITY STATEMENT
	ESRS S4 – Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions
e) Tracking the effectiveness of these efforts and communicating	ESRS E1 – Targets related to climate change mitigation and adaptation ESRS E2 – Targets related to pollution ESRS E3 – Targets related to water and marine resources ESRS E5 – Targets related to resource use and circular economy ESRS S1 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities ESRS S2 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities ESRS S3 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunitie ESRS S4 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

GOV-5 - Risk management and internal controls over sustainability reporting

During 2024, the Group embarked on a path aimed at the gradual structuring of an Internal Control and Risk Management System on Sustainability Reporting (so-called Internal Control on Sustainability Reporting "**ICSR**"), aimed at monitoring both the process of preparing the Sustainability Statement and the main qualitative and quantitative information contained therein.

This model has been developed in line with the requirements of the ESRS and represents the set of procedures and tools adopted to enable the achievement of the corporate objectives of reliability, accuracy, reliability and timeliness of disclosure as well as the correct use of standards for the purposes of Sustainability Reporting.

With reference to the risk management and internal control system in relation to the Sustainability Reporting process, the Group, through the Manager in Charge (Group Chief Financial Officer), has defined and implemented a system for controlling and reporting sustainability information. The model designed will be supported, as early as 2024, by periodic checks on the design of controls, to support the attestation of sustainability disclosures.

The system consists of:

- a procedure dedicated to the process of preparing the Sustainability Statement, through which the Group formalised the roles and responsibilities of the actors involved in the process;
- a process dedicated to identifying the main risks related to the Sustainability Statement and defining controls through the formalization of dedicated matrices (Risk and Control Matrix);
- matrices that describe, for each Disclosure Requirement ("**DR**") relevant for the purposes of the internal control system on the Sustainability Statement process, what are the ESG misreporting risks and the associated control activities;
- a process of monitoring the adequacy and effective application of company procedures through the verification of the design of key controls;
- an internal attestation process, which requires the delegated administrative bodies to send declarations to the Manager in Charge, regarding the completeness and reliability of the relevant information flows and the correct functioning of the internal control system;
- a process of external attestation by the Manager in Charge pursuant to art. 154-bis, paragraph 5-ter of Legislative Decree 58/1998.

The control system underlying the Sustainability Reporting will undergo a continuous updating and maintenance process to ensure that the identified and formalized risks and controls related to sustainability reporting activities remain adequate, also considering potential process and organizational changes. In this context, the design activities for the control matrices related to the relevant DRs, already initiated during the 2024 financial year, will be progressively completed to cover the relevant scope for the internal control system throughout the 2025 financial year.

In 2024, the Group conducted an activity aimed at identifying the main risks related to the Sustainability Statement process; in this context, a procedure dedicated to the process of preparing Sustainability Statement was therefore designed and implemented, which allowed the Group to formalize the various control points present, to ensure that it complies with the regulations and principles governing its drafting, as well as to minimize the likelihood and impact of any errors.
The control system is based on the assessment of the risk of error in reporting and this has been developed based on qualitative and quantitative criteria; on the basis of the relevant sustainability issues identified through the Double Materiality exercise, significance thresholds were defined to identify the degree of priority for mapping the control system underlying the DRs. In addition, in prioritizing the information subject to reporting, for the purposes of the related internal control system, additional qualitative criteria were considered:

(i) issues that emerged as relevant in consideration of the objectives/aspects reported in the 2023 Non-Financial Statement;
(ii) issues valued within the data communicated outside the company for which there is a commitment from the organization (e.g. rating agencies);
(iii) further qualitative assessments, in application of the professional judgment of management.

The main reporting risks identified by the Group mainly concern the lack of accuracy and completeness of the data (due to possible errors during the information collection and aggregation phase), discrepancies with respect to the supporting documentation, as well as the risk of non-compliance with the assertions and principles for preparing sustainability reporting (e.g. neutrality, comparability, relevance, etc.).

To mitigate the identified risks, specific control activities have been identified, mainly manual, represented in Control Matrices (Risk and Control Matrix).The Group has also planned, as early as 2024, to conduct periodic checks on the design of controls on the process of preparing Sustainability Reporting, in order to assess the stability of the control model supporting the certification of Sustainability Reporting and verify the adequacy of the related risk mitigation strategies. In this context, and in line with the evolutionary path launched this year, the Group will provide for annual monitoring plans for the controls designed, which will also focus on the companies included in the reporting scope. The results of the checks carried out by the Group will subsequently be shared with the Board of Directors and, if necessary, with the Board of Statutory Auditors, also through the Control, Risk and Sustainability Committee. Any critical issues found in the control and monitoring process will be communicated to the relevant corporate functions, who will proceed with the necessary corrective actions to ensure the mitigation of the underlying risks.

The Manager in Charge, with the support of the Sustainability Manager, collaborates with the administrative bodies to ensure the updating and implementation of the internal control system on Sustainability Reporting.

The Manager in charge of preparing financial statements informs the Board of Directors and the Control, Risk and Sustainability Committee, at least annually, in the presence of the Board of Statutory Auditors, about the results of the monitoring activities and provides evidence of any critical issues or points for improvement identified in the reference period, proposing interventions and initiatives to remedy them in coordination with the Group's Chief Executive Officer ("**CEO**").

1.1.2 STRATEGY

SBM-1 – Strategy, Business Model and Value Chain

The Group is a leader in the semiconductor and microelectronics sector, is the only European player in its reference market and is present internationally, through 21 offices. The Group specializes in the design, development and production of Probe Cards for testing non-memory semiconductors.
Probe Cards are fully customized devices that allow you to test the operation of chips during their construction process; they are, therefore, projects and technological solutions that guarantee the operation and reliability of devices that play a decisive role, among other things, in the computer industry, smartphones, the Internet of Things, home automation and automotive[7]. Probe Cards are interfaces customized to the design of customers' devices, therefore, intimate knowledge of the needs of its customers is the starting point for the creation of the product and for maintaining the Group's competitive advantage. Dialogue and relationship with customers take place both in areas related to the creation of the specific product (with the understanding of the technical specifications and the proposal of the most suitable solution), and on a broader spectrum with the alignment of technological roadmaps with those of customers, as well as, finally, with the creation of after-sales service infrastructures suitable for the localization strategies pursued by customers.

As of December 31, 2024, the Group had 3,355 employees, of which 1,758 in Europe, 10 in the United Kingdom, 296 in the United States and 1,291 in Asia.

As of December 31, 2024, the Group's total revenues stood at €543 million. Please refer to section Group’s results of operations
"6.1 Group’s results of operations" of the Annual Financial Report for more details.

Over the last few years, the Group has become increasingly aware of its role in Italy and internationally, and of the positive contribution it generates to sustainable development. In this regard, with the desire for this contribution to be effective and long-lasting, the Parent Company has embarked on a path aimed at identifying the most relevant sustainability areas and issues, respecting the peculiarities, traditions and culture of the territories in which it operates and the expectations of its stakeholders. Great attention is paid to the latter, towards whom the Group is very interested and promotes active listening, in order to effectively direct its strategy, as well as investments and controls.

With reference to sustainability, the Parent Company has identified the following areas to be addressed:

1. <u>responsible business</u>, i.e. carrying out business activities by reconciling economic performance with ethics and integrity-oriented behaviour, along the entire value chain;
2. <u>product innovation and security</u>, i.e. promoting innovation and digitization, always maintaining the focus on IT security and regulatory compliance;
3. <u>attention and commitment to people and the community</u>, i.e. to contribute to the well-being and protection of the health and safety of employees and collaborators, actively participating in the development of local communities;
4. <u>environmental sustainability and use of resources</u>, i.e. reducing and mitigating the environmental impacts deriving from business activities.

For each area, some strategic objectives were identified, subsequently divided into actions and, for each of these, the following were identified:

- responsibilities and resources, not only economic:
- a reference time frame;
- the main expected benefits and/or impacts.

Technoprobe will structure a monitoring activity of the identified objectives, both locally and internationally.

[7] (40 a iv, d) The Group does not develop products or services that are prohibited in any market. In addition, the Group is not active in the fossil fuel sector, the manufacture of chemicals, controversial weapons, or the cultivation and production of tobacco.

The Group's value chain is divided into three main phases:

Upstream

In this phase, the players who make up the Group's supply chain and who deal with all operations aimed at the procurement and management of raw materials, components, finished products and services are concentrated.
Specifically, the Group's supply chain consists of:

- supply of raw materials, including printed circuit boards (PCBs), metal alloys, silicon, process solutions for surface chemical treatments, chemicals, pastes, resins, solder wires and technical gases;
- supply of components/finished products, including printed circuit boards, electronic or mechanical components, screws, packaging;
- supply of indirect/auxiliary products, functional to the production process, including gases and chemical products (these, for example, also include refrigerants for plants);
- supply of machinery and production equipment;
- provision of services, including consultancy and professional services; services for product qualification (prototyping); design services; software licenses; maintenance, administration agencies, canteen service, waste transporters and disposers, cleaning services of the work environment;
- other supplies not related to the Group's core activities;
- outsourced subcontracting processing, mainly for material preparation, chemical or surface treatments, manufacturing services (including assembly of electronic components and mechanical processing), repair services;
- inbound transport, mainly managed by Technoprobe, but carried out with the help of third-party couriers.

The Group's supply chain is globally extended.

Own operations

This phase concerns the internal activities that the Group companies carry out to develop new products and manage production in an efficient and innovative way, and is crucial to ensure that the final products are able to meet the needs of the market, while reflecting the required quality, sustainability and competitiveness standards. Specifically, the Group's operations consist of:

- logistics and warehouse management;
- research and development, aimed at both the introduction of new products and the implementation of new production processes;
- design, technical activity of product design, based on the specifications requested by the customer;
- production, which covers thousands of PCBs, thousands of probe heads and millions of probes every year;
- commercial services, for customer relationship activities;
- after-sales, for the management of any complaints;
- management activities, including personnel management, communication and marketing, administration and finance, investor management, sustainability, purchasing, corporate affairs, internal audit, legal activities.

Geographically, the Group's operations are concentrated in Italy, France, the United States, Taiwan, Korea, the Philippines and Singapore. In addition, the Group also carries out commercial activities in Germany, China and Japan.

Downstream

In this phase, the activities following production are concentrated, which concern distribution, sale, use of the product and, finally, waste management. Specifically, this phase consists of:

- outbound transport, managed mainly by the customer with the help of third-party couriers and only residual by Technoprobe (for example, in the case of subcontracted work);
- chip manufacturers, who use probe cards to test chips;
- end of life of probe cards, managed directly by the customer.

The Group's customers are distributed globally.

To mapping the Group's value chain, a context analysis, both internal and external, was conducted with the aim of identifying the main players involved along the entire value chain, and any hot-spots or dependencies. The process also involved the Top Management of the Group's main functions, to gather internal know-how on the main flows, knowledge and operational experience. The information collected was subsequently consolidated into a single representation of the Group's value chain, considering the diversity of each individual company and enhancing the synergies between the different companies.

SBM-2 – Interests and views of Stakeholders

This paragraph also includes references to:

1. S1 - SBM-2 – Interests and views of Stakeholders
2. S2 - SBM-2 – Interests and views of Stakeholders
3. S3 - SBM-2 – Interests and views of Stakeholders
4. S4 - SBM-2 – Interests and views of Stakeholders

Technoprobe has identified its stakeholders and defined the methods and purposes of their involvement. Internal stakeholders are employees and collaborators, while external stakeholders are customers, suppliers, investors and stakeholders within the local community, including schools and non-profit organizations.

With reference to the workforce, interaction takes place through internal communication channels (e.g., intranet platform), reporting channels (e.g., whistleblowing) and the organization of initiatives and events, including team-building activities, training and feedback sessions. Technoprobe's goal is to maintain own workforce satisfaction while also improving retention.

Technoprobe maintains a constant dialogue with customers to ensure clear and transparent communication and to understand their needs. The goal is to offer customized solutions, in line with the most advanced technological standards, constantly improving the quality of products and services, through the offer of innovative solutions.

For suppliers, as indicated in the Supplier Code of Conduct, a dedicated channel ("Whistleblowing Channel") is available to collect any reports.

The Investor Relations function ensures constant dialogue with the financial community (shareholders, investors, analysts, rating agencies) through the provision of corporate information and documentation, in a timely and continuous manner, on the website and through meetings (roadshow, participation in industry conferences). The dialogue with shareholders and investors is aimed at updating them with reference to the Group's strategy and economic-financial performance, as well as issues relating to the market and regulatory context of reference.

Within local communities, Technoprobe maintains constant exchanges with schools and non-profit organizations. It regularly has discussions with schools to learn about and identify opportunities for improvement for young people, while with non-profit organizations to actively contribute to the social and environmental criticalities characteristic of the geographical areas in which Technoprobe operates.

Technoprobe takes into consideration any specific requests and needs by addressing the requirements received in the most appropriate manner.

In 2024, Technoprobe involved its Top Management and a sample of external stakeholders, including customers, investors, credit institutions and local associations, in the Double Materiality process. The insights that emerged will be considered in the decision-making process, and will influence the policies, objectives and sustainability initiatives promoted. Technoprobe is evaluating the development of specific communication tools and channels aimed at structuring these exchanges.
The main topics arising from the stakeholder engagement process are periodically reported to the members of the Board of Directors, during specific sessions, with a view to contributing to strategic and risk management decisions.

SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model

The following table shows the impacts identified as the result of the Double Significance year. Each impact is associated with an assessment in terms of probability: actual (A) or potential (P), positive (+) or negative (-) effect, short (S), medium (M) or long (L) time horizon and also at what stage of the value chain this is upstream (U), own operations (O), downstream (D).

IMPACTS	DESCRIPTION	PROBABILITY		EFFECT		TIME HORIZON			VALUE CHAIN		
		A	P	+	-	S	M	L	U	O	D
Generation of indirect GHG emissions (Scope 3)	Generation of indirect greenhouse gas emissions produced in the value chain as a result of activities carried out (e.g., production and transportation of materials used, sale and transportation of the final product)										
Generation of direct and indirect GHG emissions (Scope 1 and 2)	Generation of direct and indirect greenhouse gas emissions related to activities carried out at the Group's facilities and sites (e.g., operation of production plants)										
Energy consumption	Consumption of energy from renewable and non-renewable sources, resulting in negative impacts on the environment and a reduction of energy stocks										
Use of substances of concern and very high concern	Use of substances of concern and very high concern substances for the purposes of production activities (e.g. galvanic activities)										
Water resource consumption	Use of water in production processes with implications for the availability of the water resource										
Depletion of natural resources	Use of natural resources resulting in a reduction of their availability										
Recycling and reuse of waste and industrial symbiosis activities	Practices of reuse and reintegration of processing waste back into the production process following recovery, recycling, and refurbishment operations, also in the context of a circular economy										
Generation of waste	Production of hazardous and non-hazardous waste, resulting in negative impacts on the environment										
Creation of a business ethics culture	Awareness and dissemination of a culture of ethics, fairness, inclusion, and respect for human rights among management, employees, business partners, and other stakeholders										

IMPACTS	DESCRIPTION	PROBABILITY		EFFECT		TIME HORIZON			VALUE CHAIN		
		A	P	+	-	S	M	L	U	O	D
Inadequate management of supplier relationships regarding sustainability issues	Inadequate management of supplier relationships that does not consider the impacts generated by these suppliers on sustainability issues										
Development and enhancement of workers' skills through training activities	Improvement of workers' skills through training and professional development activities, including general and technical programs, also related to growth objectives and personalized evaluation (e.g. career development plans)										
Deterioration of relations with trade unions and associations	Inadequate relationships with social partners, lack of dialogue between trade unions and management, resulting in negative repercussions for workers in terms of working conditions and freedom of association										
Work-related injuries	Injuries or other incidents in the workplace, resulting in negative consequences for the health of direct workers or external collaborators										
Respect for employees' expectations in terms of well-being	Adoption of well-being practices (e.g., flexible working hours) that meet employees' expectations, resulting in impacts on employee satisfaction										
Violation and loss of workforce data	Poor management of cybersecurity and failure to implement optimal data management procedures, compromising the privacy of the workforce										
Inadequate compensation	Failure to meet salary agreements or the expectations of the workforce regarding inadequate compensation for employees and external collaborators										
Failure to meet staff growth expectations	Failure to meet staff growth expectations										
Lack of diversity among value chain workers	Lack of diversity (e.g., gender, geographic origin, background, disability) among value chain workers, with direct and indirect impacts on the promotion of equality										
Incidents of discrimination in the workplace against workers along the value chain	Incidents of discrimination (related to gender, age, ethnicity, etc.), violence, or other non-inclusive practices against workers along the value chain, which may affect the allocation of responsibilities, compensation, and career advancement										
Incidents of human rights violations against workers along the value chain	Incidents of human rights violations against workers along the value chain, including freedom of association, social dialogue, collective bargaining, child labor, forced or compulsory labor										
Violation and loss of workers' data along the value chain	Poor management of cybersecurity and failure to implement optimal data management procedures by actors along the value chain, compromising the privacy of their workers										

IMPACTS	DESCRIPTION	PROBABILITY		EFFECT		TIME HORIZON			VALUE CHAIN		
		A	P	+	-	S	M	L	U	O	D
Inadequate working conditions in the value chain	Failure to meet adequate working conditions for workers in the value chain regarding health and safety, compensation, working hours, and work-life balance										
Creation of jobs and contribution to youth employment	Contribution to the development of job opportunities and hiring of young workers from local communities where the Group operates, with positive impacts on local economies										
Economic support to local community associations	Support for local development through contributions and donations to associations in the areas where the Group is physically present										
Offering safe, high-quality, and durable products	Development of products that meet quality and safety standards aligned with industry best practices										
Failure to meet customer satisfaction and expectations	Customer dissatisfaction regarding the quality of the product or service provided, including issues related to non-delivery or delays										
Violation and loss of customer data	Poor management of cybersecurity and failure to implement optimal data management procedures, compromising the privacy of customers										

The following tables show the dependencies for each risk and opportunity, i.e. social (S) or natural (N) resources[8], short (S), medium (M) or long (L) time horizons, and also at which stage of the value chain this is located upstream (U), own operations (O), downstream (D).

RISK	DESCRIPTION	DEPENDENCIES		HORIZON			VALUE CHAIN		
		S	N	S	M	L	U	O	D
Climate transition risks	Climate change brings a number of transition risks (technology, market, political and reputational), for example: - Stricter emissions reporting requirements resulting in possible write-downs, asset impairments and early retirement of existing assets due to regulatory changes; - Costs of transitioning to low-emission technology; - Increased costs and/or reduced demand for products and services as a result of fines and judgments, due to possible litigation exposures resulting from new, higher compliance standards (e.g. CBAM)	Regulatory bodies Customers and consumers							
Water scarcity risks and related mitigation costs in operations	Water scarcity could pose a risk to the company. In particular, it could lead to higher costs due to the need to implement water-saving projects required by local authorities or, potentially, operational blockages		Water Resources						
Suboptimal waste management	Waste management that does not comply with laws and regulations (e.g. incorrect classification of waste) can cause an increase in management costs and possible penalties and fines with consequent reputational damage for the Group	Regulatory bodies							
Unethical behavior	Unethical or incorrect behaviour by the Group or its business partners, including failure to comply with European and international regulations and directives relating to commercial activities, could result in significant penalties and restrictions, as well as reputational damage with potential loss of customers	Human resources Business partner							
Commercial misconduct	Tax penalties and fines caused by improper business conduct would have negative repercussions on the company's financial results, with legal consequences also for its reputation	Human resources							
Corruption cases	The occurrence of cases of corruption by Group employees, who conclude unlawful/illegal acts acting against their duties and obligations in exchange for money or other benefits, exposes the Group to fines, administrative or criminal sanctions, legal actions for violation of regulations, as well as reputational damage with potential loss of trust from customers and investors	Human resources							
Absence of qualified personnel	The difficulty in retaining qualified personnel, and the difficulty in finding them on the market, can lead to increased costs for training and professional development activities and a difficulty in managing employees who are not suitable for work	Human resources Labour market							
Product non-conformities	Placing on the market products that are not of adequate quality, that do not meet the defined quality standards and that do not meet customer needs also in terms of health and safety	Human resources Regulatory bodies Customers and consumers							

[8] **Dependencies** can involve natural and social resources and can be sources of financial risks and opportunities. Dependencies may affect a company’s ability to continue using or obtaining the necessary resources for its business activities, influence quality and pricing, and impact the company's ability to rely on essential relationships in its operations under acceptable conditions. (Annex 1 - ESRS 1 “General Requirements” of Commission Delegated Regulation (EU) 2023/2772 of 31 July 2023, supplementing Directive 2013/34/EU of the European Parliament and of the Council regarding sustainability reporting principles).

RISK	DESCRIPTION	DEPENDENCIES		HORIZON			VALUE CHAIN		
		S	N	S	M	L	U	O	D
Loss of customer data	The occurrence of breaches of customer (/prospect) data would result in additional costs for remediation of the event and financial penalties. This would also hamper the brand image due to lack of sufficient implementation of data protection systems, resulting in reputational damage	Human resources Data security							

OPPORTUNITIES	DESCRIPTION	DEPENDENCIES		HORIZON			VALUE CHAIN		
		S	N	S	M	L	U	O	D
Key supplier relationships	Financial opportunities could emerge from collaboration with business partners and suppliers, thus generating resilience. In addition, this could lead to the creation of synergies and benefits for the company also from a financial point of view	Supply chain Business partner							
Staff training	The development of a periodic training plan for employees (e.g. technical, soft skills) could have positive economic repercussions, thanks to the presence of figures trained in the emerging demands of the market	Human resources Customers and consumers							
Customer service management	Adequate management of customer service and any complaints can have a positive impact on the Group's reputation and, consequently, on its revenues	Human resources							

To date, the Group has not identified the presence of current financial effects related to sustainability risks and opportunities assessed as material.

The Group has decided, for this reporting year, to make use of the transitional phase-in provision regarding the anticipated financial effects of the company's material risks and opportunities on its financial position, results of operations, and cash flows.

In line with its commitment to an increasingly structured approach to sustainability issues, Technoprobe undertakes to periodically deepen its analysis with respect to significant impacts, risks and opportunities. To date, a quantitative analysis of the resilience of the strategy and business model with respect to its ability to deal with significant impacts and risks and exploit significant opportunities has not yet been formalized.

Following the revision of the materiality analysis, carried out by integrating the concept of Double Materiality, the impacts were reconsidered and reassessed compared to the previous reporting period. This process has made it possible to adapt the impacts identified to the specificities and dynamics of the new year, ensuring a timely update consistent with the evolution of the operating context and the Group's strategic priorities.

The Group has not highlighted the presence of material impacts, risks and opportunities that are not covered by the disclosure requirements of the ESRS and, consequently, does not need to resort to the use of entity-specific disclosures.

1.1.3 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities

Technoprobe conducted a Double Materiality analysis to identify and assess IROs and, consequently, sustainability issues relevant to the business model and corporate strategy. The analysis was conducted in accordance with the Corporate Sustainability Reporting Directive and ESRS and the Implementation Guidance published by EFRAG. This approach combines impact materiality analysis, i.e. the assessment of the impacts generated by the Group on people and the environment, and financial materiality analysis, i.e. the assessment of risks and opportunities related to sustainability, which could affect the Group's economic and financial performance in the short, medium and long term.

The activity was conducted in 4 phases, taking into account what EFRAG reported in IG 1: Materiality Assessment Implementation Guidance. Below is a summary of the analysis phases:

1. UNDERSTANDING OF THE CONTEXT: in this phase, a context analysis, both internal and external, was carried out, which made it possible to deepen the relevant operational, regulatory and market aspects, with particular attention to sustainability issues; the analysis was extended to the Group's value chain. At the same time, the list of internal and external stakeholders of the Group was updated.

2. IDENTIFICATION OF IROS: in this phase, a long-list of potentially significant impacts, risks and opportunities for the Group has been defined, taking into account the sustainability issues contemplated in the Thematic ESRS standards and divided according to the granularity of the regulatory requirement contained in the "ESRS 1 – General requirements" principle. The identification of the long-lists also took into account the results of the previous materiality analysis, and the new information available within the Group was valued, taking into account the characteristics of the reference sector and the specificities of Technoprobe, and of the companies controlled by it, in terms of activities, geographical areas, for example.

3. IMPACTS, RISKS AND OPPORTUNITIES ASSESSMENT: In this phase, the previously identified impacts, risks and opportunities were assessed. The long-list of impacts was evaluated by Technoprobe's Top Management and a sample of stakeholders, through the sharing of a specific

assessment questionnaire. The long-list of risks and opportunities was assessed by Technoprobe's Finance Department and subsequently validated by the managers of the risks and opportunities in question.

4. CONSOLIDATION OF RESULTS: in this phase, the assessments of impact relevance and financial relevance were consolidated, which led to the identification of sustainability topics relevant to the Group. The results of the Double Materiality process were presented to the Control, Risk and Sustainability Committee for preliminary comparison and subsequently submitted to the Board of Directors for validation and formal approval.

DEEP DIVE: IMPACT MATERIALITY

The current and potential impacts generated by the Group have been identified and assessed considering the specific operating context of the Group companies, in terms of activities, commercial relationships and the socio-geographical context of reference. The impacts were identified and assessed by also considering the entire Group value chain and identifying the type of contribution for each impact. The resulting aggregation accurately represents the significance of the impacts for the Group since, for the purposes of the assessment, any specificities of individual companies and/or players in the value chain were considered.

The assessment of the impacts was carried out by Technoprobe's Top Management and by the relevant impact owners, who identified the reference time horizons and assessed the severity/benefit criteria (considering the scale, scope and, where negative, irremediability) and probability (where potential) of each impact, without taking into account any mitigation actions (i.e., at an inherent level).

The criteria were evaluated by assigning a score on a scale from 1 to 5 (as indicated below) and subsequently, for each impact, the overall relevance was calculated, given by multiplying between the criteria of severity/benefit and probability.

SEVERITY/BENEFIT	SCORE	PROBABILITY	SCORE
Negligible	1	Rare (0-10%)	1
Moderate	2	Unlikely (10-25%)	2
Medium	3	Possible (25-50%)	3
Relevant	4	Likely (50-75%)	4
Extreme	5	Almost certain (>75%)	5

Finally, all impacts underwent further assessment by stakeholders (in particular, customers, investors/credit institutions, local communities/territorial associations, and suppliers). The involvement of these stakeholders was carried out through a questionnaire, focusing solely on the severity/benefit criterion (the assessment conducted by Top Management was used as a proxy for the probability criterion). Regarding the impact materiality threshold, when a discrepancy was identified between the relevance assessed internally and externally by stakeholders, the Group prioritized the evaluation of external stakeholders, maintaining the higher value. This assessment led to the inclusion of the following impacts: the use of substances of concern and substances of very high concern, inadequate management of supplier relationships concerning sustainability issues, and failure to meet customer expectations and satisfaction.

DEEP DIVE: FINANCIAL MATERIALITY

Risks and opportunities related to sustainability issues have been identified by adopting an approach that systematically considers the links between impacts, dependencies, risks and opportunities throughout the value chain. Technoprobe has assessed the possibility that its impacts – positive/negative, current/potential – may generate risks (such as potential operational, reputational and financial damage) and/or opportunities (such as improvement of operating performance, strengthening of relations with stakeholders). This process was based on an in-depth analysis of the interactions between operating activities, commercial relations and the socio-geographical context in which the Group companies operate.

The assessment of risks and opportunities was carried out by Technoprobe's Finance Department. Subsequently, the assessments were validated by the relevant risk and opportunity managers. The assessment was carried out with respect to the criteria of magnitude and probability, first at the inherent level, in the short, medium and long term. Subsequently, the mitigation measures put in place by the Group were mapped, and the assessment was carried out at the residual level, in the short, medium and long term.

The magnitude of the risks was assessed by assigning a score on a scale from 1 to 5 (as indicated below) and according to four reference drivers: Economic/Financial, Operational, Reputational and Compliance. The individual assessment took equal account of the four drivers where applicable.

MAGNITUDE	ECONOMIC/FINANCIAL	OPERATIONAL	REPUTATIONAL	COMPLIANCE
1. Marginal	Potential damage caused by the event less than 0.5% of EBITDA	Slight interruption of some non-key processes	No impact on reputation; Complaints from customers; Local media news with short-term media exposure	No penalties
2. Low	Potential damage caused by the event between 0.5% and 1.5% of EBITDA	Brief interruption of some key processes	Minimal impact on reputation; Complaints and complaints from customers; Local media news with medium-term media exposure	Minor administrative/criminal penalties
3. Medium	Potential damage caused by the event between 1.5% and 5% of EBITDA	Modest disruption of some key processes	Appreciable impact on Reputation; Abandonment of one or more customers; National media news with short-term media exposure	Small administrative / criminal penalties
4. High	Potential damage caused by the event between 5% and 15% of EBITDA	Long interruption of some key processes	Short-term deterioration of reputation; Abandonment of a significant number of customers; National media news with medium-term media exposure	Medium administrative/criminal penalties
5. Critical	Potential damage caused by the event greater than 15% of EBITDA	Impairment of business continuity; Long interruption of key processes	Significant deterioration of reputation in the medium to long term period; Lawsuits from customers; News on the main mass media	High administrative / criminal sanctions. Receivership of the company and/or disqualification sanctions that affect business continuity

The probability of risks was assessed by assigning a score on a scale from 1 to 5 consisting of five levels, according to a historical or predictive component, as indicated below. The individual assessment took equal account of both components where applicable.

PROBABILITY	HISTORICAL COMPONENT	PREDICTIVE COMPONENT
1. Remote	The risk event never occurred	The risk event may not occur during the fiscal year (probability <5%)
2. Unlikely	The risk event has occurred once or twice in the past 5 years	The risk event could occur during the fiscal year (probability <10%)
3. Moderate	The risk event has occurred once or twice in the past year	The risk event could occur during the fiscal year (probability between 10 and 50%)
4. Likely	The risk event has occurred 3 times or more in the past year	The risk event could occur with high probability during the fiscal year (probability between 50% and 80%)
5. Very likely	The risk event has occurred 5 times or more in the past year	It is almost certain that the risk event will occur during the fiscal year (probability >80%)

The magnitude of the opportunities was assessed by assigning a score from 1 to 5 according to two reference drivers: Economic/Financial and Reputational. The individual assessment took equal account of both components where applicable.

MAGNITUDE	ECONOMIC/FINANCIAL	REPUTATIONAL
1. Marginal	Potential benefit from the event of less than 0.5% of EBITDA	No impact on reputation; No interest from customers; Local media news with short-term media exposure
2. Low	Potential benefit from the event of between 0.5% and 1.5% of EBITDA	Minimal impact on reputation; Minimal interest from customers; Local media news with medium-term media exposure
3. Medium	Potential benefit from the event of between 1.5% and 5% of EBITDA	Appreciable impact on reputation; Interest of one or more customers; National media news with short-term media exposure
4. High	Potential benefit from the event of between 5% and 15% of EBITDA	Short-term reputation improvement; Average interest of a significant number of customers; National media news with medium-term media exposure
5. Critical	Potential benefit from the event exceeding 15% of EBITDA	Significant improvement in reputation in the medium to long term; Significant interest from customers; News on the main mass media

The probability of opportunities was evaluated by assigning a score from 1 to 5, according to a predictive component, as follows:

PROBABILITY	PREDICTIVE COMPONENT
1. Remote	The opportunity may not occur during the fiscal year (probability <5%)
2. Unlikely	The opportunity may occur during the fiscal year (probability <10%)
3. Moderate	The opportunity may occur during the fiscal year (probability between 10 and 50%)
4. Likely	The opportunity could occur with high probability during the fiscal year (probability between 50% and 80%)
5. Very likely	It is almost certain that the opportunity will occur during the fiscal year (probability >80%)

For each risk and opportunity, the overall relevance was calculated, given by multiplying the criteria of magnitude and probability, as the maximum assessment over the three time horizons, at the inherent level. The combination of magnitude and probability for each risk allowed the positioning of risks within an inherent risk heat map (a 5x5 matrix of magnitude and probability).

The Double Materiality process is carried out in line with the Group's "Preparation and approval of Sustainability Reporting" Procedure, updated in 2024 to incorporate regulatory changes, and define the key activities and responsibilities of the actors involved in the process. The process is carried out annually in accordance with the provisions of the CSRD and the Implementation Guidelines published by EFRAG, and is coordinated by the Sustainability Manager and the Finance Department. The results of the Double Materiality analysis are submitted to the Manager in Charge, who verifies their completeness, accuracy and consistency with the requirements of the reference standards. Subsequently, the Control, Risk and Sustainability Committee examines the Double Materiality process in order to assess its methodological soundness and the relevance of the results, expressing a technical opinion. At this point, the Manager in Charge submits the results to the Board of Directors for evaluation and final approval.

Currently, the Group does not have an Enterprise Risk Management ("**ERM")** process. For this reason, the analysis of the impacts, risks and opportunities related to sustainability issues was conducted as part of the Double Materiality activities.

The input parameters used in the process of identifying and assessing impacts, risks and opportunities associated with sustainability are based on a multi-level approach. In the context understanding phase, the Group used data from public documentary sources and industry standards corroborated by internal analysis. In the IRO identification phase, a variety of metrics were integrated to capture the complexity of the Group’s business, including the geographical and sectoral diversity of operations. In the IRO evaluation phase, the process focused on minimizing the use of estimates, preferring the use of reliable data and shared assumptions, consistent with the methodological definitions of the EFRAG Guidelines. Specific methodologies have been defined for the assessment of the materiality of impacts (impact materiality) and risks and opportunities (financial materiality), the thresholds of which have been described in the previous paragraphs.

The materiality analysis described above has been modified compared to last year, moving from an approach based solely on impact materiality (according to the standard proposed by the Global Reporting Initiative "GRI") to an assessment that integrates the financial dimension, in accordance with the requirements of double materiality, as required by the CSRD. This adjustment entailed, in 2024, a substantial revision of the evaluation process to ensure alignment with the new regulatory standards. Key changes include the integration of the financial perspective alongside the impact perspective and the adoption of updated criteria and analysis tools. The next review of the process is scheduled for 2025.

For further information, a description of the processes for identifying and assessing IROs for the individual areas of disclosure in this Sustainability Statement is provided below.

E1 - IRO-1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities

In order to identify the impacts related to climate change, the Group has analysed its activities, and the activities carried out by the main players along the value chain, with the aim of identifying the main GHG sources. The subsequent assessment considered the specificities of the individual Group companies and the value chain. About the risks and opportunities related to climate change, the Group has not currently formalized an extensive and granular analysis that includes specific scenario analyses in the short, medium and long term. In any case, as part of its path towards a structured approach to sustainability, the Group is committed to evaluating a gradual deepening of its analysis in the coming reporting periods.

As part of the Double Materiality analysis activities, the Group analysed its exposure to physical and transition climate risks, and the possibility of pursuing climate-related opportunities. In particular, in identifying and subsequently assessing the risks and opportunities related to this issue, the Group has taken into account the exposure of both its own activities and the activities of the main players along the value chain.

E2 - IRO-1 – Description of the processes to identify and assess material pollution-related impacts, risks and opportunities

To identify the impacts, risks and opportunities related to pollution, the Group analysed its activities, and the activities carried out by the main players along the value chain. The subsequent assessment considered the specificities of the individual companies of the Technoprobe Group, and the value chain.

The Double Materiality process involved a sample of local community actors through a questionnaire, to assess their point of view with respect to the long list of impacts generated by the Group. This consultation was carried out to encourage dialogue between the Group and its local community.

E3 - IRO-1 – Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities

To identify the impacts, risks and opportunities related to water and resources, the Group has analysed its activities, and the activities carried out by the main players along the value chain. The subsequent assessment considered the specificities of the individual Group companies and the value chain.The Double Materiality process involved a sample of local community actors through a questionnaire, to assess their point of view with respect to the long-list of impacts generated by the Group. This consultation was carried out to encourage dialogue between the Group and its local community.

E4 - IRO-1 – Description of processes for identifying and assessing impacts, risks, and relevant opportunities related to biodiversity and ecosystems

The topic related to biodiversity and ecosystems has been assessed by the Group as not relevant since its sites are not located in or near areas sensitive to biodiversity, in accordance with Directive 2009/147/EC, Directive 92/43/EEC, and the Italian list of Protected Areas recognized by the Italian State. Consequently, the Group has not identified any relevant current or potential impacts, risks, or opportunities related to biodiversity and ecosystems within its sites or along its value chain, both upstream and downstream.

At present, the Group has not initiated specific consultations with affected communities to identify impacts, risks, and opportunities related to biodiversity and ecosystems. Finally, regarding biodiversity-related risks and opportunities, the Group has not yet formalized an extensive and detailed analysis, including specific scenario analyses.

E5 - IRO-1 – Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities

In order to identify the impacts, risks and opportunities related to the use of resources and the circular economy, the Group analysed its activities, and the activities carried out by the main players along the value chain. The subsequent assessment considered the specificities of the individual Group companies and the value chain.

The Double Materiality process involved a sample of local community actors through a questionnaire, to assess their point of view with respect to the long list of impacts generated by the Group. This consultation was carried out to encourage dialogue between the Group and its local community.

G1 - IRO-1 – Description of the process to identify and assess material risks and opportunities

To identify the impacts, risks and opportunities related to business conduct, the Group has developed transversal and granular analyses, the representation of which is based on the Double Materiality analysis process presented in the previous paragraphs.

IRO-2 – Disclosure requirements in ESRS covered by the undertaking's corporate sustainability statement

The table below lists the ESRS disclosure requirements that guided the preparation of the Technoprobe Group's 2024 Sustainability Reporting.

ESRS TOPIC	ESRS DISCLOSURE REQUIREMENT	REFERENCE IN THE SUSTAINABILITY STATEMENT
ESRS 2 – General Disclosures	BP-1 – General basis for preparation of sustainability statements	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	BP-2 – Disclosures in relation to specific circumstances	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	GOV-1 – The role of the administrative, management and supervisory bodies	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	GOV-2 – Information provided to and sustainability matters addressed by the undertaking's administrative, management and supervisory bodies	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	GOV-3 - Integration of sustainability-related performance in incentive schemes	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	GOV-4 - Statement on due diligence	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	GOV-5 - Risk management and internal controls over sustainability reporting	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	SBM-1 – Strategy, business model and value chain	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-2 – Interests and views of stakeholders	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model	ESRS 2 General Disclosures – 1.1.2 Strategy
	IRO-1 - Description of the processes to identify and assess material impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	IRO-2 – Disclosure requirements in ESRS covered by the undertaking's sustainability statement	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	MDR-P – Policies adopted to manage material sustainability matters	Please refer to MDR-P given in each Topical Standard below.
	MDR-A – Actions and resources in relation to material sustainability matters	Please refer to MDR-A given in each Topical Standard below.
	MDR-M – Metrics in relation to material sustainability matters	Please refer to MDR-M given in each Topical Standard below.
	MDR-T – Tracking effectiveness of policies and actions through targets	Please refer to MDR-T given in each Topical Standard below.
European Taxonomy	Disclosures pursuant to Article 8 of Regulation (EU) 2020/852 (Taxonomy Regulation)	Environmental information - 2.1 EU taxonomy
ESRS E1 - Climate Change	GOV-3 Integration of sustainability-related performance in incentive schemes	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	ESRS 2 General Disclosures – 1.1.2 Strategy
	IRO-1 – Description of the processes to identify and assess material climate-related impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	E1-1 – Transition plan for climate change mitigation	E1 Climate change – 2.2.1 Strategy
	E1-2, MDR-P Policies related to climate change mitigation and adaptation	E1 Climate change – 2.2.2 Impact, risk and opportunity management
	E1-3, MDR-A Actions and resources in relation to climate change policies	E1 Climate change – 2.2.2 Impact, risk and opportunity management
	E1-4, MDR-T Targets related to climate change mitigation and adaptation	E1 Climate change – 2.2.3 Metrics and targets
	E1-5 – Energy consumption and mix	E1 Climate change – 2.2.3 Metrics and targets

ESRS TOPIC	ESRS DISCLOSURE REQUIREMENT	REFERENCE IN THE SUSTAINABILITY STATEMENT
	E1-6 – Gross Scopes 1, 2, 3 and Total GHG emissions	E1 Climate change – 2.2.3 Metrics and targets
	E1-7 – GHG removals and GHG mitigation projects financed through carbon credits	E1 Climate change – 2.2.3 Metrics and targets
	E1-8 – Internal carbon pricing	E1 Climate change – 2.2.3 Metrics and targets
	E1-9 – Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR
ESRS E2 - Pollution	IRO-1 – Description of the processes to identify and assess material pollution-related impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	E2-1, MDR-P Policies related to pollution	E2 Pollution – 2.3.1 Impact, risk and opportunity management
	E2-2, MDR-A Actions and resources related to pollution	E2 Pollution – 2.3.1 Impact, risk and opportunity management
	E2-3, MDR-T Targets related to pollution	E2 Pollution – 2.3.2 Metrics and targets
	E2-5 – Substances of concern and substances of very high concern	E2 Pollution – 2.3.2 Metrics and targets
	E2-6 – Anticipated financial effects from pollution-related impacts, risks and opportunities	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
ESRS E3 – Water and Marine Resources	IRO-1 – Description of the processes to identify and assess material water and marine resources-related impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	E3-1, MDR-P Policies related to water and marine resources	E3 Water and marine resources – 2.4.1 Impact, risk and opportunity management
	E3-2, MDR-A Actions and resources related to water and marine resources	E3 Water and marine resources – 2.4.1 Impact, risk and opportunity management
	E3-3, MDR-T Targets related to water and marine resources	E3 Water and marine resources – 2.4.2 Metrics and targets
	E3-4 – Water consumption	E3 Water and marine resources – 2.4.2 Metrics and targets
	E3-5 – Anticipated financial effects from water and marine resources-related impacts, risks and opportunities	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
ESRS E5 – Resource Use and Circular Economy	IRO-1 – Description of the processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	E5-1, MDR-P Policies related to resource use and circular economy	E5 Resource use and circular economy – 2.5.1 Impact, risk and opportunity management
	E5-2, MDR-A Actions and resources related to resource use and circular economy	E5 Resource use and circular economy – 2.5.1 Impact, risk and opportunity management
	E5-3, MDR-T Targets related to resource use and circular economy	E5 Resource Use and circular economy – 2.5.2 Metrics and targets
	E5-4 – Resource inflows	E5 Resource Use and circular economy – 2.5.2 Metrics and targets
	E5-5 – Resource outflows	E5 Resource Use and circular economy – 2.5.2 Metrics and targets
	E5-6 – Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
ESRS S1 - Own Workforce	SBM-2 – Interests and views of stakeholders	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model	ESRS 2 General Disclosures – 1.1.2 Strategy
	S1-1, MDR-P Policies related to own workforce	S1 Own workforce – 3.1.2 Impact, risk and opportunity management
	S1-2 – Processes for engaging with own workers and workers' representatives about impacts	S1 Own workforce – 3.1.2 Impact, risk and opportunity management
	S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns	S1 Own workforce – 3.1.2 Impact, risk and opportunity management

ESRS TOPIC	ESRS DISCLOSURE REQUIREMENT	REFERENCE IN THE SUSTAINABILITY STATEMENT
	S1-4, MDR-A Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions	S1 Own workforce – 3.1.2 Impact, risk and opportunity management
	S1-5, MDR-T Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	S1 Own workforce – 3.1.3 Metrics and targets
	S1-6 – Characteristics of the undertaking's employees	S1 Own workforce – 3.1.3 Metrics and targets
	S1-7 – Characteristics of non-employee workers in the undertaking's own workforce	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
	S1-8 – Collective bargaining coverage and social dialogue	S1 Own workforce – 3.1.3 Metrics and targets Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
	S1-10 – Adequate wages	S1 Own workforce – 3.1.3 Metrics and targets
	S1-11 – Social protection	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
	S1-13 – Training and skills development metrics	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
	S1-14 – Health and safety metrics	S1 Own workforce – 3.1.3 Metrics and targets
	S1-15 – Work-life balance metrics	Being subject to a transitional provision, Technoprobe has decided to use the phase-in provided for the information prescribed by this DR.
	S1-16 – Compensation metrics (pay gap and total compensation)	S1 Own workforce – 3.1.3 Metrics and targets
	S1-17 – Incidents, complaints and severe human rights impacts	S1 Own workforce – 3.1.3 Metrics and targets
ESRS S2 - Workers in the value chain	ESRS 2 SBM-2 Interests and views of stakeholders	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model	ESRS 2 General Disclosures – 1.1.2 Strategy
	S2-1, MDR-P Policies related to value chain workers	S2 Workers in the value chain – 3.2.2 Impact, risk and opportunity management
	S2-2 – Processes for engaging with value chain workers about impacts	S2 Workers in the value chain – 3.2.2 Impact, risk and opportunity management
	S2-3 – Processes to remediate negative impacts and channels for value chain workers to raise concerns	S2 Workers in the value chain – 3.2.2 Impact, risk and opportunity management
	S2-4, MDR-A Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action	S2 Workers in the value chain – 3.2.2 Impact, risk and opportunity management
	S2-5, MDR-T Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	S2 Workers in the value chain – 3.2.3 Metrics and targets
ESRS S3 – Affected communities	SBM-2 – Interests and views of stakeholders	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-3 - Material impacts, risks and opportunities and their interaction with strategy and business model	ESRS 2 General Disclosures – 1.1.2 Strategy
	S3-1, MDR-P Policies related to affected communities	S3 Affected communities – 3.3.2 Impact, risk and opportunity management
	S3-2 – Processes for engaging with affected communities about impacts	S3 Affected communities – 3.3.2 Impact, risk and opportunity management
	S3-3 – Processes to remediate negative impacts and channels for affected communities to raise concerns	S3 Affected communities – 3.3.2 Impact, risk and opportunity management

ESRS TOPIC	ESRS DISCLOSURE REQUIREMENT	REFERENCE IN THE SUSTAINABILITY STATEMENT
	S3-4, MDR-A Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions	S3 Affected communities – 3.3.2 Impact, risk and opportunity management
	S3-5, MDR-T Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	S3 Affected communities – 3.3.3 Metrics and targets
ESRS S4 - Consumers and end-users	SBM-2 – Interests and views of stakeholders	ESRS 2 General Disclosures – 1.1.2 Strategy
	SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business mode	ESRS 2 General Disclosures – 1.1.2 Strategy
	S4-1, MDR-P Policies related to consumers and end-users	S4 Consumers and end-users – 3.4.2 Impact, risk and opportunity management
	S4-2 – Processes for engaging with consumers and end-users about impacts	S4 Consumers and end-users – 3.4.2 Impact, risk and opportunity management
	S4-3 – Processes to remediate negative impacts and channels for consumers and end-users to raise concerns	S4 Consumers and end-users – 3.4.2 Impact, risk and opportunity management
	S4-4, MDR-A Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions	S4 Consumers and end-users – 3.4.2 Impact, risk and opportunity management
	S4-5, MDR-T Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities	S4 Consumers and end-users – 3.4.3 Metrics and targets
ESRS G1 - Business conduct	GOV-1 – The role of the administrative, supervisory and management bodies	ESRS 2 General Disclosures – 1.1.1 Basis for preparation
	IRO-1 – Description of the processes to identify and assess material impacts, risks and opportunities	ESRS 2 General Disclosures – 1.1.3 Impact, risk and opportunity management
	G1-1, MDR-P Business conduct policies and corporate culture	G1 Business conduct – 4.1.1 Impact, risk and opportunity management
	G1-2 – Management of relationships with suppliers	G1 Business conduct – 4.1.1 Impact, risk and opportunity management
	G1-3 – Prevention and detection of corruption and bribery	G1 Business conduct – 4.1.1 Impact, risk and opportunity management
	G1-4 – Confirmed incidents of corruption or bribery	G1 Business conduct – 4.1.2 Metrics and targets

The following table lists the information elements deriving from other European Union legislative acts that are reported within this Sustainability Statement, as indicated in Appendix B of ESRS 2 (List of datapoints in cross-cutting and topical standards that derive from other EU legislation).

DISCLOSURE REQUIREMENT AND RELATED DATAPOINT	SFDR REFERENCE	PILLAR 3 REFERENCE	BENCHMARK REGULATION REFERENCE	EU CLIMATE LAW REFERENCE	REFERENCE IN THE SUSTAINABILITY STATEMENT
ESRS 2 GOV-1 Board's gender diversity paragraph 21 (d)	Indicator number 13 of Table #1 of Annex 1		Commission Delegated Regulation (EU) 2020/1816, Annex II		Page 26
ESRS 2 GOV-1 Percentage of board members who are independent paragraph 21 (e)			Delegated Regulation (EU) 2020/1816, Annex II		Page 26
ESRS 2 GOV-4 Statement on due diligence paragraph 30	Indicator number 10 Table #3 of Annex 1				Page 29-30
ESRS 2 SBM-1 Involvement in activities related to fossil fuel activities paragraph 40 (d) i	Indicators number 4 Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Table 1: Qualitative information on Environmental risk and Table 2: Qualitative information on Social risk	Delegated Regulation (EU) 2020/1816, Annex II		NOT RELEVANT
ESRS 2 SBM-1 Involvement in activities related to chemical production paragraph 40 (d) ii	Indicator number 9 Table #2 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II		NOT RELEVANT
ESRS 2 SBM-1 Involvement in activities related to controversial weapons paragraph 40 (d) iii	Indicator number 14 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		NOT RELEVANT
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco paragraph 40 (d) iv			Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		NOT RELEVANT
ESRS E1-1 Transition plan to reach climate neutrality by 2050 paragraph 14				Regulation (EU) 2021/1119, Article 2(1)	Page 68
ESRS E1-1 Undertakings excluded from Paris-aligned Benchmarks paragraph 16 (g)		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book-Climate Change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Delegated Regulation (EU) 2020/1818, Article12.1 (d) to (g), and Article 12.2		NOT RELEVANT
ESRS E1-4 GHG emission reduction targets paragraph 34	Indicator number 4 Table #2 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 6		Page 69
ESRS E1-5	Indicator number 5 Table #1 and Indicator n. 5 Table #2 of Annex 1				Page 69

DISCLOSURE REQUIREMENT AND RELATED DATAPOINT	SFDR REFERENCE	PILLAR 3 REFERENCE	BENCHMARK REGULATION REFERENCE	EU CLIMATE LAW REFERENCE	REFERENCE IN THE SUSTAINABILITY STATEMENT
Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors) paragraph 38					
ESRS E1-5 Energy consumption and mix paragraph 37	Indicator number 5 Table #1 of Annex 1				Page 69
ESRS E1-5 Energy intensity associated with activities in high climate impact sectors paragraphs 40 to 43	Indicator number 6 Table #1 of Annex 1				Page 70
ESRS E1-6 Gross Scope 1, 2, 3 and Total GHG emissions paragraph 44	Indicators number 1 and 2 Table #1 of Annex 1	Article 449a; Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book – Climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Delegated Regulation (EU) 2020/1818, Article 5(1), 6 and 8(1)		Page 71
ESRS E1-6 Gross GHG emissions intensity paragraphs 53 to 55	Indicators number 3 Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 8(1)		Page 72
ESRS E1-7 GHG removals and carbon credits paragraph 56				Regulation (EU) 2021/1119, Article 2(1)	Page 74
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks paragraph 66			Delegated Regulation (EU) 2020/1818, Annex II Delegated Regulation (EU) 2020/1816, Annex II		Page 49
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk paragraph 66 (a) ESRS E1-9 Location of significant assets at material physical risk paragraph 66 (c).		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraphs 46 and 47; Template 5: Banking book - Climate change physical risk: Exposures subject to physical risk.			Page 49
ESRS E1-9 Breakdown of the carrying value of its real estate assets by energy-efficiency classes paragraph 67 (c).		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraph 34; Template 2:Banking book -Climate change transition risk: Loans collateralised by immovable property - Energy efficiency of the collateral			Page 49
ESRS E1-9 Degree of exposure of the portfolio to climate-related opportunities paragraph 69			Delegated Regulation (EU) 2020/1818, Annex II		Page 49
ESRS E2-4 Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28	Indicator number 8 Table #1 of Annex 1 Indicator number 2 Table #2 of Annex 1 Indicator number 1 Table #2 of Annex 1 Indicator number 3 Table #2 of Annex 1				NOT RELEVANT
ESRS E3-1 Water and marine resources paragraph 9	Indicator number 7 Table #2 of Annex 1				Page 77

DISCLOSURE REQUIREMENT AND RELATED DATAPOINT	SFDR REFERENCE	PILLAR 3 REFERENCE	BENCHMARK REGULATION REFERENCE	EU CLIMATE LAW REFERENCE	REFERENCE IN THE SUSTAINABILITY STATEMENT
ESRS E3-1 Dedicated policy paragraph 13	Indicator number 8 Table 2 of Annex 1				Page 77
ESRS E3-1 Sustainable oceans and seas paragraph 14	Indicator number 12 Table #2 of Annex 1				NOT RELEVANT
ESRS E3-4 Total water recycled and reused paragraph 28 (c)	Indicator number 6.2 Table #2 of Annex 1				Page 78
ESRS E3-4 Total water consumption in m3 per net revenue on own operations paragraph 29	Indicator number 6.1 Table #2 of Annex 1				Page 78
ESRS 2- IRO 1 - E4 paragraph 16 (a) i	Indicator number 7 Table #1 of Annex 1				Page 46
ESRS 2- IRO 1 - E4 paragraph 16 (b)	Indicator number 10 Table #2 of Annex 1				Page 46
ESRS 2- IRO 1 - E4 paragraph 16 (c)	Indicator number 14 Table #2 of Annex 1				Page 46
ESRS E4-2 Sustainable land / agriculture practices or policies paragraph 24 (b)	Indicator number 11 Table #2 of Annex 1				NOT RELEVANT
ESRS E4-2 Sustainable oceans / seas practices or policies paragraph 24 (c)	Indicator number 12 Table #2 of Annex 1				NOT RELEVANT
ESRS E4-2 Policies to address deforestation paragraph 24 (d)	Indicator number 15 Table #2 of Annex 1				NOT RELEVANT
ESRS E5-5 Non-recycled waste paragraph 37 (d)	Indicator number 13 Table #2 of Annex 1				Page 79-80
ESRS E5-5 Hazardous waste and radioactive waste paragraph 39	Indicator number 9 Table #1 of Annex 1				Page 80
ESRS 2- SBM3 - S1 Risk of incidents of forced labour paragraph 14 (f)	Indicator number 13 Table #3 of Annex I				Page 82
ESRS 2- SBM3 - S1 Risk of incidents of child labour paragraph 14 (g)	Indicator number 12 Table #3 of Annex I				Page 82
ESRS S1-1 Human rights policy commitments paragraph 20	Indicator number 9 Table #3 and Indicator number 11 Table #1 of Annex I				Page 82-83
ESRS S1-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21			Delegated Regulation (EU) 2020/1816, Annex II		Page 82-83
ESRS S1-1 processes and measures for preventing trafficking in human beings paragraph 22	Indicator number 11 Table #3 of Annex I				NOT RELEVANT
ESRS S1-1 workplace accident prevention policy or management system paragraph 23	Indicator number 1 Table #3 of Annex I				Page 84
ESRS S1-3	Indicator number 5 Table #3 of Annex I				Page 84

DISCLOSURE REQUIREMENT AND RELATED DATAPOINT	SFDR REFERENCE	PILLAR 3 REFERENCE	BENCHMARK REGULATION REFERENCE	EU CLIMATE LAW REFERENCE	REFERENCE IN THE SUSTAINABILITY STATEMENT
grievance/complaints handling mechanisms paragraph 32 (c)					
ESRS S1-14 Number of fatalities and number and rate of work- related accidents paragraph 88 (b) and (c)	Indicator number 2 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		Page 87
ESRS S1-14 Number of days lost to injuries, accidents, fatalities or illness paragraph 88 (e)	Indicator number 3 Table #3 of Annex I				Page 50
ESRS S1-16 Unadjusted gender pay gap paragraph 97 (a)	Indicator number 12 Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		Page 87
ESRS S1-16 Excessive CEO pay ratio paragraph 97 (b)	Indicator number 8 Table #3 of Annex I				Page 87
ESRS S1-17 Incidents of discrimination paragraph 103 (a)	Indicator number 7 Table #3 of Annex I				Page 87
ESRS S1-17 Non-respect of UNGPs on Business and Human Rights and OECD paragraph 104 (a)	Indicator number 10 Table #1 and Indicator n. 14 Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818 Art 12 (1)		Page 87
ESRS 2- SBM3 – S2 Significant risk of child labour or forced labour in the value chain paragraph 11 (b)	Indicators number 12 and n. 13 Table #3 of Annex I				Page 88-89
ESRS S2-1 Human rights policy commitments paragraph 17	Indicator number 9 Table #3 and Indicator n. 11 Table #1 of Annex 1				Page 88
ESRS S2-1 Policies related to value chain workers paragraph 18	Indicator number 11 and n. 4 Table #3 of Annex 1				Page 88
ESRS S2-1 Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines paragraph 19	Indicator number 10 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Page 88-89
ESRS S2-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			Delegated Regulation (EU) 2020/1816, Annex II		Page 88-89
ESRS S2-4 Human rights issues and incidents connected to its upstream and downstream value chain paragraph 36	Indicator number 14 Table #3 of Annex 1				Page 89
ESRS S3-1 Human rights policy commitments paragraph 16	Indicator number 9 Table #3 of Annex 1 and Indicator number 11 Table #1 of Annex 1				Page 90
ESRS S3-1 non-respect of UNGPs on Business and Human Rights, ILO principles or and OECD guidelines paragraph 17	Indicator number 10 Table #1 Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Page 90
ESRS S3-4 Human rights issues and incidents paragraph 36	Indicator number 14 Table #3 of Annex 1				Page 91
ESRS S4-1 Policies related to consumers and end-users paragraph 16	Indicator number 9 Table #3 and Indicator number 11 Table #1 of Annex 1				Page 92

DISCLOSURE REQUIREMENT AND RELATED DATAPOINT	SFDR REFERENCE	PILLAR 3 REFERENCE	BENCHMARK REGULATION REFERENCE	EU CLIMATE LAW REFERENCE	REFERENCE IN THE SUSTAINABILITY STATEMENT
ESRS S4-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines paragraph 17	Indicator number 10 Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		Page 92
ESRS S4-4 Human rights issues and incidents paragraph 35	Indicator number 14 Table #3 of Annex 1				Page 93
ESRS G1-1 United Nations Convention against Corruption paragraph 10 (b)	Indicator number 15 Table #3 of Annex 1				Page 96
ESRS G1-1 Protection of whistle- blowers paragraph 10 (d)	Indicator number 6 Table #3 of Annex 1				Page 95-96
ESRS G1-4 Fines for violation of anti- corruption and anti-bribery laws paragraph 24 (a)	Indicator number 17 Table #3 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II)		Page 97
ESRS G1-4 Standards of anti- corruption and anti- bribery paragraph 24 (b)	Indicator number 16 Table #3 of Annex 1				Page 97

The significance of impacts, risks and opportunities was determined on the basis of the assessments expressed by Technoprobe's Top Management and stakeholders. The materiality thresholds have been determined differently for impact materiality and financial materiality.

The materiality threshold of impacts was identified with respect to the average of the impact assessments (as a multiplication of the severity/benefit and probability) carried out by Top Management (equal to 8.8), and was consistent with the considerations that emerged on impacts.

The materiality threshold of risks and opportunities, on the other hand, was identified with respect to the positioning of risks and opportunities on the heat map, at a materiality level equal to or greater than 10, and was consistent with the considerations that emerged on risks and opportunities. With reference to the Economic/Financial driver, the materiality threshold was set at €1,841,055.

Environmental information

2.1 EU TAXONOMY

The European Taxonomy was introduced by EU Regulation 2020/852 (hereinafter also "Regulation" or "Taxonomy") as a key component of the European Commission's Action Plan to redirect capital flows towards a more sustainable economy. It is a key tool in the context of the European Green Deal, to achieve the environmental and climate objectives set out in the Pact, in particular decarbonisation by 2050. The Regulation provides clear guidance on eco-sustainable economic activities, aiming to promote transparency for investors and combat the phenomenon of "greenwashing". At the same time, it supports corporate organizations in the energy transition and in the adoption of sustainable environmental policies.

The Taxonomy Regulation defines six environmental objectives, to which economic activities can potentially contribute as eligible activities:

- Climate Change Mitigation (CCM)
- Climate Change Adaptation (CCA)
- Sustainable use of marine resources (WTR)
- Transition to a circular economy (CE)
- Pollution prevention and control (PPC)
- Protection and restoration of biodiversity and ecosystems (BIO)

To be classified as aligned activities and, therefore, environmentally sustainable according to the Taxonomy, activities must meet all of the following criteria:

- Contribute substantially to the achievement of one or more of the six environmental objectives;
- Do not cause significant harm to any objectives (Do Not Significant Harm principles - DNSH);
- Comply with minimum safeguards (procedures implemented by a company carrying out an economic activity in order to ensure alignment with the OECD Guidelines for Multinational Enterprises and the United Nations Guiding Principles on Business and Human Rights);
- Comply with the technical screening criteria adopted by the European Commission, which specify in concrete terms what is outlined in a general way by the Delegated Regulation on disclosure, with respect to the substantial contribution of an economic activity to environmental objectives without causing significant damage to them.

For the purposes of the 2024 Sustainability Statement, the Group has updated the process for assessing the eligibility and alignment of its economic activities with the objectives set out in the Taxonomy, also by virtue of the new acquisitions that took place during 2024.

TAXONOMY APPROACH

To comply with the indications contained in Regulation (EU) 2020/852 and in the additional Delegated Regulations (EU) 2021/2178, (EU) 2021/2139, ("Climate Regulation"), (EU) 2022/1214, (EU) 2023/2486 ("Environment Regulation"), (EU) 2023/2485 ("Climate Supplemental Act"), a three-phase process has been developed:

1. The first phase involved screening activities against the six environmental objectives, assessing their potential applicability (or eligibility).

2. The second involved an alignment analysis, carried out in accordance with the requirements of the Regulation.

3. The third phase involved the calculation of the economic indicators required by the Regulation associated with economic activities considered eco-sustainable. For further details, please refer to paragraph "Results and reporting criteria".

ELIGIBILITY ANALYSIS

An economic activity is considered eligible under the European Taxonomy if there is a corresponding description in the Delegated Acts, regardless of whether that activity meets the technical screening criteria set out therein.

This analysis is based on the Group's economic data with the following assumptions:

- Turnover: To be understood as the percentage of net revenues deriving from products or services associated with economic activities eligible for the Taxonomy in terms of total turnover, calculated as the part of the net revenues obtained from products and services, associated with economic activities eligible for the taxonomy (numerator) divided by the total net revenues (denominator): these are revenues deriving from the sale of probe cards and/or similar parts.
- CapEx: To be understood as the percentage of investments in fixed assets related to sustainable economic activities, defined as investments eligible for the Taxonomy (numerator) divided by total investments (denominator): for capital expenditures, both those closely related to activities related to the production of probe cards were considered and/or similar parts, and those relating to the Group's most significant investments.
- OpEx: To be understood as the percentage of operating expenses related to the maintenance and updating of assets or processes related to activities eligible for the Taxonomy, defined as eligible costs (numerator) divided by the total costs (denominator). Total OpEx consists of direct non-capitalised costs covering research and development, building renovation measures, short-term leases and all forms of maintenance and repair. Operating costs include those deriving from the production of probe cards and/or similar parts.

To determine which activities can be traced back to those published and identified by the Taxonomy, the main business activities were mapped and analysed, with particular attention to Turnover, CapEx and OpEx deriving from the sale of probe cards and/or similar products and the Group's most significant investments.

Below is a summary of the economic activities identified as eligible under the Taxonomy Regulation[9], with their description and objective:

ACTIVITY	DESCRIPTION	OBJECTIVE	KPIS
1.2 Manufacture of electrical and electronic equipment	Manufacturing of electrical and electronic equipment for industrial, professional and consumer use. This activity includes manufacturing of rechargeable and non-rechargeable portable batteries. The activity does not include manufacturing of other battery categories.	CE	Turnover CapEx OpEx
7.6. Installation, maintenance and repair of renewable energy technologies	Installation, maintenance and repair of renewable energy technologies, on-site.	CCM	CapEx OpEx

ALIGNMENT ANALYSIS

The selected activities were examined through technical screening criteria for their contribution to climate change mitigation and adaptation objectives.

[9] Activity 7.3 "Installation, maintenance, and repair of energy efficiency devices" is not applicable in 2024 as there are no Capex and Opex values related to the activity. Furthermore, following an in-depth review of the eligibility analysis methodology, activity 4.1 "Production of electric power using solar and photovoltaic technology," which was included in the 2023 Consolidated Non-Financial Statement, has been removed.

Substantial contribution and DNSH

To be considered Taxonomy-aligned, an economic activity must contribute substantially to one or more environmental objectives, while avoiding significant harm to other environmental objectives.

- Climate change mitigation

  Below is the list of activities eligible for the European Taxonomy, which have been examined through the technical screening criteria for their contribution to the climate change mitigation objective.

  7.6 Installation, maintenance and repair of renewable energy technologies

  The activities do not comply with the DNSH relating to Adaptation to Climate Change, as Technoprobe has not currently carried out assessments of exposure to physical climate risks as required by Appendix A contained in that specific DNSH.
- Transition to the circular economy

  Below is the list of activities eligible for the European Taxonomy, which have been examined through the technical screening criteria for their contribution to the goal of transition to the circular economy.

  1.2 Manufacture of electrical and electronic equipment

  Again, the activity does not comply with the DNSH relating to Adaptation to Climate Change, as Technoprobe has not currently carried out assessments of exposure to physical climate risks as required by Appendix A contained in that specific DNSH.

Considering the substantial contribution and DNSH analyses, it is concluded that the Group, not having a formalized analysis of exposure to physical climate risks, does not have activities aligned with the Taxonomy, but only admissible.
In any case, Technoprobe has laid the foundation for the definition of an analysis framework that will be further developed and refined in the future, also involving an increasing number of business partners. This framework will facilitate the consideration of the strict criteria set out in the Regulation in future investment decisions and prepare the Group and its stakeholders for the exercise of aligning environmental objectives.

To respond to the requirements of the Regulation, the Group has nevertheless carried out an analysis to verify compliance with the Minimum Safeguards, also in view of subsequent reporting.

Respect of the minimum safeguards

In accordance with Article 18 of the Taxonomy Regulation, Minimum Safeguards (MSS) are procedures implemented by an enterprise engaged in an economic activity to ensure alignment with the OECD Guidelines for Multinational Enterprises, the United Nations Principles on Business and Human Rights (UNGPs), including the principles and rights defined in the eight core conventions set out in the Declaration of the International Organization for Multinational Enterprises. Work on fundamental principles and rights at work, and the International Bill of Human Rights.

The Minimum Safeguards span four main safeguard themes, which include:
- human rights (including workers' and consumers' rights);
- corruption and bribery;
- taxation;
- fair competition.

In the absence of further indications from the European Commission, Technoprobe has oriented the assessment of the Minimum Safeguards with reference to the Final Report on Minimum Safeguards, published by the Platform on Sustainable Finance (PSF) in October 2022.

The Group has incorporated the principle of respect for human rights into its Code of Business Conduct, revised in December 2022, which states the following: "Human rights express the dignity of the human being as well as the appropriate way to treat every human being. Every Technoprobe employee, without exception, is required to respect and promote human rights, based on international laws and regulations, including the United Nations Declaration of Human Rights, the conventions established by the International Labour Organization and the United Nations Global Compact. Any deviation is promptly pursued."

The Group also ensures that materials are sourced in accordance with the Organisation for Economic Co-operation and Development ("OECD") "Guide for a Responsible Supply Chain for Minerals from Conflict-Affected and High-Risk Areas" and works closely with suppliers to establish the origin of the minerals in their products.
The same Supplier Code of Conduct, updated in March 2023, states that all Suppliers from whom it procures promote and adopt ethically and socially sustainable business models, which guarantee [...] the protection of the dignity and fundamental human rights of all workers.

In addition to its Code of Business Conduct, Supplier Code of Conduct and Organization, Management and Control Model, to prevent and combat episodes of corruption and bribery, Technoprobe uses a Global Anti-Corruption Compliance Policy, revised in December 2022, through which it does not allow any type of corruption or bribery, either directly or through third parties. Recipients may not give or offer any benefit (including gifts, hospitality, or representation) to anyone for the purpose of obtaining or maintaining a commercial advantage in an unlawful manner. Likewise, the Recipients may not solicit or accept such illicit payments.

To combat and prevent unfair competition, the Code of Business Conduct and the Supplier Code of Conduct are reintroduced; both report that all recipients/suppliers of the Code of Conduct/Supplier Code of Conduct "are required to comply with the strictest applicable antitrust rules, including the prohibition of price determination and the waiver of any type of agreement that may negatively affect competition itself."

Finally, the Group applies a tax policy oriented towards compliance with the regulations in force and has a proactive and efficient taxation system. The Group, in fact, has constantly maintained a transparent approach with the tax authorities, adopting a transfer pricing policy between its affiliated companies to ensure taxation consistent with the commercial activities and economic substance of the transactions.

Finally, following the application of the procedural dimension, it is reported that the Parent Company and its subsidiaries have not received court convictions relating to issues related to human rights, corruption, bribery, taxation or fair competition. In addition, she has not been the subject of cases handled by an OECD National Contact Point (NCP), nor has she been subjected to questioning by the Business and Human Rights Resource Center (BHRRC).

RESULTS AND REPORTING CRITERIA

For the current reporting period, the KPIs (Key Performance Indicators) below relate to the activities that were eligible for the Taxonomy, in line with the provisions of the Delegated Acts. The analysis carried out[10], in fact, did not lead to the alignment of any activity considered.

[10] The data is processed by aggregating and consolidating the values from the respective accounting records of the companies within the consolidation perimeter. The values are received in the form of reports compliant with the Parent Company's accounting principles, which subsequently verifies the accuracy and completeness of the data for the purpose of preparing the financial reporting.

Turnover

In accordance with the provisions of Article 8 of Regulation 2020/852/EU, the percentage of economic activities eligible for the Taxonomy, in terms of total revenues, has been determined as the portion of net revenues deriving from products and services associated with economic activities eligible for the Taxonomy (numerator) divided by the total consolidated net revenues (denominator). The latter correspond to the sum of the balance sheet items relating to sales revenues and other total revenues. Total turnover can be reconciled with the consolidated financial statements; further details are available in the report on the 2024 Consolidated Notes.

Technoprobe records an eligible turnover related to the activity "1.2 Manufacture of electrical and electronic equipment", which is part of the Transition to a circular economy objective. As indicated in the Template in the Annex "Turnover Table", all the Group's revenues from the sale of probe cards, the Group's core business, have been included.

CapEx

As regards this indicator, the percentage of taxonomy-aligned economic activities in terms of capital expenditure is defined as Taxonomy-aligned CapEx (numerator) divided by total CapEx (denominator). Total investment expenses consist of additions to fixed assets during the financial year, before depreciation and any remeasurement, including those arising from revaluations and impairments, and excluding changes in fair value. It includes acquisitions of fixed assets, rights of use and real estate investments. This also includes additions from business combinations. Goodwill is not included in CapEx, as it is not defined as an intangible asset within the meaning of IAS 38. The total CapEx can be reconciled with the consolidated financial statements, for more information please refer to the 2024 Consolidated Explanatory Notes.

OpEx

The proportion of eligible economic activities under the Taxonomy in terms of operating costs is defined as eligible costs (numerator) divided by the total Costs (denominator). Total OpEx consists of direct non-capitalised costs related to research and development, building renovation measures, short-term leases and all forms of maintenance and repair. Technoprobe registers an eligible OpEx related to the activity "1.2 Manufacture of electrical and electronic equipment", which is part of the Transition to a circular economy objective. As indicated in the Template in the Annex "OpEx Table", the Group's operating expenses deriving from the sale of probe cards, the Group's core business, have been included according to the "restricted list" required by the Taxonomy.

TABLE - PROPORTION OF TURNOVER FROM PRODUCTS OR SERVICES ASSOCIATED WITH TAXONOMY-ALIGNED ECONOMIC ACTIVITIES – DISCLOSURE COVERING YEAR 2024

The amounts reported are expressed in €/000

Financial year 2024	Year			Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')									
Economic activities	Code	Turnover	Proportion of Turnover, year 2024	Climate Change Mitigation	Climate Change Adaptation	Water	Pollution	Circular Economy	Biodiversity	Climate Change Mitigation	Climate Change Adaptation	Water	Pollution	Circular Economy	Biodiversity	Minimum Safeguards	Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) turnover, year 2023	Category enabling activity	Category transitional activity
		euro thousand	%	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%		
Of which enabling		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%	E	
Of which transitional		0	0%	N/ EL						N	N	N	N	N	N	N	0%		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL										
Manufacture of electrical and electronic equipment	CE 1.2	543,153	100.00%	N/ EL	N/ EL	N/ EL	N/ EL	EL	N/ EL								100%		
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		543,153	100.00%	0 %	0 %	0 %	0 %	100 %	0 %								100%		
A. Turnover of Taxonomy- eligible activities (A.1+A.2)		543,153	100.00%	0 %	0 %	0 %	0 %	100 %	0 %								100%		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Turnover of Taxonomy-non- eligible activities		0	0%																
TOTAL		543,153	100.00%																

TABLE - PROPORTION OF CAPEX FROM PRODUCTS OR SERVICES ASSOCIATED WITH TAXONOMY-ALIGNED ECONOMIC ACTIVITIES – DISCLOSURE COVERING YEAR 2024

The amounts reported are expressed in €/000

Financial year 2024	Year			Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')									
Economic activities	Code	CapEx	Proportion of CapEx, year 2024	Climate Change Mitigation	Climate Change Adaptation	Water	Pollution	Circular Economy	Biodiversity	Climate Change Mitigation	Climate Change Adaptation	Water	Pollution	Circular Economy	Biodiversity	Minimum Safeguards	Proportion of Taxonomy- aligned (A.1.) or eligible (A.2.) CapEx, year 2023	Category enabling activity	Category transitional activity
		euro thousand	%	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%		
Of which enabling		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%	E	0
Of which transitional		0	0%	N/ EL						N	N	N	N	N	N	N	0%		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL										
Manufacture of electrical and electronic equipment	CE 1.2	101,265	99.46%	N/ EL	N/ EL	N/ EL	N/ EL	EL	N/ EL								98.12%		
Electricity generation using solar photovoltaic technology	CCM 4.1	-	-	-	-	-	-	-	-								0.93%		
Installation, maintenance and repair of energy efficiency equipment	CCM 7.3	-	-	-	-	-	-	-	-								0.01%		
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	11	0.01%	EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL								0.93%		
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**101,276**	**99.47%**	0.01%	0%	0%	0%	99.46%	0%								100.00%		
A. CapEx of Taxonomy-eligible activities (A.1+A.2)		**101,276**	**99.47%**	0.01%	0%	0%	0%	99.46%	0%								100.00%		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy-non-eligible activities		**535**	**0.53%**																
TOTAL		**101,811**	**100.00%**																

TABLE - PROPORTION OF OPEX FROM PRODUCTS OR SERVICES ASSOCIATED WITH TAXONOMY-ALIGNED ECONOMIC ACTIVITIES – DISCLOSURE COVERING YEAR 2024

The amounts reported are expressed in €/000

Financial year 2024	Year			Substantial contribution criteria						DNSH criteria ('Does Not Significantly Harm')									
Economic activities	**Code**	**OpEx**	**Proportion of OpEx, year 2024**	**Climate Change Mitigation**	**Climate Change Adaptation**	**Water**	**Pollution**	**Circular Economy**	**Biodiversity**	**Climate Change Mitigation**	**Climate Change Adaptation**	**Water**	**Pollution**	**Circular Economy**	**Biodiversity**	**Minimum Safeguards**	**Proportion of Taxonomy- aligned (A.1.) or -eligible (A.2.) OpEx, year 2023**	**Category enabling activity**	**Category transitional activity**
		euro thousand	%	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y; N; N/ EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%		
Of which enabling		0	0%	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL	N	N	N	N	N	N	N	0%	E	N/ EL
Of which transitional		0	0%	N/ EL						N	N	N	N	N	N	N	0%		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL	EL; N/ EL										
Manufacture of electrical and electronic equipment	CE 1.2	129,554	82.87%	N/ EL	N/ EL	N/ EL	N/ EL	EL	N/ EL								98.12%		
Installation, maintenance and repair of renewable energy technologies	CCM 7.6	11	0.01%	EL	N/ EL	N/ EL	N/ EL	N/ EL	N/ EL								0%		
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		**129,565**	**82.88%**	0.01%	0%	0%	0%	82.87%	0%								100.00%		
A. OpEx of Taxonomy eligible activities (A.1+A.2)		**129,565**	**82.88%**	0.01%	0%	0%	0%	82.87%	0%								100.00%		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy- non-eligible activities		**26,765**	**17.12%**																
TOTAL		156,329	100.00%																

Table - Percentage of Turnover from products or services associated with taxonomy-aligned economic activities

Proportion of turnover/Total turnover

	TAXONOMY-ALIGNED PER OBJECTIVE	TAXONOMY-ELIGIBLE PER OBJECTIVE
CCM	0 %	0 %
CCA	0 %	0 %
WTR	0 %	0 %
CE	0 %	100 %
PPC	0 %	0 %
BIO	0 %	0 %

Table - Percentage of CapEx from products or services associated with taxonomy-aligned economic activities

Proportion of CapEx/Total CapEx

	TAXONOMY-ALIGNED PER OBJECTIVE	TAXONOMY-ELIGIBLE PER OBJECTIVE
CCM	0 %	0.01 %
CCA	0 %	0 %
WTR	0 %	0 %
CE	0 %	99.47 %
PPC	0 %	0 %
BIO	0 %	0 %

Table - Percentage of OpEx from products or services associated with taxonomy-aligned economic activities

Proportion of OpEx/ Total OpEx

	TAXONOMY-ALIGNED PER OBJECTIVE	TAXONOMY-ELIGIBLE PER OBJECTIVE
CCM	0 %	0.01 %
CCA	0 %	0 %
WTR	0 %	0 %
CE	0 %	82.87 %
PPC	0 %	0 %
BIO	0 %	0 %

With reference to the disclosure pursuant to Article 8, paragraphs 6 and 7, of Delegated Regulation (EU) 2021/2178 which provides for the use of the models provided in Annex XII for the disclosure of activities related to nuclear energy and fossil gases, the "Model 1 – Nuclear and fossil gas related activities" is reported. The additional models have been omitted as they are not applicable to the activities of the Technoprobe Group.

Model 1 – Nuclear and fossil gas activities

Item	Nuclear energy related activities	Yes/No
1	The undertaking carries out, funds or has exposures to research, development, demonstration and deployment of innovative electricity generation facilities that produce energy from nuclear processes with minimal waste from the fuel cycle.	No
2	The undertaking carries out, funds or has exposures to construction and safe operation of new nuclear installations to produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production, as well as their safety upgrades, using best available technologies.	No
3	The undertaking carries out, funds or has exposures to safe operation of existing nuclear installations that produce electricity or process heat, including for the purposes of district heating or industrial processes such as hydrogen production from nuclear energy, as well as their safety upgrades.	No
Item	**Fossil gas related activities**	**Yes/No**
4	The undertaking carries out, funds or has exposures to construction or operation of electricity generation facilities that produce electricity using fossil gaseous fuels.	No
5	The undertaking carries out, funds or has exposures to construction, refurbishment, and operation of combined heat/cool and power generation facilities using fossil gaseous fuels.	No
6	The undertaking carries out, funds or has exposures to construction, refurbishment and operation of heat generation facilities that produce heat/cool using fossil gaseous fuels..	No

E1 CLIMATE CHANGE

2.2.1 STRATEGY

E1-1 –Transition plan for climate change mitigation

The Group recognises the crucial role of companies in the fight against climate change and, although it has not currently defined a transition plan for climate change mitigation, the definition of a first decarbonisation plan is being assessed.

ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with the strategy and business model

Climate change represents a global challenge with significant impacts also in the operating environment of companies. The Group recognises the importance of understanding and managing the risks and opportunities associated with it, integrating these considerations into its business strategy and business model to ensure long-term resilience and contribute to a transition to a low-carbon economy. With reference to climate change mitigation activities, aimed at limiting the rise in the global average temperature to within 1.5°C compared to pre-industrial levels, during the Double Significance analysis activity, a particularly significant transition risk was identified for the Group's activities deriving from the regulatory, technological and market context increasingly oriented towards a low-carbon economy. The risk therefore manifests itself:

- the introduction of stricter emissions reporting requirements that could lead to a write-down or reduction in the value of the Group's assets, if they are not aligned with decarbonisation objectives;
- in the costs of technological transition, which could involve significant investments in new equipment, processes and infrastructure. These transition costs represent a financial risk, especially if not managed proactively;
- increased operating costs, fines or unfavourable judgments due to litigation exposure resulting from new higher compliance standards, potentially resulting in reduced demand for our products and services.

At present, Technoprobe has not formalized an analysis of the resilience of the strategy and business model with respect to climate change. However, as part of the path towards a structured approach to sustainability, the Double Materiality analysis was the starting point for the start of a structured path, oriented towards the implementation of an analysis of climate, physical and transition risks, and the subsequent definition of a resilience plan, aimed at ensuring sustainable and proactive management of future challenges.

2.2.2 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

E1-2 – Policies related to climate change mitigation and adaptation

The Group has not adopted specific formalized policies on climate change mitigation and adaptation, as a Group decarbonization plan, including specific actions with respect to IROs related to climate change issues, is under consideration. The Group operates in compliance with applicable local regulations, strives to obtain and maintain all required environmental permits, and proactively takes all actions to control its processes, aligned with the best internationally recognized standards.

E1-3 – Actions and resources in relation to climate change policies

The following is a summary of the main climate change mitigation initiatives implemented by the Group during the year, broken down by decarbonisation lever.

The energy efficiency plan, implemented in 2023, was also continued in 2024 and focused on technical and behavioural improvements, with investments in the modernisation of facilities and the implementation of new technologies to increase energy efficiency in production processes. These activities are assisted by an Energy Manager who, based on constant monitoring of consumption, evaluates and proposes possible efficiency actions.

Technoprobe has 4 renewable energy production plants installed at the Cernusco Lombardone and Osnago sites, for a total installed capacity of 442.39 kWp. In one of the Technoprobe America plants, a plant to produce energy from renewable sources is installed. Transport has a significant impact on the environment and with this in mind, Technoprobe promotes, among its workforce, the use of local public transport by supporting the cost of the annual rail transport pass for employees who request it. The total investment in 2024 for these initiatives is below the limit of the threshold set and reported within the ESRS 2 section, BP-1.

2.2.3 METRICS AND TARGETS

E1-4 –Targets related to climate change mitigation and adaptation

The Group has not adopted specific targets on climate change mitigation and adaptation. Please refer to section "E1-1 – Transition plan for climate change mitigation" for more details.

E1-5 – Energy consumption and mix

In the Group, electricity consumption depends essentially on the power supply of production machines, lighting and air conditioning systems in the work areas; consumption of natural gas, diesel and oil is linked to the heating processes of the work environments and transport, respectively. To a small extent, some refrigerant gases are also used within refrigeration and air conditioning systems, and as technical process gases inside some machines. Finally, the buildings in which the Group operates are mostly of recent construction and are already equipped with the best available technologies in terms of energy efficiency.

The following tables show the Group's total energy consumption in 2024, also broken down by type, the percentage of consumption from fossil or renewable sources and the energy mix.

GROUP'S ENERGY CONSUMPTION AND MIX

TYPE OF ENERGY CONSUMPTION (MWH)	2024
TOTAL ENERGY CONSUMPTION	**50,334**
TOTAL ENERGY CONSUMPTION FROM FOSSIL SOURCES	49,583
TOTAL ENERGY CONSUMPTION FROM NUCLEAR SOURCES	-
TOTAL ENERGY CONSUMPTION FROM RENEWABLE SOURCES	751
% of fossil fuels on total energy consumption (%)	98.5
% of renewables on total energy consumption (%)	1.5

CONSUMPTION OF ENERGY FROM FOSSIL SOURCES

TYPE OF ENERGY CONSUMPTION (MWH)	2024
TOTAL ENERGY CONSUMPTION FROM FOSSIL SOURCES	**49,583**
FUEL CONSUMPTION FROM COAL AND COAL PRODUCTS	-
FUEL CONSUMPTION FROM CRUDE OIL AND PETROLEUM PRODUCTS	601
NATURAL GAS FUEL CONSUMPTION	6.327
FUEL CONSUMPTION FROM OTHER FOSSIL SOURCES	-
CONSUMPTION OF ELECTRICITY, HEAT, STEAM, OR COOLING PURCHASED OR ACQUIRED FROM FOSSIL SOURCES	42,654

CONSUMPTION OF ENERGY FROM RENEWABLE SOURCES

TYPE OF ENERGY CONSUMPTION (MWH)	2024
TOTAL ENERGY CONSUMPTION FROM RENEWABLE SOURCES	**751**
CONSUMPTION OF FUELS FOR RENEWABLE SOURCES, INCLUDING BIOMASS (ALSO INCLUDES INDUSTRIAL AND MUNICIPAL WASTE OF BIOLOGICAL ORIGIN, BIOGAS, RENEWABLE HYDROGEN, ETC.)	-
CONSUMPTION OF ELECTRICITY, HEAT, STEAM AND COOLING FROM RENEWABLE SOURCES, PURCHASED OR ACQUIRED	-
CONSUMPTION OF SELF-GENERATED RENEWABLE ENERGY WITHOUT THE USE OF FUELS	751

The table shows the breakdown of the Group's self-produced energy in 2024, divided between renewable and non-renewable sources.

SELF-PRODUCED ENERGY (MWH)	2024
ENERGY PRODUCTION FROM NON-RENEWABLE SOURCES	-
ENERGY PRODUCTION FROM RENEWABLE SOURCES	751

The table shows energy intensity in 2024, associated with activities in high climate impact sectors (which include the activities of companies in the Manufacturing sector).

ENERGY INTENSITY	2024
ENERGY INTENSITY OF ACTIVITIES IN HIGH CLIMATE IMPACT SECTORS (MWH/€ MLN)	**0.11**
TOTAL ENERGY CONSUMPTION FROM ACTIVITIES IN HIGH CLIMATE IMPACT SECTORS (MWH)	47,784
NET REVENUES FROM ACTIVITIES IN HIGH CLIMATE IMPACT SECTORS[11] ((€ MLN)	442

In order to quantify energy consumption as required by the standard, the Group used the following conversion factors to calculate MWh:

CONVERSION FACTORS (MHW/LITRE)	FACTOR 2024[12]
DIESEL FUEL CONSUMPTION	0.001
PETROL FUEL CONSUMPTION	0.009
LPG FUEL CONSUMPTION	0.007

In addition, to have an overall figure, the Group has estimated the energy consumption of Harbor Electronics Inc.[13], DIS Tech Taiwan, LLC – Taiwan, DIS Tech Philippines, LLC – Philippine Branch DIS Tech Japan, G.K., Device Interface Solutions Technology (Shanghai) Co., Ltd., DIS Tech Singapore Pte. Ltd., DIS Tech America, LLC[14]

E1-6 – Gross Scopes 1, 2, 3 and Total GHG emissions

In order to determine the carbon footprint of the activities carried out by the Group, an analysis of Scope 1, Scope 2 and Scope 3 GHG emissions was conducted.

[11] For more details, please refer to section " 6.1 Group's results of operations of the Annual Financial Report. In this context, the net revenues of the Group's commercial companies are excluded.
[12] Source: DEFRA 2024
[13] In the absence of precise data, the fuel consumption data for the company fleet has been estimated based on 2023 consumption.
[14] The data for the mentioned companies cover the period from June to December 2024, starting from the acquisition of DIS Tech by Teradyne and its subsequent inclusion in the Group's consolidation perimeter.
In this context, in the absence of precise data, an estimate has been proposed based on the average energy consumption per employee at the DIS Tech office in Hefei (China). Since this location is used exclusively as office space, it has been considered representative of the energy consumption of the mentioned companies.

The following tables show the Group's total direct and total direct GHG emissions[15] in 2024, broken down by Scope 1, Scope 2 and Scope 3.

DIRECT EMISSIONS SCOPE 1

TOTAL SCOPE 1 EMISSIONS (tCO2e)	2024
DIRECT EMISSIONS SCOPE 1	**1,378**
% SCOPE 1 EMISSIONS FROM REGULATED EMISSIONS TRADING SCHEMES	-

INDIRECT EMISSIONS SCOPE 2

TOTAL SCOPE 2 EMISSIONS[16] (tCO2e)	2024
INDIRECT EMISSIONS SCOPE 2 (LOCATION-BASED)	**27,883**
INDIRECT EMISSIONS SCOPE 2 (MARKET-BASED)	**29,094**

INDIRECT EMISSIONS SCOPE 3

TOTAL SCOPE 3 EMISSIONS (tCO2e)	2024
INDIRECT EMISSIONS - SCOPE 3	**83,615**
CAT 1 – INDIRECT EMISSIONS FROM PURCHASED GOODS AND SERVICES	31,272
CAT 2 – INDIRECT EMISSIONS FROM CAPITAL GOODS	32,200
CAT 3 – INDIRECT EMISSIONS FROM FUEL AND ENERGY RELATED ACTIVITIES (NOT INCLUDED IN SCOPE 1 OR SCOPE 2)	4,863
CAT 4 – INDIRECT EMISSIONS FROM UPSTREAM TRANSPORTATION AND DISTRIBUTION	6,820
CAT 5 – INDIRECT EMISSIONS FROM WASTE GENERATED IN OPERATIONS	975
CAT 6 – INDIRECT EMISSIONS FROM BUSINESS TRAVEL	3,630
CAT 7 – INDIRECT EMISSIONS FROM EMPLOYEE COMMUTING	2,851
CAT 9 - INDIRECT EMISSIONS FROM DOWNSTREAM TRANSPORTATION AND DISTRIBUTION	1,004

GROUP'S TOTAL EMISSIONS

TOTAL EMISSIONS (tCO2e)	2024
DIRECT AND INDIRECT EMISSIONS (WITH SCOPE 2 - LOCATION BASED)	**112,877**
DIRECT AND INDIRECT EMISSIONS (WITH SCOPE 2 – MARKET BASED)	**114,088**

[15] Scope 1 and Scope 2 emissions are reported only for Technoprobe S.p.A. and its subsidiaries, as Technoprobe does not exercise operational control over other entities, over which there is no financial control.
[16] Associated with the generation of electricity.

Emission intensity 2024

GHG intensity based on net revenue	2024
Emission intensity (Location based) (tCO_2e/€th)	**0.21**
Emission intensity (Market based) (tCO_2e/€th)	**0.21**
Total GHG emissions (Location based) (tCO_2e)	112,877
Total GHG emissions Market based) (tCO_2e)	114,088
Net revenue (€ mln)[17]	543

For the purposes of calculating Scope 1 emissions, the consumption of refrigerant gases in 2024 was recorded and, therefore, the quantities and emission factors used for the related calculations are reported, as well as the emission factors associated with the consumption of natural gas, petrol, diesel and LPG.

Source	Type of Energy	Utilization	Unit	EF (tCO_2eq/u.m.)
DEFRA 2024	Natural gas	Heating	MWh	0.18
DEFRA 2024	Petrol	Company cars	MWh	0.22
DEFRA 2024	Diesel	Company cars	MWh	0.24
DEFRA 2024	LPG	Company cars	MWh	0.21

F-Gas	Unit	2024	Unit	2024
Total Scope 1 emissions – F-gas	**Kg**	**40,8**	**tCO_2**	**79.7**
HFC-32	Kg	5,0	tCO_2	3.4
CF4	Kg	1,6	tCO_2	10.9
R410A	Kg	32,9	tCO_2	63.3
R22	Kg	1,2	tCO_2	2.1

F-Gas	Source	Unit	EF (tCO_2eq /unit)
HFC-32	DEFRA 24	Kg	0.677
CF4	AR5 IPCC	Kg	6.630
R410A	DEFRA 24	Kg	1.924
R22	DEFRA 24	Kg	1.760

For the purposes of calculating Scope 2 emissions, the emission factors associated with electricity consumption are reported.

Source Location based	Country	Unit	EF (tCO_2eq /unit)
AIB Supplier Mix 2024	Italy	MWh	431
AIB Supplier Mix 2024	France	MWh	34
AIB Supplier Mix 2024	Germany	MWh	96
IGES 2024	China	MWh	1,031
IGES 2024	Korea	MWh	701
IGES 2024	Philippines	MWh	636
Terna 2019	Japan	MWh	478
IGES 2024	Singapore	MWh	485
IGES 2024	Taiwan	MWh	1,031
EPA	USA	MWh	373

[17] For more details, please refer to section "6.1 Group's results of operations " of the Annual Financial Report.

Source Market based	Country	unit	EF (tCO2eq /unit)
AIB Residual Mix 2024	Italy	MWh	500
AIB Residual Mix 2024	France	MWh	41
AIB Residual Mix 2024	Germany	MWh	719
IGES 2024	China	MWh	1,031
IGES 2024	Korea	MWh	701
IGES 2024	Philippines	MWh	636
Terna 2019	Japan	MWh	478
IGES 2024	Singapore	MWh	485
IGES 2024	Taiwan	MWh	1,031
EPA	USA	MWh	373

For Scope 3, the methodology applied is as follows:

- Category 1 – Purchased Goods and Services: this includes all upstream emissions from the purchase of goods or services for the reporting year. Emissions from purchased goods were quantified using the average-data method[18], applying emission factors from the Ecoinvent database, version 3.9. Emissions from purchased services were calculated using the spend-based method[19], here the Group's 2024 expenditure was used as input data. These amounts were then multiplied by specific emission factors[20].
- Category 2 – Capital Goods: Emissions were calculated using the spend-based method, analyzing the economic value of capital goods purchased during the year. The Group's capital goods acquisitions were categorized, and the corresponding amounts were multiplied by specific emission factors[21].
- Category 3 – Fuel- and Energy-Related Activities (Not Included in Scope 1 or Scope 2): Emissions were quantified using the average-data method, based on fuel and electricity consumption data from Scope 1 and Scope 2. These quantitative inputs were multiplied by specific emission factors[22] considering extraction, transportation, distribution, and potential energy carrier network losses.
- Category 4 – Upstream Transportation and Distribution: The spend-based method was used, with input data based on the Group's expenditures for inbound transportation and transportation costs borne by the Group for product sales. As a precautionary measure, all expenses for sales-related transportation were attributed to air transport, which is the primary mode for finished products. These amounts were multiplied by specific emission factors[23].
- Category 5 – Waste Generated in Operations: This includes emissions from the disposal and treatment of waste generated by the Group's activities during the reporting year. Emissions were quantified using the waste-type specific method, applying specific emission factors[24] based on waste type and treatment method.
- Category 6 – Business Travel: The spend-based method was applied, using the total expenditure on business travel as input data and applying specific emission factors[25].
- Category 7 – Employee Commuting: Emissions from employee commuting were reported using the distance-based method. The calculation considered each employee's mobility within Italy, factoring in their usual workplace, residence, and the number of days worked on-site and

[18] As defined by the GHG Protocol, this is an emission estimate based on secondary emission factors (e.g., industry averages, scientific literature, etc.).
[19] As defined by the GHG Protocol, this is an emission estimate based on economic expenditure and specific emission factors expressed per monetary unit.
[20] Environmentally Extended Input Output (EEIO) database, Eurostat
[21] Environmentally Extended Input Output (EEIO) database, Eurostat
[22] UK Government GHG Conversion Factors for Company Reporting (DEFRA 2024); International Energy Agency (EIA 2024)
[23] Environmentally Extended Input Output (EEIO) database, Eurostat
[24] UK Government GHG Conversion Factors for Company Reporting (DEFRA 2024)
[25] Environmentally Extended Input Output (EEIO) database, Eurostat

remotely, applying appropriate emission factor[26]. The emissions for the Italian perimeter were then extrapolated based on the total number of employees in the Group.

- Category 8 - Upstream Leased Assets: the category has not been evaluated because it is already included in Scope 1 and Scope 2.
- Category 9 – Downstream Transportation and Distribution: Emissions from downstream logistics not covered by the company were reported. These emissions were calculated exclusively for the Italian perimeter using the distance-based method, assigning the appropriate conversion factor to each transport route[27].

It should be noted that the categories excluded from this reporting were deemed not applicable to the organization.[28]

E1-7 – GHG removals and GHG mitigation projects financed through carbon credits

The Group does not participate in GHG removal and storage activities and does not purchase carbon credits to offset its carbon footprint.

E1-8 – Internal carbon pricing

The Group has not adopted internal carbon pricing systems.

[26] UK Government GHG Conversion Factors for Company Reporting (DEFRA 2024)
[27] UK Government GHG Conversion Factors for Company Reporting (DEFRA 2024)
[28] Category 10 is not applicable as the Group does not sell intermediate products requiring further processing; Category 11 is not applicable as the Group does not sell products that require energy for their use; Category 12 has been excluded due to the lack of available information and literature data to reliably estimate the end-of-life treatment of the Group's products; Category 13 is not applicable as the Group does not own leased assets at third-party locations whose emissions are not already included in Scope 1 and Scope 2; Category 14 is not applicable as the Group does not operate franchises; Category 15 is not applicable as the Group does not hold investments.

E2 Pollution

2.3.1 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

E2-1 – Policies related to pollution

As part of the requirements of the ESRS standards with reference to the topic "Pollution", the Double Materiality process has determined as relevant only the topic relating to "substances of concern" and "substances of very high concern", without attributing significant relevance to pollution of air, water and soil.

Having formalized its environmental commitment in the Code of Business Conduct and given the limited volumes[29] of concerning and highly concerning substances used, the Group, while not adopting specific formalized policies on pollution.

In any case, the Group, while not adopting specific formalised policies on pollution, carries out monitoring activities and uses its resources responsibly and efficiently and adopts procedures for the control and treatment of polluting emissions, as required by current regulations and authorisations issued. Hazardous chemicals are identified, labelled and managed in accordance with environmental and health and safety standards. The Group strives to obtain and maintain all the required environmental authorisations and adopts all actions for the management of the requirements and the recording of the necessary controls on its processes, aligned with the best internationally recognised standards.

E2-2 – Actions and resources related to pollution

All production processes that may have potential impacts on environmental pollution are subject to the authorization procedures required by locally applicable regulations.

To control and limit the concentration of concerning and highly concerning substances within environmental matrices, on-site treatment plants have been installed to process wastewater before its discharge into public sewer systems. Control, monitoring, and limitation procedures are implemented for pollutants characterizing wastewater discharges and atmospheric emissions.

Additionally, training programs are conducted for all functions directly involved in managing these monitoring and control processes.

The total investment in 2024 is below the limit of the threshold set and reported within the ESRS 2 section, BP 1.

2.3.2 METRICS AND TARGETS

E2-3 – Targets related to pollution

The Group, while acknowledging the importance of the issue, has not adopted specific targets for substances of concern and very high concern, considering the limited impact of the substances used in its production activities. As reported in the section "E2-5 – Substances of Concern and Substances of Very High Concern", the quantities of substances of concern used are limited and only a small proportion of these leave the plants.

E2-5 – SUBSTANCES OF CONCERN AND SUBSTANCES OF VERY HIGH CONCERN

The table below shows the volumes of substances of concern and very high concern used and which left the plants during 2024.

SUBSTANCES OF CONCERN AND VERY HIGH CONCERN (T)	SUBSTANCES OF CONCERN (SC)	SUBSTANCES OF VERY HIGH CONCERN (SVHC)
TOTAL AMOUNT OF SUBSTANCES OF CONCERN THAT ARE USED DURING PRODUCTION OR THAT ARE PROCURED	**210.6**	**11.1**
CARCINOGENICITY CATEGORIES 1 AND 2	0.6	0.03

[29] The volumes are limited in relation to the applicability thresholds defined by specific European Directives, such as the Seveso Directive, or for authorization requirements related to stored volumes.

OTHER HAZARD CLASSES	210.0	11.1
TOTAL AMOUNT OF SUBSTANCES LEAVING FACILITIES AS PRODUCT, OR PART OF PRODUCT	**0.03**	**0.01**

Substances of Very High Concern (SVHC) are substances that could have serious and irreversible effects on human health and the environment. At European level, Article 57 of the REACH Regulation defines SVHCs as substances recognised as carcinogenic, mutagenic, toxic to reproduction, or as persistent, bioaccumulative and toxic, or very persistent. or as substances with endocrine disrupting properties.

Substances of concern, on the other hand, are substances that:

- meet the criteria to be defined as "substances of very high concern"; or
- is classified in Part 3 of Annex VI to Regulation (EC) No 1272/2008 of the European Parliament and of the Council (36) in one of the following hazard classes or hazard categories:
  - carcinogenicity categories 1 and 2;
  - germ cell mutagenicity categories 1 and 2;
  - reproductive toxicity categories 1 and 2;
  - endocrine disruption for human health;
  - endocrine disruption for the environment;
  - Persistent, Mobile and Toxic or Very Persistent, Very Mobile properties;
  - Persistent, Bioaccumulative and Toxic or Very Persistent, Very Bioaccumulative properties;
  - respiratory sensitisation category 1;
  - skin sensitisation category 1;
  - chronic hazard to the aquatic environment categories 1 to 4;
  - hazardous to the ozone layer;
  - specific target organ toxicity, repeated exposure categories 1 and 2;
- specific target organ toxicity, single exposure categories 1 and 2; or negatively affect the reuse and recycling of the materials contained in the product in which it is present, as defined in the relevant Union product-specific ecodesign requirements.

Data on the volumes of substances of concern and very high concern used and remaining on the product were provided by each production unit or plant[30].

For the Technoprobe America Inc. - Van Nuys (USA) facility, the 2024 data has been estimated based on production volumes, proportionally adjusted in relation to the volumes produced at the Agrate facility, where the same manufacturing processes take place.

Additionally, as a precautionary measure, the volume of SVHC and SOC contained within 8.78% of the total volume of mixtures used at the Harbor facility has been estimated, as it was not possible to obtain information on their exact composition.

[30] The calculation of SVHC and SoC volumes was performed based on the volumes of raw materials used in each production unit throughout the year and the portion of these raw materials that leave the facilities as part of the product. The SVHC and SoC content was determined according to the composition of these substances in the raw materials, as reported in the respective safety data sheets.

E3 Water and marine resources

2.4.1 Impact, risk and opportunity management

Having formalized its environmental commitment in the Code of Business Conduct, the Group has not adopted additional specific formalized policies on water and marine resources. However, recognizing that water is a common good and a valuable resource to be preserved, it strives to reduce water consumption, despite the fact that its direct production operations do not require significant water volumes.
The Group is committed to obtaining and maintaining all environmental permits related to water resource procurement and wastewater discharge from its production processes. It proactively implements all necessary actions to control the required parameters and manage regulatory compliance. Finally, the Group monitors the quantities of water resources sourced and discharged and prevents water pollution resulting from its activities through monitoring and control plans, as well as by implementing on-site industrial wastewater treatment systems.

E3-2 – Actions and resources related to water and marine resources

Considering the limited volumes of water resources currently used, the Group has not adopted specific actions but has promoted initiatives to monitor water consumption.

Within the Group's offices, the largest volumes of water are used for hygienic and domestic purposes. Technoprobe monitors water withdrawals and discharges in all Italian facilities through meter reading monthly and bill reading. Both in terms of use and procurement, the situation represented at the Italian offices is also reflected at the foreign offices. The main use of water resources is domestic, and water is supplied exclusively from public supplies, applying local consumption regulations in periods of greater water scarcity.

If water is used in industrial processes and is discharged at the end of the process, constant monitoring of the quality parameters is active and, if this is required, on-site treatment plants are adopted at the end of the process, before discharge into the public network, in compliance with local regulations. In addition, the water supplied for the production process is mainly used for washing or dilution activities and the diluted solutions are disposed of as waste; the water is minimally dispersed by evaporation.

As far as industrial water discharges are concerned, they are sent to water treatment plants that allow wastewater to be sent to the sewer system that fully complies with the provisions of the discharge limits. The quality of water discharges based on standard effluent parameters is also monitored internally through control and sampling plans.

The total investment in 2024 is below the limit of the threshold set and reported within the ESRS 2 section, BP-1.

2.4.2 Metrics and targets

E3-3 –Targets related to water and marine resources

The Group, while acknowledging the importance of the issue, has not adopted specific targets in the field of water and marine resources, considering that water consumption, understood as the difference between the volume of water withdrawn and discharged, is limited only to production activities, almost all of which are in areas not at risk of water.

E3-4 – Water consumption

The table shows the total water consumption during 2024, with information on consumption relating to water-risk areas. In this regard, the sites in Italy in Catania, in France, in China, in the United States in Van Nuys and Chapel Hill are located in areas of high-water stress[31]. All these sites, except for the Van

[31] The analysis of water risk areas, including those with water stress, and the risk classes considered for the analysis, was conducted using the "Aqueduct" tool, which includes five risk classes (Low, Medium-Low, Medium-High, High, Extremely High). The analysis took into account the Medium-High, High, and Extremely High classes.

Nuys site, are dedicated to office, repair or development activities, with limited water consumption. As of the date of this document, the Van Nuys website is no longer active.

WATER CONSUMPTION (M^3)	2024
TOTAL WATER CONSUMPTION	**22,674**
OF IN AREAS AT WATER RISK, INCLUDING AREAS OF HIGH-WATER STRESS	103

The Group withdraws freshwater from third parties, which is subsequently discharged through the public water system as other water. Data related to water withdrawal and discharge come from self-readings of meters and/or from consumption documentation. For all offices and sites whose processes do not require the use of water, it was reasonably assumed that the volumes of water withdrawal and discharge coincide.

The following tables show the volume of water recycled and reused and water stored during 2024 and the Group's water intensity. It should be noted that the volume of water reused in 2024 comes from the Italian plant in Cernusco Lombardone and refers to the amount of water resulting from the osmosis plant and reused for hygienic purposes.

WATER (M^3)	2024
TOTAL WATER RECYCLED AND REUSED	**252**
TOTAL WATER STORED	-

WATER INTENSITY	2024
WATER INTENSITY (M^3/€ MLN)	**41.8**
TOTAL WATER CONSUMPTION (M^3)	22,674
NET REVENUES (€ MLN)	543

E5 Resource use and circular economy

2.5.1 Impact, risk and opportunity management

E5-1 – Policies related to resource use and circular economy

Having formalized its environmental commitment in the Code of Business Conduct, the Group has not adopted specific formalized policies on resources and circular economy. However, the Group monitors the volumes of incoming materials and waste produced, implementing identification and labelling procedures, and using appropriate technologies to limit environmental risks.

E5-2 - Actions and resources related to resource use and circular economy

In the absence of formalized policies on resources and circular economy, the Group has not adopted specific actions but has promoted initiatives to reduce waste production and promote the recovery.

As for the household waste produced within the work areas, this is collected separately and, together with this action, continuous awareness among the workforce is promoted to create awareness of the personal contribution to protecting the environment. Special waste deriving from production activities is managed by adopting the best available technologies and, where possible, material or energy recovery operations are preferred over disposal. Dedicated areas have been set up at the production sites for the temporary storage of special waste and the areas have been created in such a way as to prevent any form of soil or groundwater pollution. Finally, the waste is placed in areas covered by atmospheric agents, paved and equipped with safeguards to prevent any spills.

The generation of waste depends on the specificity of the Group's business. Locations that carry out design, customer service, or repair activities do not produce industrial waste. These sites mainly deal with the management of non-hazardous municipal waste, such as packaging, paper or cardboard, activating, where possible, recycling and reuse processes of materials, such as boxes and foam fillers. Where there is a real production process, a description of the types of waste produced has been provided; industrial waste disposal processes are active through authorized third-party companies.

The total investment in 2024 is below the limit of the threshold set and reported within the ESRS 2 section, BP-1.

2.5.2 Metrics and targets

E5-3 – Targets relate to resource use and circular economy

Considering that the use of resources and the subsequent production of waste are intrinsic to production activities, the Group, while acknowledging the importance of the issue, has not adopted specific objectives in terms of resources and the circular economy.

E5-4 – Resource inflows

To carry out its activities, the Group mainly purchases the following types of basic materials: printed circuit boards (PCBs), metal alloys, electronic components, silicon, process solutions for chemical surface treatments. Auxiliary materials are also used in the production process, such as: chemicals, pastes, resins, welding wires and technical gases. Packaging material is also used to convey shipments of the product. Finally, the Group purchases machinery used in the production process and technological devices.

The following table shows the weight of incoming products and materials, and the percentage of biological and secondary materials during 2024.

RESOURCE INFLOWS (T)	2024
TOTAL WEIGHT OF PRODUCTS AND MATERIALS USED	**1,016**
BIOLOGICAL MATERIALS (%)	-
TOTAL WEIGHT OF REUSED OR RECYCLED MATERIALS OR COMPONENTS	0.23
REUSED OR RECYCLED MATERIALS OR COMPONENTS (%)	0.02

As regards the methodology for calculating the weight of incoming products and materials, the purchase orders for each material that contributes to the construction of the Probe Card have been selected. Where necessary, some estimates have been made on the basis of primary data relating to the number of pieces and average weight.

E5-5 – Resource outflows

Products and materials

The Probe Card is a device designed on the technical specifications of the chip it has to test and this characteristic makes the durability of the probe card variable according to the characteristics of the chip itself. The specifications of the chip vary based on two main factors: the market segment served (including Consumer, Automotive, Industrial, Artificial Intelligence) and the technology supported. Market segments that require high performance data processing capabilities, mainly Artificial Intelligence and Consumer, are also those that require a greater evolution of the supporting technology. These intrinsic characteristics make it difficult to identify reference indicators or benchmarks, also considering the absence of a sector reading that has defined an indicator of average durability of these products. In order to increase the durability of its products, at the customer's request, the Group is able to intervene at the maintenance level, replacing the needles and probes of the probe cards. The organization is engaged in internal studies and in-depth studies on the issues of durability and repairability of its products.

Waste

During 2024, the Group generated a total of 2,871 tonnes of waste, of which 565 tonnes were hazardous waste[32]. Of the total waste generated, 2,742 tons (95%) were not sent for recycling.

The table below shows the total amount of waste destined for recovery and disposal during 2024.

DESTINATION OF WASTE (T)	HAZARDOUS WASTE	NON-HAZARDOUS WASTE	TOTAL
TOTAL WASTE DIVERTED FROM DISPOSAL	**201**	**267**	**468**
PREPARATION FOR REUSE	-	1	1
RECYCLING	122	7	129
OTHER RECOVERY OPERATIONS	79	259	338
TOTAL WASTE DIRECT TO DISPOSAL	**364**	**2,039**	**2,403**
INCINERATION	33	21	54
LANDFILL	58	33	91
OTHER DISPOSAL OPERATIONS	273	1,985	2,258

The special hazardous waste disposed of in greater quantities is waste consisting of galvanic solutions, acids, pickling bases, solvents, empty contaminated packaging, rags. As far as special non-hazardous waste is concerned, this is waste consisting of industrial discharges not destined for the treatment plant,

[32] The Group has not produced radioactive waste.

condensate water or washing water, filter-pressed sludge deriving from the treatment of process water, paper and cardboard packaging, ferrous metal shavings, wood and mixed packaging.

With reference to the methodology for calculating the weight of waste, for all Italian sites the classification of waste takes into account the categories defined by Legislative Decree 152 of 2006, while for foreign sites they have been classified according to local legislation. Specifically, for the Technoprobe America Inc. - Van Nuys (US) facility, the 2024 data has been estimated based on production volumes adjusted in proportion to the volumes produced at the Agrate facility, where the same manufacturing processes are carried out.

The mass balance between incoming and outgoing flows of resources does not balance since water is used by dilution in some production processes, then disposed of as waste; In addition, in the event of a water treatment plant shutdown, the discharge is disposed of as waste.

Social information

S1 OWN WORKFORCE

3.1.1 STRATEGY

ESRS 2 SBM-3 – Material impacts, risks and opportunities and their interaction with strategy and business model

As indicated in the chapter "ESRS 2 General Information", section "SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model" Technoprobe has carried out a Double Materiality analysis, aimed at highlighting the material impacts that the Group could contribute to generating on its workforce, and the material risks and opportunities to which the Group could be exposed. The exercise of Double Materiality considered all categories of workers.

Assessing the nature of the Group's activities, no significant risks related to episodes of child labour, forced or forced labour were detected and, at the same time, the presence of workers with characteristics who may be more exposed to the negative impacts identified, whether current or potential, did not emerge. Group workers may still be exposed to any impacts deriving from operations.

The Group recognizes the importance of human capital as a key element for success and continuous innovation. For this reason, it is committed to ensuring adequate working conditions, with reference to health and safety issues and the development of solid relationships with members of its workforce and their representatives, to promote well-being, development and professional continuity and to protect their confidentiality. Investments in the workforce are central and not only enable the organization to face technological and market challenges, but also generate a stimulating environment in which retention, a key element of business continuity, is also fostered.

Please refer to "ESRS 2 General Information", section "SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model", for more details on the impacts, risks and opportunities related to own workforce, and their interaction with the Group's strategy and business model.

3.1.2 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

S1-1 – Policies related to own workforce

The Group has adopted specific policies to manage the impacts, risks and opportunities associated with it, including the Code of Business Conduct[33], the Health and Safety Management System and the Information Security Policy.

The following are the aspects of the Code of Business Conduct that describe the Group's commitments with reference to its workforce:

- <u>Personal contribution, respect for the individual and fair treatment</u>: recognizing its workers as the key to success, the Group intends to constantly develop personal and professional skills and is committed to promoting staff training and participation in activities at all levels of the company; it respects personal dignity and privacy and the rights of every worker, committing to keep the workplace free from discrimination, coercion and harassment. Respect, dignity and fairness are qualities that distinguish the relationship between the Group's employees, who deserve to do their best work in a safe, clean and welcoming place.
- <u>Protection of personal data</u>: the Group respects the confidentiality of the personal data of its workforce and is committed to ensuring that data is acquired ethically and legally and used only for the purposes permitted by law. It is our ongoing commitment to protect the confidentiality of such information and to comply with the requirements of laws and regulations regarding the

[33] For further information on the Code of Business Conduct adopted by the Group, please refer to section "G1-1 Business conduct policies and corporate culture".

privacy and related security of information, when it must collect, store, process, transmit and share personal information.

- Health and safety: the Group recognises its duty to guarantee the health and safety and overall physical and mental well-being of all its workers, as well as consultants and visitors to its sites. All Group companies must ensure that everything possible has been done to ensure the health and safety of their employees, preventing the risk of accidents at work or injuries, which may harm the health of the individual or affect the ability to perform their work.

Technoprobe has adopted an Occupational Health and Safety Management System (“OHSMS), implemented on all Italian sites not subject to certification by a third party. The OHSMS is in any case aligned with the provisions of Article 30 of Legislative Decree no. 81/2008 and subsequent amendments and additions and the ISO 45001 standard, in compliance with the provisions expressed by Legislative Decree no. 231/2001. The Parent Company promotes the adoption of management systems for the protection of health and safety at work at all sites belonging to the Group, in accordance with the principles of protection expressed in the Code of Business Conduct. Technoprobe Korea has certified its occupational health and safety management system according to UNI ISO 45001, while other companies promote the health and safety of workers in accordance with local regulations. In line with the provisions of the aforementioned regulations, the responsibilities of individual company figures are defined in the System, whether they hold hierarchical roles, with reference to the obligations provided for by the local legislation in force, or whether they hold roles functional to the application of the system itself in the company context.

With reference to the Information Security Policy, applicable to all Group companies and approved by the Management in April 2023, Technoprobe is committed to protecting the confidentiality of the privacy of its workforce, complying with national and international regulations (including, the General Data Protection Regulation) regarding the processing of personal data and their security. The policy provides for the involvement of the entire workforce in the implementation and periodic review of the Information Security Management System, and in the reporting of any negative events.

S1-2 – Processes for engaging with own workforce and workers' representatives about impacts

The Group's commitment to its workforce is also reflected in dialogue and listening, and in the awareness that these are fundamental elements to ensure the long-term sustainability of professional relationships. In 2024, the Group did not adopt a structured process to involve the workforce with regard to impacts but is committed to engage its workforce through specific methods with respect to each case that may arise, including, for example, periodic meetings and informal meetings with management, internal questionnaires and community initiatives. The Parent Company intends to launch a structured listening process starting from 2025 and will therefore implement an employee engagement survey, a tool aimed at promoting structured listening to the workforce. Through the employee engagement survey, Technoprobe intends to promote a holistic approach to analyze the perception of engagement and/or any dissent, build targeted and recovery actions, promote an evidence-based culture and identify objective Key Human Indicators that make it possible to measure the contribution of Top Management in improving the experience of the workforce throughout the organization.

With reference to health and safety issues, Technoprobe promotes the election of workers' safety representatives, designated in accordance with the procedures provided for by current law, who are entrusted with the tasks of representing all workers working at a specific site in active participation in the risk assessment and prevention system of the environment in which they operate. Workers' representatives are consulted on the planning, the start of risk assessment activities and receive information on dangerous substances and mixtures, machines and plants, organisation of the workplace, accidents and occupational diseases, fire prevention and emergency management and for the identification, planning and verification of the implementation of prevention measures in the company on an annual basis. Joint inspections of the work areas and specific moments of sharing are organized, aimed at sharing the results of the individual risk assessments in a timely manner.

S1-3 – Processes to remediate negative impacts and channels for own workers to raise concerns

The Group undertakes to assess and monitor its impacts on the workforce, as well as to ensure effective management of any negative impacts that it may directly or indirectly cause on its workers. To this end, the Group has adopted tools aimed at involving, raising awareness and empowering the workforce, including the Code of Business Conduct, the Organisational Model, the Global Whistleblowing Policy and internal reporting systems, the Health and Safety Management System, and the related communication and training activities.

In its constant commitment to promoting a corporate culture characterised by virtuous behaviour and a Corporate Governance system that prevents the commission of offences, the Group recognises the importance of having a specific procedure governing the reporting of unlawful conduct. In accordance with the provisions of Legislative Decree 2023/24 and Directive 2019/193/EU, the Group has adopted a Global Whistleblowing Policy and an own reporting channel, available to workers[34].If an individual in the workforce believes that the work environment does not reflect what is described in the Code of Business Conduct, he or she has the option of making an anonymous report to the Human Resources function. A process has been established that ensures confidentiality, anonymity and protection for those who make such reports, and that protects those who make reports from the danger of retaliation.

S1-4 – Taking action on material impacts on own workforce, and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions

In order to enhance its positive impacts, mitigate negative impacts, and manage risks and opportunities related to its workforce, Technoprobe has implemented a series of initiatives aimed at promoting adequate working conditions, fostering well-being and development, and protecting privacy. The company ensures that these initiatives do not contribute to further negative externalities on the workforce, also by monitoring any concerns through the Whistleblowing channel or other available mechanisms.

To protect the health and safety of employees, Technoprobe carries out an assessment of all risks, constantly updated in relation to changes in the workplace and production processes and following significant events that highlight the need for them,and draws up an audit plan that provides for the verification of the application and effectiveness of the procedures adopted in the context of the Health and Safety Management System. The results of these activities give rise to a program of measures aimed at ensuring the improvement of the levels of protection. The performance of the program is shared through periodic meetings with the Employer, delegates and managers for the protection of company health and safety and discussed during the Annual Management Review. Information and training programmes are envisaged aimed at nurturing the active role of workers in reporting unsafe conditions and near misses to their managers, and determining, with the support of the prevention and protection service, the actions necessary to avoid the recurrence of such conditions. The company has defined a specific procedure for communicating and managing unwanted events, which are recorded punctually and analyzed to determine their causes. Training and information activities are an integral part of the measures implemented by Technoprobe to contain the number of accidents at work.

Technoprobe is a leading player in industrial relations; the colloquialities are active and current. There are many discussion tables: from the Equal Opportunities Committee to the Training Committee. Since 2019, Technoprobe, together with the Social Partners, has been punctually signing an internal contract.

With a view to actively contributing to sustainable development on employment issues, and recognizing the Group's need to attract qualified profiles among its workforce, in 2024 the Group continued to hire staff and consolidate relations with secondary schools, universities and research centres. More than 100 young people have been hosted in the Italian offices of Technoprobe in PCTO projects and its presence in the context of Hiring Days promoted by Institutes has been confirmed.

[34] For more information, please refer to section "G1-1 Business conduct policies and corporate culture".

The Group guarantees adequate remuneration consistent with the provisions of the CCNL, increased based on the path of the workforce and the results of periodic benchmarking analyses. Technoprobe has designed a corporate welfare plan that includes two main guidelines:

- the activation of a series of free services, including tax advice (in 2024 more than 300 declarations submitted) and legal advice (in 2024 more than 100 hours), agreements with service and product structures in the territory where Technoprobe has its offices in Italy, economic support worth € 1,000 dedicated to families in the context of a new birth, reimbursement of public transport passes (in 2024 435 reimbursed subscriptions);
- the adoption of a digital platform in which employees can convert the entire amount, or a part, of the performance bonus agreed with the Social Partners into the purchase of certain services (including services and/or products dedicated to education, sports services, social security fund, travel). By exercising this choice, the employee benefits from a complete tax exemption of the performance bonus, and therefore from greater purchasing power which is strengthened by Technoprobe's choice to make available an on-top increase of 30% on the part spent. In 2024, 83% of the value disbursed was converted into credits that can be spent on the platform.

With reference to wellbeing, Technoprobe has been providing a free flu vaccination service for more than five years now. In addition, during the year 2024 the Innovation Makers Club continued to offer Technoprobe workforce a series of initiatives aimed at encouraging socialization among colleagues and spending quality time together outside of work. 21 initiatives were organized involving 993 employees.

Training is a fundamental activity for the Group. For a company that operates in frontier technology, the continuous growth, learning and updating of its workforce are essential to meet the needs of the market and maintain a high standard. This approach applies across the entire workforce and with dedicated paths for those who work in the field of research and development, in the Technology and Manufacturing areas and to production operators.

The proposed training course is structured with an initial induction phase dedicated to new hires and a specific training plan declined for the various functions and on the individual task. This path may include training:

- internal on-the-job, in which knowledge sharing represents a relevant and continuous factor for the growth of skills and methodologies, ensuring homogeneous standards, in all sectors and departments;
- methodological with courses for 6 Sigma certifications (Green Belt, Yellow Belt), interfunctional knowledge and project management;
- on soft skills, with management courses involving low, middle and high management, and English language;
- mandatory by law and regulatory compliance on various issues, including confidentiality, conduct in production, health and safety.

About the confidentiality of employee data, the Privacy Team, under the supervision of the DPO, annually updates the privacy organisational document. 2024 also saw the implementation of a new technological tool for the integrated management of employee data, which involved verification of compliance with privacy legislation.

The Group has not adopted a structured process to monitor and evaluate the effectiveness of the aforementioned initiatives. However, the Parent Company intends to launch a structured listening process starting in 2025.

In 2024, the total investment in these initiatives is below the set threshold, as reported in section ESRS 2 – BP 1.

3.1.3 METRICS AND TARGETS

S1-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

The Group, while recognising the importance of the issue, has not adopted specific formalised targets regarding its own workforce.

S1-6 – Characteristics of the undertaking's employees

As of December 31, 2024, the Group's headcount comprises 3,355 employees[35]. The table shows the breakdown of the Group's employees, broken down by countries with significant employment[36] and by gender.

GROUP EMPLOYEES IN 2024

COUNTRY	MALE	FEMALE	OTHER	NOT REPORTED	TOTAL
TOTAL	**2,148**	**1,207**	**-**	**-**	**3,355**
ITALY	1,171	553	-	-	1,724
TAIWAN	279	210	-	-	489
REST OF THE WORLD	698	444	-	-	1,142

As a demonstration of the Group's commitment to creating a stable working environment, 97.6% of employees are employed on a permanent basis. 98.8% of employees are employed full-time.

The following tables show the number of employees by type of contract and by gender.

TYPE OF CONTRACT	MALE	FEMALE	OTHER	NOT REPORTED	TOTAL
TOTAL	**2,148**	**1,207**	**-**	**-**	**3,355**
PERMANENT	2,084	1,189	-	-	3,273
TEMPORARY	64	18	-	-	82
NON-GUARANTEED HOURS	-	-	-	-	-

TYPE OF CONTRACT	MALE	FEMALE	OTHER	NOT REPORTED	TOTAL
TOTAL	**2,148**	**1,207**	**-**	**-**	**3,355**
FULL-TIME	2,137	1,177	-	-	3,314
PART-TIME	11	30	-	-	41

During 2024, the Group recorded a turnover rate[37] of 14% with exits of 477 employees.

S1-8 – Collective bargaining coverage and social dialogue

At the level of the European Economic Area, the percentage of Group employees covered by collective bargaining agreements is 99.7%. In particular, about the Italian perimeter, all employees are covered by collective bargaining agreements. In addition, at the level of the European Economic Area, the percentage of Group employees covered by workers' representatives is 99.7%. As regards the Italian perimeter, all employees are covered by workers' representatives. There are no employee agreements

[35] The number of employees is indicated in *headcount* as at 31 December 2024. For further details, please also refer to section "7.1 Funds for personnel" of the Annual Financial Report.
[36] Countries where Technoprobe has 50 or more employees representing at least 10% of the total number of employees.
[37] The turnover is calculated as the ratio between the number of employees who left the Group in 2024 and the total number of employees as of December 31, 2024.

in the Group for representation by a European Works Council (EWC), a Works Council of a European Company (SE) or a Works Council of a European Cooperative Society (SCE).

S1-10 – Adequate wages

In accordance with the Code of Business Conduct or, where applicable, collective bargaining agreements or local regulations, all employees of the Group receive an adequate salary.

S1-14 – Health and safety metrics

In the Group, 53% of employees are covered by a Health and Safety Management System. In particular, Technoprobe and Technoprobe Korea have adopted a Health and Safety Management System compliant with the UNI ISO 45001 standard that covers all employees in Italy and Korea. The Technoprobe Korea System is certified by a third-party body.

During 2024, the Group recorded a total of 9 work-related injuries. The rate of work-related injuries is 1.65[38]. It should be noted that during the year the Group recorded no fatalities as a result of work-related injuries or work-related ill health, involving its workforce or other workers working at its sites.

S1-16 – Compensation metrics (pay gap and total compensation)

At Group level, the gender pay gap[39] is 29%; men's average gross hourly remuneration during 2024 is €20.61, women's is €14.63.

The skills required by the sector in which the Group operates are mainly to be found in the STEM (science, technology, engineering, and mathematics) fields. Even today, the disciplines included in this area still suffer from a disproportion in terms of gender in favour of men, and in some geographical areas where the Group operates, this is still a cause of gender pay gap.

The annual total remuneration ratio of the highest paid individual to the median annual total remuneration for all employees (excluding the highest-paid individual) is 69.11.

S1-17 – Incidents, complaints and severe human rights impacts

During 2024, the Group companies did not record any incident of discrimination. In addition, no complaints were filed through the channels set up by the Group or through the OECD's National Contact Points for Multinational Enterprises. Consequently, the total amount of fines, penalties and compensation for damages is 0.

During 2024, the Group companies did not record any severe human rights incidents related to the workforce and, consequently, the total amount of fines, penalties and compensation for damages is 0.

[38] The rate of work-related injuries is calculated as the ratio between the number of work-related injuries and the number of hours worked, multiplied by 1,000,000.
[39] The gender pay gap is defined as the difference between the average pay levels of female and male employees, expressed as a percentage of the average pay level of male employees.

S2 Workers in the value chain

3.2.1 STRATEGY

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

As indicated in the chapter "ESRS 2 General Information", section "SBM-3 Significant impacts, risks and opportunities and their interaction with the strategy and business model" Technoprobe has carried out a Double Materiality analysis, aimed at highlighting the material impacts that the Group could contribute to generating on workers in its value chain and the relevant risks and opportunities to which the Group could be exposed. The Double Materiality exercise took into account all categories of workers in the value chain; these include, mainly, individuals who work for organizations located within the upstream value chain, i.e. workers of suppliers of goods and services for Group companies.

The Group is aware that the upstream value chain could be exposed to significant criticalities, in particular with regard to inadequate working conditions and violations of the human rights of the workers involved. These critical issues can emerge in the early stages of extraction and processing of the raw materials used, which are often carried out in geographical areas characterized by high levels of risk. Certain systemic situations can therefore have serious consequences for workers, including possible exploitation, dangerous working conditions and poor protection of fundamental rights. While not having direct business relationships with the companies involved in the phases described, the Group is committed to promoting ethical and sustainable practices along the value chain, through the promotion of its Codes of Conduct, and by adopting a proactive approach to identify, prevent and mitigate the negative impacts associated with working conditions and human rights. collaborating, as far as possible, with its direct suppliers. The Group constantly monitors the practices of its suppliers and promotes transparency and accountability throughout the value chain.

Please refer to “ESRS 2 General Information”, section “SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model”, for more details on the impacts, risks and opportunities related to value chain workers, and their interaction with the Group's strategy and business model.

3.2.2 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

S2-1 – Policies related to value chain workers

The Group has adopted specific policies to manage the impacts, risks and opportunities associated with workers in the value chain; in continuity with the Code of Business Conduct, the Group defined and adopted in March 2023 a specific Supplier Code of Conduct (“Code”) applicable to all Group companies and approved by the Vice President of Technoprobe.

The Code aims to ensure that the products and services offered by the Group are manufactured within a supply chain that complies with international standards and in compliance with the commitments made; In order to ensure continuity in terms of supply and, consequently, also business continuity; the Group expects all suppliers to promote and adopt ethically and socially sustainable business models, which guarantee environmental protection, the protection of the health, safety, dignity and fundamental human rights of all workers involved.

The Code is based on the UN Guiding Principles on Business and Human Rights and has been prepared in accordance with internationally recognised standards, including the ILO Declaration on Fundamental Principles and Rights at Work and the UN Universal Declaration of Human Rights. Specifically, the organizations supplying services and goods to the Group undertake to comply with all applicable regulations and the principles of the Group's Supplier Code, which expressly mentions the following behaviours:

- respect for and promotion of human rights;

- respect for the dignity of every person, ensuring a working environment and personnel selection procedures free from any form of discrimination;
- the prohibition of using any form of forced labour or any other form of illegal labour exploitation;
- the prohibition of employing staff under the age of 15, or under the age necessary to complete compulsory schooling, or under the minimum age declared by the State, considering among these the greatest;
- respect for the right of workers to establish and participate in the trade union activity of their choice;
- the guarantee of fair compensation for all workers;
- compliance with health and safety laws and regulations, and the availability of a healthy and safe working environment to all employees;
- compliance with privacy rules and regulations.

Technoprobe periodically verifies the compliance of its suppliers with the principles and standards set out in the Code and has also set up a violation reporting system to ensure the confidentiality and integrity of the reports and the protection of the identity of the whistleblower, prohibiting any form of discrimination or retaliation against him/her. No cases of non-compliance with the UN Guiding Principles on Business and Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work or the OECD Guidelines for Multinational Enterprises, involving workers in the value chain, were reported during 2024.

S2-2 – Processes for engaging with value chain workers about impacts

[24] There is no structured Group process for the involvement of value chain workers with regard to impacts, but the most suitable method of involvement is assessed, on a case-by-case basis, to incorporate points of view and expectations.

S2-3 – Processes to remediate negative impacts and channels for value chain workers to raise concerns

The Group undertakes to assess and monitor its impacts on workers in the value chain, as well as to ensure effective management of any negative impacts that it may directly or indirectly cause on them. It is for this reason that the Group has adopted tools, including the Code of Business Conduct, the Supplier Code of Conduct and the Global Whistleblowing Policy aimed at involving, raising awareness and empowering its suppliers.
In accordance with the provisions of Legislative Decree 2023/24 and Directive 2019/193/EU, the Group has adopted a Global Whistleblowing Policy and a reporting channel, available to suppliers and their workers, a specific tool that governs the reporting of unlawful conduct1.
Through the Supplier Code of Conduct, the Group requires its suppliers to ensure suitable reporting channels that allow its employees to report, even anonymously, any violations of the principles expressed in the Code. Specifically, each supplier is required to ensure confidentiality, confidentiality, anonymity and protection for employees who make such reports, introducing a process that protects those who make reports from the danger of retaliation.

S2-4 – Taking action on material impacts on value chain workers, and approaches to managing material risks and pursuing material opportunities related to value chain workers, and effectiveness of those action

The Group, while acknowledging the importance of the issue, has not taken specific actions on value chain workers.

3.2.3 METRICS AND TARGETS

S2-5 – Targets related to managing material negative impacts, advancing positive impacts, and managing material risks and opportunities

The Group, while acknowledging the importance of the issue, has not adopted specific formalised objectives regarding value chain workers.

S3 Affected communities

3.3.1 STRATEGY

ESRS 2 SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model

As indicated in the chapter "ESRS 2 General Information", section "SBM-3 Impacts, risks and significant opportunities and their interaction with the strategy and business model" Technoprobe has carried out a Double Materiality analysis, aimed at highlighting the material impacts that the Group could contribute to generating on the community, and the material risks and opportunities to which the Group could be exposed. The Double Significance exercise considered all the local communities on which the Group could contribute to producing significant impacts, or the risks and opportunities to which it could be exposed. The affected local communities referred to include those who live and work near the Group's operating sites, as well as those along the Group's value chain.

The Group is aware that local communities along the upstream value chain could be exposed to significant challenges; these critical issues, due to systemic conditions, may emerge in particular in the early stages of extraction and processing of raw materials, which often take place in geographical areas characterized by high levels of risk. Although the Group does not have direct business relationships with the companies involved in the phases described, it is committed to promoting ethical and sustainable practices along the value chain, through the promotion of its Codes of Conduct, and collaborating, as far as possible, with its direct suppliers.

The Group is committed to strengthening the relationship between the company and local communities, guided by the principle of “acting as a community of people” rather than merely as an organization. In particular, it promotes training initiatives focused on the Group’s core competencies and business areas, dedicated to young people and local institutions.

Please refer to “ESRS 2 General Information”, section “SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model”, for more details on the impacts, risks and opportunities related to communities, and their interaction with the Group's strategy and business model.

3.3.2 IMPACT, RISK AND OPPORTUNITY MANAGEMENT

S3-1 – Policies related to affected communities

The Group has not adopted specific policies regarding the communities concerned but directs its commitment within the principles and values contained in the Code of Business Conduct[40]. Among the aspects of the Code of Business Conduct that describe the Group's commitments are:

- The development, at the local level, of strong relationships with governments and communities, in order to establish a relationship of trust, to preserve the Technoprobe brand and to foster a balanced decision-making process;
- the commitment to respect local customs and traditions and, when possible, to facilitate integration into business activities.

Aware of the role that companies play in the community, the Group is actively involved in solidarity projects.

S3-2 – Processes for engaging with affected communities about impacts

There is no structured Group process for the involvement of local communities in relation to impacts, but the most suitable method of involvement to incorporate points of view and expectations is assessed, on a case-by-case basis. In line with the requirements of the CSRD, Technoprobe has actively involved

[40] For more information on the Code of Business Conduct, please refer to section “G1-1 Business conduct policies and corporate culture”.

a sample of Lombardy associations in the Double Materiality process, collecting some information about the relevance of the impacts generated by the Group.

S3-3 – Processes to remediate negative impacts and channels for affected communities to raise concerns

The Group is committed to assessing and monitoring its impacts on communities, as well as ensuring effective management of any negative impacts that it may directly or indirectly cause on them.

In accordance with the provisions of Legislative Decree 2023/24 and Directive 2019/193/EU, the Group has adopted a Global Whistleblowing Policy and a reporting channel, available to third parties[41].

S3-4 – Taking action on material impacts on affected communities, and approaches to managing material risks and pursuing material opportunities related to affected communities, and effectiveness of those actions

With reference to the management of the positive impacts related to local communities, the Group adopts a proactive approach. Below is a summary of the initiatives implemented by Technoprobe during 2024, specifically focused on job placement paths for people with fragility and youth employment.
Aware of the complexity of introducing people with fragility in the world of work in Italy, Technoprobe's commitment to the “Isola formativa ForMe – un ponte verso il lavoro” initiative born from the collaboration between Technoprobe and Cooperativa Sociale Il Grappolo continued in 2024. The initiative aims to guarantee nine trainees a training course that accompanies them towards the world of work, returning professional profiles sought after in the market, including profiles such as mechanical installer, mechanical maintenance technician and logistics and shipping warehouse operator.

Technoprobe, together with Confindustria Lecco and Sondrio, in 2024 continued to support the course of study with a focus on Electronics and Electrotechnics at the I.T.S. Viganò in Merate. The course aims to train young people in the field of materials and construction technologies of electronic systems, providing a solid preparation in the design, implementation and management of electrical, electronic, automation and robotics systems, skills that are more decisive than ever for the evolution of the contemporary world. The proposal is a study of theoretical concepts combined with laboratory activities which, responding to specific sectors of use and in compliance with technical regulations, allow students to develop highly strategic practical skills. There were 47 students enrolled in the electronics track for the 2023/2024 school year.

The total investment in 2024 is below the limit of the threshold set and reported within the ESRS 2 section, BP-1.

3.3.3 Metrics and targets

S3-5 – Targets related to managing material negative impacts advancing positive impacts and managing material risks and opportunities

The Group, while acknowledging the importance of the issue, has not adopted specific formalised objectives regarding the communities concerned.

[41] For more information, please refer to section “G1-1 Business conduct policies and corporate culture”.

S4 Consumers and end-users

3.4.1 Strategy

ESRS 2 SBM-3 – Material impacts and risks and opportunities and their interaction with strategy and business model

As indicated in the chapter "ESRS 2 General Information", section "SBM-3 Material impacts, risks and opportunities and their interaction with the strategy and business model" Technoprobe has carried out a Double Materiality analysis, aimed at highlighting the material impacts that the Group could contribute to generating on its customers and end users, and the material risks and opportunities to which the Group could be exposed. The Double Materiality exercise considered all categories of customers and end users. For the Group, the satisfaction of its customers, especially in terms of the quality of the products supplied and in terms of the protection of their sensitive information, is a priority. At the heart of the Group's model is the continuous search for innovative solutions that can satisfy a market that has constant evolution and customers with diversified needs. Considering this fundamental aspect, effective customer relationship management becomes the key factor in creating a favourable impact on the Group's results and reputation.

Please refer to “ESRS 2 General Information”, section “SBM-3 Material impacts, risks and opportunities and their interaction with strategy and business model”, for more details on the impacts, risks and opportunities related to consumers and end users, and their interaction with the Group's strategy and business model.

3.4.2 Impact, risk and opportunity management

S4-1 – Policies related to consumer and end-users

As a demonstration of its commitment to customers, the Group has adopted specific policies and procedures to manage the impacts, risks and opportunities associated with them. These include the principles and guidelines contained in the Code of Business Conduct.

The aspects of the Code of Business Conduct that describe the Group's commitments to its customers are product quality and customer satisfaction, which are the basis of the Group's values and business strategies. To this end, the Parent Company and its subsidiaries are constantly committed to maintaining a high level of innovation in product quality and safety, through continuous listening to needs and expectations, also with a view to sustainability and restrictions on product contents. In the decision-making process relating to product quality, the Group places the protection of its customers' interests first through the promotion of open, constructive and timely communication with interested parties.

To prevent unintentional behaviour from causing problems or threats to the security of the Group's data and equipment, the Information Security Policy was adopted, approved in April 2023. The general guideline is that any data, in the broadest sense of the term, that becomes known in the course of work is to be considered confidential and must not be communicated or disclosed unless otherwise specifically authorized by the company. Technoprobe has put in place the internal procedure for the Management of Confidential Information, which aims to raise the attention and awareness of the workforce on the importance of confidential company information and therefore the necessary protection of the same, as well as to guarantee the same degree of protection also to the company know-how of third parties (Technoprobe as the Receiving Party).

S4-2 – Processes for engaging with consumers and end-users about impacts

The Group has established a continuous dialogue with its customers, through the structuring of direct and dedicated relationships. In this context, the figures pertaining to the sales area are the fundamental channel between the Group and the customer and are responsible for collecting requests and listening to requests on products and on the Group. During 2024, and in the context of the preparatory activities for this CSRD Sustainability Statement, the Parent Company actively involved a sample of customers in the Double Materiality process, collecting some information on the significance of the impacts generated by the Group.

S4-3 – Processes to remediate negative impacts and channels for consumers and end-users to raise concerns

As regards the downstream segment of the value chain, Technoprobe pays constant attention to the satisfaction of its customers, through continuous monitoring of product non-conformities and the expectations in terms of sustainability expressed by customers towards the Group.
At the operational level, the management of non-conformities is governed by the Procedure for the management of non-conformities and improvement actions. This procedure applies to non-conformities, improvement and containment actions relating to the cycle of products and services offered by the company. This aims to define the responsibilities and methods of detection, through recording, treatment and analysis of non-conformities of product, process and quality system in order to:

- avoid providing the customer with products with defects that make them not correspond to the specifications or that may in any way affect the functionality and reliability of the product itself;
- avoid repeating behaviours or flows that lead to product or process non-conformities to improve company performance.

The procedure defines the responsibilities and methods for issuing, managing and evaluating the effectiveness of corrective and preventive actions, in the face of non-conformities detected and provides the Group with a useful tool for monitoring and measuring company performance and customer satisfaction.

In accordance with the provisions of Legislative Decree 2023/24 and Directive 2019/193/EU, the Group has adopted a Global Whistleblowing Policy and a reporting channel available to third parties[42]. In addition, for the management of complaints, the Group has set up an internal database in which the complaints received are recorded, assigned to an owner who performs an analysis to define the causes and the related corrective actions.

S4-4 – Taking action on material impacts on consumers and end-users, and approaches to managing material risks and pursuing material opportunities related to consumers and end- users, and effectiveness of those actions

With a view to responding promptly to customer needs, in consideration of the extremely personalized nature of the product, the Group adopts an equally personalized management of the relationship with the customer, also taking into account the geographical and cultural peculiarities.

In this context, the Group stands out as a key partner in the supply of advanced technologies that meet the rigorous standards of quality, reliability and performance of its customers. As a demonstration of its commitment, during 2024, the Group was the recipient of TSMC's “Excellent Performance Award 2024” and Intel's “EPIC Distinguished Supplier Award”. In addition, the Group was awarded the title of "THE BEST Supplier of 2024" and “RANKED 1st by TechInsights”, for the "Test Subsystems" sector, obtaining the highest scores in the "Recommended Supplier" and "Partnering" categories.

With reference to the management of risks and potential negative impacts related to customers, Technoprobe has obtained, from a third-party body, the certification of its Information Security Management System according to the UNI ISO 27001:2022 standard. In the context of this system, a Vulnerability Assessment and Penetration Test is carried out annually with an impact on the entire perimeter of the Group and, from the results of this verification, any remediation plan is born.

Technoprobe has outsourced its datacenter, entrusting the service and monitoring to an external company certified according to UNI ISO 27001, UNI ISO 27017 and UNI ISO 27018 standards. No complaints were received during the year regarding customer data breaches.

[42] For more information, please refer to section “G1-1 Business conduct policies and corporate culture”.

3.4.3 Metrics and Targets

S4-5 – Targets related to managing material negative impacts, advancing positive impacts and managing material risks and opportunities

The Group, while recognising the importance of the issue, has not adopted specific formalised targets for consumers and end-users.

Governance information

G1 Business conduct

4.1.1 Impact, risk and opportunity management

G1-1 – Business conduct policies and corporate culture

The Group's activities are governed by integrity, honesty, commercial transparency and complete compliance with the law, with a constant commitment to improving results in this area. This commitment is reflected in the set of policies that the Group has adopted to ensure a business that respects the highest standards of integrity and fairness.

The Group has introduced a Code of Business Conduct ("Code") which represents a guideline for the activities that take place within Technoprobe and its subsidiaries, and with which the workforce and suppliers are required to comply. The Code specifies the principles that ensure appropriate conduct in the areas of quality, ethics, respect for the working conditions of the Group's workforce and workers in the supply chain, the environment and responsible sourcing and reflects the standards of the Responsible Business Alliance (RBA), the world's largest industry coalition dedicated to responsible business conduct in global supply chains and the benchmark for the electronics industry. The document, first released in October 2015, was subsequently updated to the current version dated December 2022, and is approved by the Vice President of Technoprobe.

Communication of the Code to Group stakeholders is guaranteed through publication on the website, available to the Technoprobe workforce on the company intranet and shared with specific training dedicated to new hires in the context of the planned onboarding activities. Suppliers receive the Code through a dedicated information.

The application and compliance with the provisions of the Code are subject to periodic verification by the competent Departments; the stakeholders affected by the Code are required to immediately report any violation, even potential, through the channels made available.

Technoprobe has adopted the Organization, Management and Control Model ex. Legislative Decree 231/2001 ("Model"), aimed at defining the company's management and control system to prevent the commission of crimes, including unlawful data processing, environmental crimes and other crimes related to the violation of human rights. The Model is periodically updated by the Board of Directors. The Supervisory Body ("SB") constantly monitors its operation and compliance.

To effectively implement the Model, the Human Resources Function and the Legal Function, in coordination with the SB, prepare a general training plan for Technoprobe's managers and workforce. Technoprobe's directors and workforce are required to become aware of the contents of the Model, to know the operating methods with which their activities must be carried out and to actively contribute, in relation to their role and responsibilities, to the effective implementation of the Model, reporting any deficiencies found in the same. The adoption of the Model is also guaranteed to its stakeholders through the publication of the document on the website.

In its constant commitment to promoting a corporate culture characterised by virtuous behaviour and a corporate governance system that prevents the commission of offences, the Group has adopted a specific procedure governing the reporting of unlawful conduct. In accordance with the provisions of Legislative Decree 2023/24 and Directive 2019/193/EU, the Group has promoted a Global Whistleblowing Policy, approved by the Board of Directors of Technoprobe, an integral part of the Model, and has appointed a Whistleblowing Officer, responsible for receiving, analysing and processing reports of possible unlawful conduct, received through the dedicated IT platform.

The Global Whistleblowing Policy, together with the dedicated channel, allows internal and external stakeholders to report, confidentially or anonymously, actions or behaviours that are not in line with the values, the Code of Business Conduct, the Organisation, Management and Control Model pursuant to

Legislative Decree 231/2001, and compliance procedures of Technoprobe or do not comply with the laws in force in the territory of the Group company concerned (at national or EU level) or may significantly harm the interests of the Group. Reports, which must be submitted in accordance with the policy, can be submitted through the information platform accessible from the website or, at the request of the whistleblower, the report can be made orally through a meeting in person with the Whistleblowing Officer. Technoprobe promotes continuous training on this issue and, during 2024, 7% of employees in Italy (120) attended Whistleblowing training for a total of 120 hours. This is a mandatory course for new hires.

In addition to the provisions of the Global Whistleblowing Policy, Technoprobe has set up communication channels, which do not fall within the scope of the legislation or the whistleblowing policy, directed with the competent Group Functions, dedicated to anyone who should become aware of, or have reason to suspect, any violation of the regulations and policies of business conduct[43].

The process of integrating policies into Technoprobe's activities takes place with the dissemination of these to Group companies by means of publication on the company intranet and on the Group website, with induction activities, followed by training and refresher programmes aimed at all employees with particular attention to the roles most exposed to risk[44], and through the controls carried out by the Internal Audit Function.

G1-2 – Management of relationship with suppliers

The Group adopts a structured approach to the management of its supply chain, with the aim of ensuring transparency, sustainability and mitigation of operational, environmental and social risks. To ensure responsible management of the supply chain, the Parent Company has implemented a Supplier Code of Conduct[45] and a Global Procurement Policy, applicable to all Group companies and the workforce involved in the purchasing processes.

The Supplier Code of Conduct requires all Group suppliers to promote and adopt ethically and socially sustainable business models that guarantee the protection of the environment, the protection of the health, safety, dignity and fundamental human rights of all workers. All purchase contracts are subject to acceptance of the Supplier Code of Conduct.

The Global Procurement Policy aims to indicate the general principles that must guide the process of purchasing goods, services and professional advice. Through the policy, the Group intends to ensure that the procurement process is always conducted with transparency, in a documentable manner and based on non-arbitrary and objective criteria. Operationally, the procurement of goods and services is regulated by Technoprobe through three different procedures, which incorporate ESG criteria:

- the Supplier Qualification Procedure;
- the Supplier Management Procedure;
- the Procurement and Purchase Procedure of goods, services and consultancy.

These procedures are part of the Quality Management System, certified according to the international standard UNI ISO 9001:2015, and guarantee that the supply chain meets high standards in terms of sustainability and social responsibility.

In the context of supplier selection and management, Technoprobe considers certain fundamental environmental, social and business conduct criteria. Environmental criteria include the verification of suppliers' commitment to the responsible management of resources, reduction of emissions and use of eco-friendly materials; among the social criteria is the verification of working conditions and human rights, with compliance with international standards on safety, fair pay and the prohibition of the

[43] For more information, please refer to section “S1-3 Processes to remediate negative impacts and channels for own workers to raise concerns”.
[44] The areas most at risk include functions that deal with the management of relationships with suppliers and customers.
[45] For more information on the Supplier Code of Conduct, please refer to the section "S2-1 Policies related to value chain workers".

exploitation of child labour; among the criteria of business conduct are the principles of transparency and integrity to prevent corruption and ensure legality in operations.

Technoprobe constantly monitors any non-conformities in the supply chain, through the provisions of the Procedure for the management of non-conformities and improvement actions. The procedure involves the continuous monitoring of suppliers' performance, the adoption of corrective and preventive actions in the event of non-compliance and the guarantee that the products comply with the required specifications, avoiding negative impacts on quality and reliability.

G1-3 – Prevention and detection of corruption and bribery

The Group does not admit any type of corruption or bribery, either directly or through third parties, and this position and commitment in the fight against active and passive corruption has led to the definition of a Global Anti-Corruption Compliance Policy, aimed at certain processes considered particularly sensitive.

The Global Anti-Corruption Compliance Policy, updated in December 2022 and approved by Technoprobe's Board of Directors, applies to all directors, officers, employees, agents, representatives and other persons associated with the Group, including external collaborators, as well as agents, distributors and business partners acting on behalf of the Group. Recipients of the policy are not permitted to give or offer any benefit (including gifts, hospitality, or entertainment) to anyone for the purpose of improperly obtaining or retaining a business advantage, and likewise, recipients may not solicit or accept such unlawful payments. Technoprobe's Policy and internal controls have been designed to prevent the occurrence of such violations, to avoid the appearance of unlawful conduct and to allow each Group company and the Group itself to respond promptly and effectively to any requests for information on its conduct. Group employees who violate the Policy and/or local policies may be subject to disciplinary action.

In the event of a breach, Technoprobe ensures the separation of the investigators or the investigative committee from the management chain concerned with the matter. The results of the investigation processes are promptly communicated to the administrative, management and control bodies.

As part of the Group's ongoing commitment to anti-corruption compliance, all recipients must receive and review a copy of the Policy. All employees must then certify in writing that they have reviewed the Policy, agree to abide by it, and report any potential violations of the Policy.

Technoprobe promotes training on this issue and, during 2024, 5% of employees (76) took the “EMS Training” course, which also includes content on anti-corruption, for a total of 76 hours[46].

4.1.2 Metrics and targets

G1-4 – Confirmed incidents of corruption or bribery

During 2024, the Group did not receive convictions and/or fines for violations of laws against active and passive corruption.

[46] Training for other employees, including those in “at-risk” functions, was provided during 2022 and 2023. Training was not provided to the members of the Board of Directors.

MANAGEMENT'S ATTESTATION TO THE SUSTAINABILITY STATEMENT PURSUANT TO ARTICLE 81-TER, PARAGRAPH NO.1, OF CONSOB REGULATION NO. 11971 OF MAY 14, 1999, AS AMENDED AND EXTENDED

The undersigned Stefano Felici and Stefano Beretta in their capacity respectively as CEO and Manager in Charge of Company's Financial Reports of Technoprobe S.p.A., certify, pursuant to the Article 154-bis, paragraph 5-ter, of Italian Legislative Decree no. 58 of 24 February 1998 (Italian Consolidated Law on Finance), that the Consolidated Sustainability Report included in the Report on Operations has been prepared:

- in accordance with the reporting standards applied pursuant to Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 and Italian Legislative Decree no. 125 of 6 September 2024;
- with the specifications adopted in accordance with Article 8, paragraph 4, of Regulation (EU) 2020/852 of the European Parliament and of the Council of 18 June 2020.

Cernusco Lombardone, March 24, 2025

Technoprobe SpA

Stefano Felici
(Chief Executive Officer)

Stefano Beretta
(Manager in Charge of Company's Financial Reports)

***

Thanking you for the trust you have placed in us, we remain at your complete disposal to integrate, during the meeting, this information with any further information you may require.

Cernusco Lombardone, March 24, 2025

On behalf of the Board of Directors

The Chairman
Crippa Cristiano Alessandro

INDEPENDENT AUDITORS' REPORT

pwc

INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT IN ACCORDANCE WITH ARTICLE 14-BIS OF LEGISLATIVE DECREE NO. 39 OF 27 JANUARY 2010

TECHNOPROBE SPA

CONSOLIDATED SUSTAINABILITY REPORT AS OF 31 DECEMBER 2024

pwc

Independent auditor's limited assurance report on the consolidated sustainability report

in accordance with article 14-bis of Legislative Decree No. 39 of 27 January 2010

To the shareholders of Technoprobe SpA

Conclusion

In accordance with articles 8 and 18, paragraph 1, of Legislative Decree No. 125 of 6 September 2024 (hereinafter also the "Decree"), we have undertaken a limited assurance engagement on the consolidated sustainability report of Technoprobe Group (hereinafter also the "Group") for the year ended 31 December 2024 prepared in accordance with article 4 of the Decree, presented in the specific section of the consolidated report on operations.

Based on the procedures performed, nothing has come to our attention that causes us to believe that:

- the consolidated sustainability report of the Technoprobe Group for the year ended 31 December 2024 is not prepared, in all material respects, in accordance with the reporting criteria adopted by the European Commission pursuant to Directive (EU) 2013/34/UE (*European Sustainability Reporting Standards*, hereinafter also the "ESRS");
- the information set out in paragraph "EU Taxonomy" of the consolidated sustainability report is not prepared, in all material respects, in accordance with article 8 of Regulation (UE) No. 852 of 18 June 2020 (hereinafter also the "Taxonomy Regulation").

Basis for conclusion

We conducted our limited assurance engagement in accordance with the Standard on Sustainability Assurance Engagements - SSAE (Italia). The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Our responsibilities under this Standard are further described in the *Auditor's Responsibilities for the Limited Assurance Conclusion on the Consolidated Sustainability Report* section of this report.

We are independent in accordance with the principles of ethics and independence applicable to assurance engagements on consolidated sustainability reporting under Italian law.

PricewaterhouseCoopers SpA

Sede legale: **Milano** 20145 Piazza Tre Torri 2 Tel. 02 77851 Fax 02 7785240 Capitale Sociale Euro 6.890.000,00 i.v. C.F. e P.IVA e Reg. Imprese Milano Monza Brianza Lodi 12979880155 Iscritta al n° 119644 del Registro dei Revisori Legali - Altri Uffici: **Ancona** 60131 Via Sandro Totti 1 Tel. 071 2132311 - **Bari** 70122 Via Abate Gimma 72 Tel. 080 5640211 - **Bergamo** 24121 Largo Belotti 5 Tel. 035 229691 - **Bologna** 40124 Via Luigi Carlo Farini 12 Tel. 051 6186211 - **Brescia** 25121 Viale Duca d'Aosta 28 Tel. 030 3697501 - **Catania** 95129 Corso Italia 302 Tel. 095 7532311 - **Firenze** 50121 Viale Gramsci 15 Tel. 055 2482811 - **Genova** 16121 Piazza Piccapietra 9 Tel. 010 29041 - **Napoli** 80121 Via dei Mille 16 Tel. 081 36181 - **Padova** 35138 Via Vicenza 4 Tel. 049 873481 - **Palermo** 90141 Via Marchese Ugo 60 Tel. 091 349737 - **Parma** 43121 Viale Tanara 20/A Tel. 0521 275911 - **Pescara** 65127 Piazza Ettore Troilo 8 Tel. 085 4545711 - **Roma** 00154 Largo Fochetti 29 Tel. 06 570251 - **Torino** 10122 Corso Palestro 10 Tel. 011 556771 - **Trento** 38122 Viale della Costituzione 33 Tel. 0461 237004 - **Treviso** 31100 Viale Felissent 90 Tel. 0422 696911 - **Trieste** 34125 Via Cesare Battisti 18 Tel. 040 3480781 - **Udine** 33100 Via Poscolle 43 Tel. 0432 25789 - **Varese** 21100 Via Albuzzi 43 Tel. 0332 285039 - **Verona** 37135 Via Francia 21/C Tel. 045 8263001 - **Vicenza** 36100 Piazza Pontelandolfo 9 Tel. 0444 393311

www.pwc.com/it

pwc

Our firm applies International Standard on Quality Management 1 (ISQM Italia 1), which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Other matters - Comparative information

The consolidated sustainability report for the year ended 31 December 2024 contains, in the specific section "EU Taxonomy", the comparative information referred to in article 8 of the Taxonomy Regulation in relation to the year ended 31 December 2023, which was not subjected to any assurance procedures.

Responsibilities of the directors and the board of statutory auditors of Technoprobe SpA for the consolidated sustainability report

The directors of Technoprobe SpA are responsible for developing and implementing the procedures adopted to identify the information included in the consolidated sustainability report in accordance with the provisions of the ESRS (hereinafter the "materiality assessment process") and for describing those procedures in the "Impact, risk and opportunity management" of the consolidated sustainability report.

The directors are also responsible for preparing the consolidated sustainability report, which contains the information identified through the materiality assessment process, in accordance with the provisions of article 4 of the Decree, including:

- its compliance with the ESRS;
- its compliance with article 8 of the Taxonomy Regulation of the information set out in paragraph "EU Taxonomy".

That responsibility involves designing, implementing and maintaining, in the terms prescribed by law, such internal control as they determine is necessary to enable the preparation of a consolidated sustainability report in accordance with article 4 of the Decree that is free from material misstatement, whether due to fraud or error. That responsibility also involves selecting and applying appropriate methods for processing the information, as well as developing hypotheses and estimates about specific items of sustainability information that are reasonable in the circumstances.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, compliance with the Decree.

Inherent limitations in the preparation of the consolidated sustainability report

For the purpose of reporting forward-looking information in accordance with ESRS, the directors are required to prepare such information on the basis of assumptions, described in the consolidated Sustainability Report, about future events and possible future actions by the Group. Because of the uncertainty connected with any future event, in terms both of occurrence and of the extent and timing of occurrence, variances between actual results and forward-looking information may be significant.

The disclosure about Scope 3 emissions is subject to greater inherent limitations compared with Scope 1 and 2 emissions, because of the poor availability and relative accuracy of the information used to define both qualitative and quantitative information on Scope 3 emissions related to the value chain.

Auditor's responsibilities for the limited assurance conclusion on the consolidated sustainability report

Our objectives are to plan and perform procedures to obtain limited assurance about whether the consolidated sustainability report is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that contains our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users taken on the basis of the consolidated sustainability report.

As part of our engagement designed to achieve limited assurance in accordance with the Standard on Sustainability Assurance Engagements - SSAE (Italia), we exercised professional judgement and maintained professional scepticism throughout the engagement.

Our responsibilities include:

- Performing risk assessment procedures to identify the disclosures where a material misstatement, whether due to fraud or error, is likely to arise;
- Designing and performing procedures to verify the disclosures where a material misstatement is likely to arise. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Directing, supervising and performing a limited assurance engagement on the consolidated sustainability report and assuming full responsibility for the conclusion on the consolidated sustainability report.

Summary of the work performed

An engagement designed to obtain limited assurance involves performing procedures to obtain evidence as a basis for our conclusion.
The procedures performed were based on our professional judgement and included inquiries, primarily of personnel of Technoprobe SpA responsible for the preparation of the information presented in the consolidated sustainability report, analyses of documents, recalculations and other procedures designed to obtain evidence considered useful.

pwc

We performed the following main procedures:

- We understood the Group's business model and strategies, and the environment in which it operates with reference to sustainability issues;
- We understood the processes underlying the generation, collection and management of the qualitative and quantitative information included in the consolidated sustainability report;
- We understood the process implemented by the Group to identify and assess the material impacts, risks and opportunities, in accordance with the double materiality principle, related to sustainability issues and, based on the information thus obtained, we considered whether any contradictory items emerged that could point to the existence of sustainability issues not considered by the Company in the materiality assessment process;
- We identified the disclosures where a material misstatement is likely to arise;
- We defined and performed procedures, based on our professional judgement, to address the risks of material misstatement identified;
- We understood the process implemented by the Group to identify the eligible economic activities and to determine whether they are aligned in accordance with the provisions of the Taxonomy Regulation, and we verified the related disclosures in the consolidated sustainability report;
- We reconciled the information reported in the consolidated sustainability report with the information reported in the consolidated financial statements in accordance with the applicable financial reporting framework, or with the accounting information used for the preparation of the consolidated financial statements, or with management accounting information;
- We verified the structure and presentation of disclosures included in the consolidated sustainability report in accordance with the ESRS;
- We obtained management's representation letter.

PricewaterhouseCoopers SpA

Signed by

Francesco Ferrara
(Partner)

Milan, 8 April 2025

This report has been translated from the Italian original solely for the convenience of international readers.

TECHNOPROBE

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2024

CONSOLIDATED FINANCIAL STATEMENTS

AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2024

Courtesy translation
This document has been translated into English from the Italian original solely for the convenience of international readers.
In case of discrepancy between the Italian language original text and the English language translation, the Italian version shall prevail.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(In thousands of Euro)	Notes	As of December 31, 2024	As of December 31, 2023
ASSETS			
Non-current assets			
Property, plant and equipment	7.1	295,147	252,278
Intangible assets	7.2	65,541	17,869
Goodwill	7.2	43,714	25,451
Deferred tax assets	7.3	21,995	20,926
Non-current financial assets	7.4	1,083	1,388
Other non-current assets	7.5	1,418	1,756
Total non-current assets		**428,898**	**319,668**
Current assets			
Inventories	7.6	136,759	119,030
Trade receivables	7.7	118,803	67,829
Current financial assets	7.8	8,740	2,496
Current tax receivables	7.9	17,632	38,647
Other current assets	7.10	31,099	18,925
Cash and cash equivalents	7.11	666,377	361,800
Total current assets		**979,410**	**608,727**
Total Assets		**1,408,308**	**928,395**
EQUITY AND LIABILITIES			
Equity	7.12		
Share capital		6,533	6,010
Reserves		1,167,188	712,763
Net profit attributable to the owners of the Parent		63,832	96,999
Total Equity attributable to the owners of the Parent		**1,237,553**	**815,772**
Equity attributable to non-controlling interests		(376)	1,528
Total equity		**1,237,177**	**817,300**
Non-current liabilities			
Non-current lease liabilities	7.1	13,843	10,392
Deferred tax liabilities	7.3	13,643	3,485
Employee benefits obligations	7.13	425	288
Provision for risks and charges	7.14	21,610	20,073
Other non-current liabilities		20	14
Total non-current liabilities		**49,541**	**34,252**
Current liabilities			
Trade payables	7.15	56,904	38,989
Current financial liabilities	7.16	585	
Current lease liabilities	7.1	4,955	3,135
Current tax payables	7.9	5,353	1,241
Other current liabilities	7.17	53,793	33,478
Total current liabilities		**121,590**	**76,843**
Total liabilities		**171,131**	**111,095**
Total equity and liabilities		**1,408,308**	**928,395**

CONSOLIDATED INCOME STATEMENT

(In thousands of Euro)	Notes	Year ended December 31,	
		2024	**2023**
Revenue	8.1	543,153	409,274
Cost of revenue	8.2	(319,714)	(209,947)
Gross profit		**223,439**	**199,327**
Operating expenses			
Research and development	8.3	(63,374)	(56,763)
Selling, general and administrative	8.4	(92,878)	(62,771)
Net impairment of financial assets	8.5	(77)	49
Total operating expenses		**(156,329)**	**(119,485)**
Operating profit		**67,110**	**79,842**
Other income (expenses), net	8.6	2,452	1,884
Finance income	8.7	17,109	8,606
Finance expenses	8.8	(1,606)	(288)
Foreign exchange gains (losses)	8.9	11,937	(4,796)
Profit before tax		**97,002**	**85,248**
Income tax expense	8.10	(34,210)	12,128
Net profit		**62,792**	**97,376**
Of which:			
attributable to the owners of the Parent		63,832	96,999
attributable to non-controlling interests		(1,040)	377
Basic and diluted net profit per share (in Euro)	8.11	*0.10*	*0.16*

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(In thousands of Euro)	Notes	Year ended December 31,	
		2024	**2023**
Net profit		**62,792**	**97,376**
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:			
Exchange differences from translation of foreign financial statements		7,964	(5,658)
Total other comprehensive income that may be reclassified to profit or loss in subsequent periods, net of tax		**7,964**	**(5,658)**
Total comprehensive income		**70,756**	**91,718**
Of which:			
attributable to the owners of the Parent		*71,456*	*91,583*
attributable to non-controlling interests		*(700)*	*135*

Consolidated Statement of Changes in Equity

(In thousands of Euro)	***Notes***	**Share capital**	**Reserves**						**Net profit attributable to the owners of the Parent**	**Total Equity attributable to the owners of the Parent**	**Equity attributable to non-controlling interests**	**Total equity**
			Legal reserve	***Share premium reserve***	***Treasury shares reserve***	***Other reserves***	***Translation reserve***	***Retained earnings***				
Balance as of December 31, 2022	*7.12*	**6,010**	**1,152**	**139,116**	**-**	**31,933**	**7,359**	**402,462**	**147,904**	**735,936**	**1,039**	**736,975**
Net profit		-	-	-	-	-	-	-	96,999	**96,999**	377	**97,376**
Total other comprehensive income		-	-	-	-	-	(5,416)	-	-	**(5,416)**	(242)	**(5,658)**
Total comprehensive income		**-**	**-**	**-**	**-**	**-**	**(5,416)**	**-**	**96,999**	**91,583**	**135**	**91,718**
Allocation of prior year profit		-	50	-	-	-	-	147,854	(147,904)	-	-	-
Acquisition of treasury shares		-	-	-	(11,747)	-	-	-	-	**(11,747)**	-	**(11,747)**
Non-controlling interests on acquisition of subsidiary		-	-	-	-	-	-	-	-	-	354	**354**
Balance As of December 31, 2023	*7.12*	**6,010**	**1,202**	**139,116**	**(11,747)**	**31,933**	**1,943**	**550,316**	**96,999**	**815,772**	**1,528**	**817,300**
Net profit		-	-	-	-	-	-	-	63,832	**63,832**	(1,040)	**62,792**
Total other comprehensive income		-	-	-	-	-	7,624	-	-	**7,624**	340	**7,964**
Total comprehensive income		**-**	**-**	**-**	**-**	**-**	**7,624**	**-**	**63,823**	**71,456**	**(700)**	**70,756**
Allocation of prior year profit		-	-	-	-	-	-	96,999	(96,999)	-	-	-
Capital increase		523	-	384,222	-	-	-	-	-	**384,744**	-	**384,744**
Distribution of dividends		-	-	-	-	-	-	-	-	**-**	(1,203)	**(1,203)**
Acquisition of treasury shares		-	-	-	(34,669)	-	-	-	-	**(34,669)**	-	**(34,669)**
Other changes		-	-	-	-	250	-	-	-	**250**	-	**250**
Non-controlling interests on acquisition of subsidiary	*7.12*	**6,533**	**1,202**	**523,338**	**(46,416)**	**32,183**	**9,567**	**647,315**	**63,832**	**1,237,553**	**(376)**	**1,237,177**

CONSOLIDATED STATEMENT OF CASH FLOWS

(In thousands of Euro)	***Notes***	**Year ended December 31,**	
		2024	**2023**
Profit before tax		97,002	85,248
Adjustments for:			
Amortization, depreciation and impairment	*7.1 - 7.2*	69,337	42,945
Gains (losses) on disposals		32	(125)
Net Finance (income) expenses	*8.7 - 8.8*	(15,503)	(8,318)
Provisions to funds		10,225	16,917
Other non-cash adjustments		(11,656)	(3,247)
Cash flow generated by operating activities before changes in net working capital		**149,437**	**133,420**
Change in inventories	*7.6*	873	(19,712)
Change in trade receivables	*7.7*	(44,590)	11,710
Change in trade payables	*7.15*	22,714	(3,545)
Changes in other assets/ liabilities	*7.5 - 7.10 -7.16*	8,351	(11,543)
Uses of provisions for risks and charges and employee benefits obligations	*7.13*	(4,557)	(3,962)
Income taxes paid	*8.10*	(7,814)	(44,618)
Net cash flow generated by operating activities		**124,414**	**61,750**
Purchase of property, plant and equipment (excluding right of use assets)	*7.1*	(85,030)	(62,834)
Purchase of intangible assets	*7.2*	(9,419)	(1,093)
Disposals of property, plant and equipment	*7.1*	995	4,875
Net divestitures/(investments) in financial assets	*7.4*	(1,321)	1,894
Acquisition of subsidiaries, net of cash acquired	*6*	(81,626)	(41,663)
Finance income received	*8.7*	7,639	5,400
Net cash flow used in investing activities		**(168,762)**	**(93,421)**
Proceeds from borrowings	7.16	3	-
Financial liabilities reimbursement		-	-
Repayment of lease liabilities	*7.1*	(3,303)	(3,009)
Finance expenses paid	*8.8*	(1,606)	(288)
Capital increase	*7.12*	384,744	-
Acquisition of treasury shares	*7.12*	(34,669)	(11,747)
Dividend paid	*7.12*	(1,202)	-
Net cash flow generated by (used in) financing activities		**343,966**	**(15,044)**
Total cash flow generated (used) during the year		**299,618**	**(46,715)**
Cash and cash equivalents at the beginning of the year	*7.11*	**361,800**	**411,031**
Total changes in cash and cash equivalents		299,618	(46,715)
Exchange differences from translation of cash and cash equivalents		4,959	(2,516)
Cash and cash equivalents at the end of the year	*7.11*	**666,377**	**361,800**

EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2024

1. General Information

Technoprobe S.p.A. (hereafter “**Technoprobe**”, the “**Company**” or the “**Parent**” and, together with its subsidiaries, the “**Technoprobe Group**” or the “**Group**”) is a company incorporated and domiciled in Italy, with its registered offices in Cernusco Lombardone (LC), Via Cavalieri di Vittorio Veneto, 2, organized under Italian law, Since May 2, 2023, the Company's shares are listed on Euronext Milan.

As of December 31, 2024 Technoprobe is controlled by T-PLUS S.p.A. (hereinafter, "**T-PLUS**"), which holds a stake in the Company's share capital equal to 60,5% and voting rights equal to 72,4%.

T-Plus S.p.A. with its registered office in Milan, Via Meravigli 8, prepares the consolidated financial statements of the largest and smallest group of companies to which the Company belongs as a subsidiary, available at the company's registered office.

The Technoprobe Group operates in the production of electronic circuits, mechanical interfaces for electrical contacting of hybrid circuits and semiconductor devices and it is specialized in the design, development and production of probe cards used to test the operation of chips.

2. SUMMARY OF ACCOUNTING POLICIES AND CRITERIA USED IN PREPARING THE CONSOLIDATED FINANCIAL STATEMENTS

2.1 Basis of preparation

This consolidated financial statements as of and for the year December 31, 2024 (hereafter, the "**Consolidated Financial Statements**") were approved by the Company's Board of Directors on March 24, 2025 and were audited by PricewaterhouseCoopers S.p.A..

2.2 Statement of compliance with International Financial Reporting Standards

The Consolidated Financial Statements have been prepared in compliance with the International Financial Reporting Standards as adopted by the European Union and effective on December 31, 2024. IFRS means all "International Financial Reporting Standards", all "International Accounting Standards" ("IAS") and all interpretation documents of the "International Financial Reporting Interpretations Committee" ("IFRIC"), formerly the "Standing Interpretations Committee" ("SIC") (hereafter, "**IFRS**").

2.3 Criteria used in the preparation of the Consolidated Financial Statements

The Consolidated Financial Statements comprise the statements required by the accounting standard IAS 1, i.e. consolidated statement of financial position, a consolidated income statement, a consolidated statement of comprehensive income, a consolidated statement of changes in equity and a consolidated statement of cash flows, and the related explanatory notes.
The Group has elected to present the consolidated income statement by classifying costs by destination, while assets and liabilities presented in the consolidated statement of financial posotion are classified separately as either current or non-current. The consolidated statement of cash flows is prepared using the indirect method. The statements used are those that best represent the Group's economic and financial situation.
An asset is classified as current when:

- it is expected to be realized, or it is intended for sale or consumption, in the Group's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realized within twelve months from the end of the reporting period; or
- it is cash or a cash equivalent (unless it is restricted from being exchanged or used to settle a liability for at least twelve months from the end of the reporting period).

All other assets are classified as non-current. Specifically, IAS 1 uses the term "non-current" to include property plant and equipment, intangible assets and financial assets of a long-term nature.
A liability is classified as current when:

- it is expected to be settled in the Group's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within twelve months from the end of the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months from the end of the reporting period. Terms of the liability that could, at the option of the counterparty, result in its settlement by issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.
The operating cycle is the time that elapses between the acquisition of goods for the production process and their realization in cash or cash equivalents. When the normal operating cycle is not clearly identifiable, its duration is assumed to be twelve months.
The Consolidated Financial Statements have been prepared in Euro, the Company's functional currency. Unless otherwise stated, all financial amounts, explanatory notes and tables are presented in thousands of Euro.

The Consolidated Financial Statements have been prepared:

- on a going concern basis;
- using the accrual basis of accounting, respecting the principle of materiality and significance, ensuring the prevalence of substance over form and with a view to facilitating consistency with future financial statements. Neither assets and liabilities nor income and expenses are offset, unless required or allowed by IFRS;
- on a historical cost basis, except for financial assets and liabilities required to be measured at fair value.

2.4 Criteria and basis of consolidation

The Consolidated Financial Statements include the equity, economic and financial situation of the Company and its subsidiaries, prepared on the basis of the related accounting situations, where applicable, appropriately adjusted to make them compliant with IFRS.

The following table provides the list of companies included in the scope of consolidation of the Consolidated Financial Statements together with details of the company name, country, functional currency, share capital and the percentage of ownership held.

Company name	Country	Functional Currency	Share capital as of December 31, 2024	Control percentage as of December 31,		Investment held by:
				2024	2023	
PARENT:						
Technoprobe S.p.A.	Italy	EUR	6,532,609			
SUBSIDIARIES:						
Technoprobe France S.a.s.	France	EUR	500,000	100%	100%	Technoprobe S.p.A.
Technoprobe (Suzhou) Co. Ltd	China	CNY	24,515,750	100%	100%	Technoprobe S.p.A.(*)
Technoprobe Asia Pte Ltd	Singapore	USD	60	85%	85%	Technoprobe S.p.A.
Technoprobe Korea Co. Ltd	South Korea	KRW	2,000,010,000	100%	100%	Technoprobe S.p.A.
Technoprobe Japan KK	Japan	JPY	22,500,000	100%	100%	Technoprobe S.p.A.
Technoprobe America Inc.	Stati Uniti d'America	USD	1,250,000	100%	100%	Technoprobe S.p.A.
Microfabrica Inc.	Stati Uniti d'America	USD	-	-	100%	Technoprobe S.p.A.(**)
Technoprobe Taiwan Co. Ltd	Taiwan	TWD	46,500,000	100%	100%	Technoprobe S.p.A.
Technoprobe Germany Gmbh	Germany	EUR	300,000	100%	100%	Technoprobe S.p.A.
Yee Wei Inc.	Taiwan	TWD	79,250,000	85%	85%	Technoprobe S.p.A.
Technoprobe US Holding LLC	USA	USD	25,000,000	100%	100%	Technoprobe S.p.A.
DIS Tech America, Inc. (***)	USA	USD	25,000	100%	100%	TP U,S, Holding LLC
Harbor Electronics Solutions Philippines Inc.	Philippines	PHP	2,769,720	100%	100%	DIS Tech America Inc. (***)
Harbor Solutions SDN, BHD	Malaysia	MYR	100	100%	100%	DIS Tech America Inc. (***)
MW Plasma Inc.	USA	USD	100	80%	80%	Yee Wei Inc,
DIS Tech Singapore, Pte, Ltd	Singapore	USD	3,386,625	100%	-	Technoprobe S.p.A.
DIS Tech Japan GK	Japan	USD	1	100%	-	Technoprobe S.p.A.
DIS Tech Philippines LLC	USA	USD	10,000	100%	-	Technoprobe S.p.A.
DIS Tech Taiwan LLC	USA	USD	5,000,000	100%	-	Technoprobe S.p.A.
Device Interface Solutions Technology (Shanghai) Co., Ltd	China	USD	7,000,000	100%	-	Technoprobe S.p.A.

**Previously named Technoprobe (Wuxi) Co Ltd*
***Merged by incorporation in Technoprobe America Inc starting from October 1, 2024*
****Previously named Harbor Electronics Inc*

All of the companies included within the scope of the consolidation are consolidated on a line-by-line basis.

The year-end reporting date of the consolidated entities is December 31, the same as that of the Company.

In the first half of 2024, the Company completed the acquisition of the Device Interface Solutions division from Teradyne Inc. Following this acquisition, the scope of consolidation includes DIS Tech Italia S.r.l., which was merged by incorporation into Technoprobe S.p.A. in the second half of 2024, along with its subsidiaries, as shown in the previous table. For further details regarding the acquisition, please refer to Note 6 – “Business Combinations”.

***

This section describes the criteria followed to define the basis of consolidation and the related consolidation principles adopted.

Subsidiaries

Subsidiaries are those companies over which the Group exercises control. The Group controls a subsidiary when: i) it is exposed, or has rights, to variable returns from its involvement with the investee, and ii) it has the ability to affect those returns through its control over the investee. The existence of control is verified each time that facts or circumstances indicate a change in one of the aforementioned control criteria. Subsidiaries are consolidated using the line-by-line method, from the date that control is obtained until the date that such control ceases when it is transferred to third parties. The criteria adopted for the line-by-line consolidation method are the following:

- Assets, liabilities, expenses and revenues of the subsidiaries are consolidated on a line-by-line basis in the Consolidated Financial Statements;
- the carrying amount of equity investments included in the scope of consolidation is eliminated against the corresponding share of equity, as a result of the recognition of assets and liabilities of the associated companies, while any share of equity and net profit attributable to minority interests is recorded separately;
- gains and losses including any tax effects resulting from transactions between fully consolidated Group companies, which have not been realized with third parties at the end of the reporting period, are eliminated, other than losses resulting from transactions involving a reduction in value of the asset transferred. Receivables and payables, costs and revenues and finance income and expenses among companies included in the scope of consolidation are also eliminated.

Business combinations

Business combinations in which control is acquired are recorded as set out in IFRS 3, applying the acquisition method of accounting.

Specifically, at the acquisition date, that is the date in which control is obtained (the “**Acquisition Date**”), identifiable assets acquired and liabilities assumed are recognized at their fair value, except for deferred tax assets and liabilities, assets and liabilities relating to employee benefits, and the assets held for sale, which are instead recognized on the basis of the relevant accounting standard.

If positive, the difference between the amount of the consideration transferred in the business combination and the fair value of the assets and liabilities acquired is recognized in intangible assets as goodwill; if negative, after reviewing the fair value measurements of the assets and liabilities acquired, it is recognized directly in the consolidated income statement as a gain.

Non-controlling interests in the acquiree, at the acquisition date, can be measured at fair value or on a pro-quota basis of the value of the net assets recognized for the acquired company. The choice of the method is made transaction by transaction.

When the fair value of the assets acquired and liabilities assumed is estimated on a provisional basis, it shall be determined within twelve months from the date of acquisition, taking into account only information relating to facts and circumstances existing at the Acquisition Date. In the period when such values are finally determined, the provisional values are adjusted retrospectively. Transaction costs are recognized in the consolidated income statement income when incurred.

In addition to the fair value at the Acquisition Date of the assets transferred, the liabilities assumed and of any capital instruments issued for the purposes of the acquisition, the consideration for the acquisition also includes contingent consideration, or that share of the consideration, whose amount and timing are contingent on future events. Contingent consideration is measured at fair value at the Acquisition Date and subsequent changes in fair value are recognized in the consolidated income statement if the contingent consideration is a financial asset or liability while, if the contingent consideration is classified as equity, the original amount is not remeasured, and it is recognized directly in equity when settled.

Translation of foreign companies' financial statements

The financial statements of foreign subsidiaries are prepared using the currency of the main economic environment in which they operate. The rules for translating the financial statements of companies expressed in currencies other than the Euro are as follows:

- assets and liabilities are translated using the exchange rates effective on the closing date;
- costs and revenues are translated at the average exchange rate for the year;
- the currency translation reserve, included in the comprehensive income statement, includes both the exchange differences generated by the translation of the economic amounts at a different exchange rate from the closing rate and those generated by the translation of the opening net assets at the historical exchange rate;
- any goodwill arising from the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising from the acquisition of that foreign operation shall be treated as assets and liabilities of the foreign operation and shall be translated at the closing rate.

The following table provides the exchange rates used for the translation of the financial statements of Group companies expressed in currencies other than the Euro for the periods indicated:

Currency	As of December 31,		(Average rate) Year ended December 31,	
	2024	2023	2024	2023
Philippine Peso	60,30	61,28	62,01	60,16
U.S. dollar	1,04	1,11	1,08	1,08
Japanese Yen	163,06	156,33	163,85	151,99
Korean Won	1,532,15	1,433,66	1,475,40	1,412,88
Chinese Renminbi	7,58	7,85	7,79	7,66
New Taiwan Dollar	34,06	33,87	34,75	33,70

2.5 Accounting policies and measurement criteria

The following paragraphs describe the criteria adopted with respect to the classification, recognition, measurement and derecognition of assets and liabilities as well as the criteria used to recognize income statement items.

Property, plant and equipment

Items of property, plant and equipment are accounted for only when both the following conditions are satisfied:

- it is likely that the future economic benefits relating to the asset will flow to the company; and
- the cost of the asset can be determined reliably.

Items of property, plant and equipment are originally measured at cost, defined as the cash or cash equivalents paid or the fair value of other consideration given to acquire an asset at the time of its acquisition or substitution. Subsequently, property, plant and equipment are carried at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes amounts directly attributable to enabling the asset to be used as well as any expected costs of dismantling and removing the asset and restoring it to its original condition if a contractual obligation exists.

Expenses incurred for ordinary and/or cyclical maintenance and repairs are charged directly to profit or loss when incurred. The capitalization of costs inherent to the expansion, modernization or improvement of facilities owned or used by third parties is recorded solely to the extent that they meet the conditions for being classified separately as an asset or part of an asset.

Depreciation is calculated on a straight-line basis over the estimated useful life of the individual assets.

The Group's estimated expected useful life by class of property, plant and equipment is as follows:

Property, plant and equipment class	**Expected useful life (in years)**
Buildings	33-50
Plants and machinery	3-13
Industrial and commercial equipment	3-7
Other assets	3-7

The depreciation period of leasehold improvements and right of use assets is the lower of the residual useful life of the asset and the residual duration of the lease, considering any renewal period, if dependent on the lessee, Land held by the Group is not depreciated.

At each year end, the Group determines whether there have been any significant changes in the expected economic benefits to be derived from capitalized property, plant and equipment and, in such case, makes appropriate changes to the relevant depreciation rate, which is considered a change in accounting estimate in accordance with IAS 8.

Property, plant and equipment amount is derecognized when it is sold or otherwise disposed of or when no economic benefit can be derived from its sale.

Intangible asset
An intangible asset is an asset that meets all the following conditions:

- it can be identified;
- it is non-monetary;
- it is without physical substance;
- it is under the control of the company that prepares the financial statements; and
- it is expected to produce future economic benefits for the company.

If an asset does not meet all of the above requirements to be considered an intangible asset, the amount incurred to acquire or produce that asset internally is expensed when it is incurred.

Intangible assets are initially recognized at cost. The cost of intangible assets acquired externally includes both the purchase price and any cost that may be directly attributed.

Intangible assets of the Group comprise the followings:

(a) Intangible assets with definite useful life

Intangible assets with definite useful life are recognized at cost, as previously described, less any accumulated amortization and any accumulated impairment losses.

Amortization starts when the asset is available for use and is calculated on a straight-line basis over the asset's estimated useful life.

The Group's estimated expected useful life by class of intangible assets with definitive useful life is as follows.

Intangible asset class	**Expected useful life (in years)**
Software	3-5
Patents and intellectual property rights	8-9
Know-how	5-15

(b) Intangible assets with indefinite useful life - Goodwill

Goodwill represents the residual amount of the acquisition cost, as it is the excess of the cost of the business combination over the fair value of the assets, liabilities and contingent liabilities identified (including intangible assets and potential liabilities that meet the requirements for recognition in the financial statements).

It represents the consideration paid by the buyer in anticipation of future economic benefits deriving from assets that cannot be identified individually and recognized separately, effectively incorporating the value of the expected synergies, the brand of the acquired company, the know-how, the professional skills, procedures and other indistinct factors. Specifically, at the acquisition date, goodwill is measured as the difference between the fair value of the identifiable net assets of the acquired company and the sum of the following components:

- the consideration transferred, generally measured at fair value;
- the amount relating to non-controlling interests;
- the fair value at the acquisition date of the interests already held by the buyer prior to the business combination.

Goodwill acquired in a business combination is not amortized. Each year, or more frequently, whenever events or changes in circumstances indicate that goodwill may be impaired, the Group performs impairments tests to ensure that the value of goodwill recognized in the consolidated financial statements has not been impaired.

<u>*Right of use assets and lease liabilities*</u>
In accordance with IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The contract is then reassessed to determine whether it is, or contains, a lease only if the terms and conditions of the contract are changed.

For a contract that is, or contains, a lease, each lease component within the contract is accounted for as a lease separately from non-lease components of the contract, unless the Group applies the practical expedient of IFRS 16. Under such practical expedient, the Group may elect, by class of underlying asset, not to separate non-lease components from lease components, and instead to account for each lease component and any associated non-lease components as a single lease component. The Group has chosen to apply such practical expedient.

The lease term is the non-cancellable period of a lease, together with both:

- the periods covered by an option to extend the lease, if the Group is reasonably certain to exercise that option; and
- the periods covered by an option to terminate the lease, if the Group is reasonably certain not to exercise that option.

In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, the Group shall consider all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group shall re-assess the lease term if there is a change in the non-cancellable period of a lease,

At the contract commencement date, the Group recognizes the right of use asset and the related lease liability,

At the commencement date, the right of use asset is measured at cost, which comprises:

a) the amount of the initial measurement of the lease liability;
b) any lease payments made at or before the commencement date, less any lease incentives received;
c) any initial direct costs incurred by the lessee; and
d) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

At the commencement date, the Group measures the lease liability at the present value of the lease payments that are not paid as of that date, The lease payments included in the measurement of the lease liability comprise the following:

a) fixed payments, less any lease incentives receivable;
b) variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date;
c) amounts expected to be payable by the lessee under residual value guarantees;
d) the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
e) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Lease payments are discounted to their present value using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Group is required to use its incremental borrowing rate, which is the rate of interest it would have to pay to borrow a similar amount over a similar term as the lease contract,

Following initial recognition, the right of use asset is measured at cost:

a) less any accumulated depreciation and any accumulated impairment losses; and
b) adjusted for any remeasurement of the lease liability.

Following initial recognition, the lease liability is measured by:

a) increasing the carrying amount to reflect interest on the lease liability;
b) reducing the carrying amount to reflect the lease payments made; and
c) remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised in-substance fixed lease payments.

For a lease modification that is not accounted for as a separate lease, the right of use asset is remeasured (up or down) in line with the change in the lease liability at the modification date. The lease liability is remeasured based on the new contract conditions, using the discount date at the effective date of the modification.

The Group has elected to exploit two exceptions permitted by IFRS 16, regarding short-term leases (leases that, at the commencement date, have lease terms of 12 months or less) and leases for which the underlying asset is of low value (leases for which the underlying asset value, when new, is less than USD 5,000), In such cases the right of use assets and related lease liabilities are not recognized, and lease payments are charged directly to profit or loss.

Right of use assets are classified under "Property, plant and equipment".

Impairment of property, plant and equipment, intangible assets and right of use assets
At each reporting date, the Group assesses whether there are any indications of impairment of property, plant and equipment, intangible assets and right of use assets not fully depreciated or amortized.
When indicators of impairment exist, the recoverable amount is estimated and the carrying amount of the asset reduced accordingly, with the impairment loss being charged to profit or loss. The recoverable amount

of an asset is the higher of its fair value less costs of disposal and its value in use, where value in use is determined by discounting the asset's estimated future cash flows including, if materially significant and reasonably certain, those relating to disposal of the asset at the end of its useful economic life, less any costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.
For assets that do not generate cash inflows that are largely independent of those from other assets or groups of assets, the Group estimates the recoverable amount of the Cash-Generating Unit ("CGU") to which the asset belongs.
If the carrying amount of an asset or the CGU to which it belongs exceeds the recoverable amount, an impairment loss is charged to profit or loss. Such impairment losses are allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to other assets of the unit pro-rata on the basis of their carrying amounts. The carrying amounts of other assets of the unit may not be reduced below their recoverable amounts. If the conditions that gave rise to an impairment loss no longer exist, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, up to the carrying amount that would have been recorded had no impairment loss been recognized, with the increase being reflected in the consolidated income statement,

Financial assets

On initial recognition, financial assets are measured at fair value and are subsequently classified in one of the three categories specified below based on the following elements:

- the entity's business model for managing the financial assets; and
- the contractual cash flows characteristics of the financial asset.

Financial assets are derecognized from the consolidated statement of financial position when the Group has substantially transferred all the risks and rewards of ownership of the financial asset.

a) Financial assets at amortized cost

Financial assets are measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a "Hold to collect" business model, the objective of which is to hold financial assets in order to collect contractual cash flows (Business model "Hold to Collect"); and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (that pass the SPPI test).

At initial recognition, such assets are measured at fair value including directly attributable transaction costs or income. After initial recognition, such financial assets are measured at amortized cost, calculated using the effective interest method. The amortized cost method is not used for those assets (measured at historical cost) whose short-term nature means there is no requirement to discount to present value, assets with no set maturity date or revocable credit lines.

b) Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held within a "Hold to collect and sell" business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (i,e,, that pass the SPPI test).

c) Financial assets at fair value through profit or loss

This category includes all financial assets other than those classified as “Financial assets at fair value through other comprehensive income” or “Financial assets at amortized cost”.

Specifically, the category includes financial assets held for trading and derivatives not eligible as hedging instruments (which are represented as assets if their fair value is positive or liabilities if their fair value is negative).

At initial recognition, financial assets at fair value through profit or loss are measured at fair value, not including directly attributable transaction costs or income, After initial recognition, such financial assets are measured at fair value and the changes in fair value recorded in profit or loss.

Inventories
Inventories are assets:

- held for sale in the ordinary course of business;
- in the process of production for such sale; or
- in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Inventories are recognized and measured at the lower of cost and net realizable value.

The cost of inventories includes all purchase costs, transformation costs, and other costs incurred to bring the inventories to their current location and condition.

In accordance with the provisions of IAS 2, the Group calculates the cost of inventories using the weighted average cost method.

If net realizable value is lower than cost, the difference is immediately recognized in the consolidated income statement.

Trade receivables
Trade receivables are initially recognized at fair value and subsequently measured at amortized cost, net of the allowance for doubtful accounts estimated according to the expect credit losses model as set out in IFRS 9.

As trade receivables are typically short-term in nature and do not involve payment of interest, amortized cost is not calculated and they are accounted for at the nominal value stated on the invoice or in the customer contract: such arrangement is followed even for those receivables due after more than 12 months, unless the effect is particularly significant. This is due to the fact that the value of short-term receivables is very similar whether the historical cost method or amortized cost method is adopted, and the impact of discounting is insignificant.

Trade receivables are tested for impairment in accordance with the requirements of IFRS 9. For measurement purposes, trade receivables are categorized by due date.

Cash and cash equivalents
Cash and cash equivalents are recognized, depending on their nature, at nominal value or at amortized cost. Other cash equivalents represent highly liquid short-term financial assets that can be easily converted to known cash amounts and are subject to negligible risk of change in their value, and which have an original maturity, on purchase, of less than 3 months.

Payables

Trade payables and other payables are initially recognized at fair value and subsequently measured using the amortized cost method. However, short-term trade payables, whose maturity falls within the normal commercial terms, are not discounted since the effect of the discounting of financial flows is irrelevant.

Financial liabilities are initially recognized at fair value, net of directly attributable accessory costs, and subsequently measured at amortized cost, using the effective interest rate method. In the event of a change in the estimated expected cash flows, the value of the liabilities is recalculated to reflect this change on the basis of the present value of the new expected cash flows and the effective internal rate initially determined. Financial liabilities are classified under current liabilities, unless the Group has an unconditional right to defer their payment for at least twelve months after the reporting date.

Payables are derecognized when settled and when the Group has transferred all risks and the charges related to the instrument.

Provisions for employee benefits

Employee benefits include benefits granted to employees or their dependents, settled through cash payments (or through the supply of goods and services) directly to employees, their spouses, children or other dependents or to third parties, such as insurance companies. They include short-term benefits, benefits payable to employees on termination of employment and post-employment benefits.

Short-term employee benefit obligations include incentive schemes such as annual bonuses, the MBO and the one-off renewals of the national collective labor agreements and are recognized as liabilities (accrued expenses) after deducting any advances paid, and costs, unless a given IFRS requires or allows the inclusion of such benefits in the cost of a capitalized asset.

Benefits relating to the termination of employment include voluntary redundancy incentive schemes, which in the case of voluntary redundancy provide for the employee or group of employees taking part in trade union agreements involving the use of so-called solidarity funds, and (non-voluntary) redundancy arrangements, which apply in the case of termination of employment as a result of a unilateral decision by the company. The Group recognizes the cost of such benefits as a liability on the earliest date between:

- the time at which the Group may no longer withdraw the offer of such benefits;
- the time at which the Group recognizes the costs of a restructuring that falls within the scope of IAS 37 and involves the payment of termination benefits.

Post-employment benefits for employees are divided in two categories: defined contribution plans and defined benefit plans.

For defined benefit plans, which also include the severance indemnity due to employees pursuant to article 2120 of the Italian Civil Code, the amount of the benefit to be paid to employees can be determined only after termination of employment, and is linked to one or more factors such as age, years of service and remuneration. Therefore, the related cost is charged to the income statement on an actuarial basis. The liability recognized in the statement of financial position for defined benefit plans is equal to the present value of the obligation at the reporting date.

Starting from January 1, 2007, the so-called “2007 Finance Law” and the related implementing decrees introduced significant changes to the rules governing severance indemnities, including the choice left to workers regarding the destination of their accruing severance indemnities. Specifically, employees may now allocate new provision flows to alternative external pension plans or elect for them to be retained by the employer. If an external pension plan is chosen, the Group is only obliged to make defined contributions to such plan and, accordingly, from the aforementioned date, the related new provision flows are deemed to be payments to a defined contribution plan not subject to actuarial valuation.

Provisions for risks and charges

Provisions for risks and charges are recognized in respect of costs or losses of a known nature, the occurrence of which is certain or likely, but in respect of which the amount and timing are not known.

Provisions are only recognized when there is a current obligation (legal or constructive) for a future outflow of economic resources as a result of past events and it is likely that such outflow is required to settle the obligation. This provision represents the best estimate of the charge to settle the obligation. The rate used to determine the present value of the liability reflects current market values and takes into account the specific risk associated with each liability.

Where the effect of the time value of money is material and the payment dates relating to the obligations can be reliably estimated, provisions are measured at the present value of the expected outflow using a rate that reflects market conditions, the change in the time value of money and the specific risk associated with the obligation. The increase in the value of the provision determined by changes in the time value of money is accounted for as a financial expense.

Risks, in relation to which the occurrence of a liability is only possible are reported as contingent liabilities and no provision is made in respect of them.

Treasury shares

Treasury shares are recorded as a reduction of equity. In the event of any subsequent sales, any difference between the purchase value and the sale price is recognized in equity.

Revenue

Revenue is recognized when the following conditions are met:

- the contract with a customer has been identified;
- the performance obligations in the contract have been identified;
- the transaction price has been determined;
- the transaction price has been allocated to the performance obligations in the contract; and
- the related performance obligation contained in the contract is satisfied.

The Group recognizes revenue at a given time or when it satisfies its performance obligations, by transferring the promised goods (*i.e.*, an asset), typically probe cards, to the customer. An asset is transferred when the customer obtains control of that asset. Transfer of control depends on the terms of sale and related Incoterms, which may vary from customer to customer.

The contractual consideration included in a contract with a customer may include fixed amounts, variable amounts, or both. If the contractual consideration includes a variable amount (e.g., discounts, price concessions, incentives, penalties or other similar items), the Group estimates the amount of consideration to which it is entitled in exchange for transferring the promised goods or services to a customer. The Group includes a variable consideration in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

With reference to sales with right of return, and in compliance with the provisions of IFRS 15, the Group recognizes as a reduction in revenues the amount of returns expected from the sale of products against "Other current liabilities” and recognizes an asset in "Other current assets" with a corresponding adjustment to the cost of revenue representing the right to recover the products from the customer upon exercise of the right of return.

Cost recognition

Costs are recognized in profit or loss on an accrual basis.

Government grants
Any government grants are recognized when there is reasonable certainty that they will be received and all related conditions are satisfied.
Any public contributions related to property, plant and equipment are recorded by directly deducting them from the asset they refer to. The value of an asset is adjusted through systematic depreciation, calculated based on the remaining possibility of utilization according to its useful life.

Income tax expenses
Current income tax expenses are calculated based on taxable income for the year, applying tax rates in effect at the reporting date. Taxes due for the current and previous years are recognized as liabilities to the extent they are still unpaid. Income tax receivables and payables, for the current and previous years, represent the amounts that are likely to be recovered from/paid to the tax authorities, applying the tax rates and the tax laws in effect, or effectively issued, at the reporting date.

Deferred taxes are divided into:

- deferred tax liabilities, are the amounts of income taxes payable in future periods in relation to taxable temporary differences;
- deferred tax assets, are the amounts of income taxes that may be recovered in future years in respect of deductible temporary differences, carry forward of unused tax losses, and carry forward of unused tax credits.

Deferred tax liabilities and assets are calculated by applying the relevant tax rate to the temporary differences identified, whether taxable or deductible, unused tax losses or unused tax credits.
At each reporting date, both unrecognized and recognized deferred tax assets are remeasured to confirm the likelihood of recovering such deferred tax assets.
Moreover, in the event of uncertainties over income tax treatments, the Group proceeds as follows: (i) if it considers it likely that the tax authorities will accept an uncertain tax treatment, it determines the (current and/or deferred) income taxes to be reported in the financial statements based on the tax treatment that it has applied or expects to apply when filing its returns; (ii) if it concludes it is not probable that the taxation authority will accept an uncertain tax treatment, it reflects the effect of uncertainty in determining the related (current and/or deferred) income taxes to be reported in the financial statements.

Earnings per share
Basic earnings per share are calculated by dividing the net profit attributable to the owners of the Parent by the weighted average number of ordinary shares outstanding during the year, excluding treasury shares.
Diluted earnings per share are calculated by dividing the profit attributable to the owners of the Parent by the weighted average number of ordinary shares outstanding during the year, excluding treasury shares. For the purpose of the calculation of diluted earnings per share, the weighted average number of shares outstanding is adjusted assuming that rights having potential dilutive effects are exercised by all the grantees of such rights, and the result attributable to the owners of the Parent is adjusted to take into account any effects, net of tax, of the exercise of those rights.

Share-based payments
The cost of transactions settled with equity instruments is determined based on the fair value at the grant date, as detailed in the notes to this financial report, to which reference is made, and is not subject to any subsequent adjustment. This cost is recognized either under personnel expenses or under services if the beneficiary of the incentive plan is a non-employee, over the period in which the conditions related to the achievement of objectives or the provision of service (the so-called vesting period) are met, with a corresponding entry in a specific Equity reserve. The cumulative costs recognized are based on the best estimate of the number of equity instruments that will actually vest. The cost recognized in the income statement for the period represents the change in the cumulative cost recorded at the beginning and end of the period. No cost is recognized for rights that do not vest if the performance or service conditions are not met.

Operating segments

The operating segment is a component of the Group that:

- engages in business activities from which it may earn revenues and incur expenses (including costs and revenues relating to transactions with other components of the same group);
- whose operating results are periodically reviewed by the top management for the purpose of taking decisions on the resources to be allocated to the sector and assess its performance; and
- for which discrete financial information is available.

Translation of transaction in other currencies

Transactions in currencies other than the functional currency are translated using the exchange rate applicable at the transaction date. Assets and liabilities denominated in currencies other than Euro are translated at the closing exchange rate. Foreign currency exchange gains and losses are recognized in the profit or loss line-item “Foreign currency gains (losses)”.

3. RECENTLY ISSUED ACCOUNTING STANDARDS

Accounting standards not yet applicable as not yet endorsed by the European Union (EU)

At the date of approval of the Consolidated Financial Statements, the following standards and amendments had not yet been endorsed by the EU:

Accounting standard/amendment	Endorsed by the EU	Effective date
Changes to the Classification and Measurement of Financial Instruments (IFRS 9, IFRS 7)	NO	January 1, 2026
Annual Improvements Volume 11	NO	1° January, 2026
IFRS 19 – Subsidiaries Without Public Accountability	NO	January 1, 2027
IFRS 18 – Presentation and Disclosures in Financial Statements	NO	January 1, 2027
Sale or contribution of assets between an investor and its associate or joint venture (Amendments to IFRS 10 and IAS 28)	NO	*Deferred until completion of the IASB equity method project*

It should be noted that the adoption of the above-mentioned standards and amendments, based on the information available to date, will not have any impact on the Group's Consolidated Financial Statements.

Accounting standards, amendments and interpretations endorsed by the EU but not yet adopted by the Group

Accounting standards, amendments and interpretations endorsed by the EU but not yet adopted by the Group.

Accounting standard/amendment	Endorsed by the EU	Effective date
Amendments to IAS 21 "Effects of changes in foreign currency exchange rates: lack of interchangeability"	NO	January 1, 2025

No impacts are expected on the Group's Consolidated Financial Statements deriving from the future application of these accounting standards or amendments.

The Group has not adopted in advance any new standard, interpretation or amendment issued but not yet in force.

New accounting standards, interpretations and amendments adopted by the Group

The Group applied for the first-time certain standards and amendments effective for annual periods beginning on or after January 1, 2024, in particular:

Changes to IAS 1 – Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current; Non-Current Liabilities with Covenants

The modifications to IAS 1 – Presentation of Financial Statements, regarding the classification of liabilities as current or non-current, and the treatment of non-current liabilities with covenants, clarify the distinction between current and non-current liabilities by specifying the criteria for classification based on the company's substantial rights to defer payment for at least 12 months.

These changes to IAS 1 have not had any impact on the Consolidated Financial Statements.

Changes to IAS 7 – Statement of Cash Flows and IFRS 7 – Financial Instruments: Supplementary Information – "Supplier Finance Arrangements"

The modifications to these standards address, respectively, the need to provide additional information on changes in liabilities arising from financing activities - including both cash and non-cash flows - and the requirement to disclose information on supplier finance arrangements, highlighting their impact on cash flows and the company's liquidity position.

These changes have not had any impact on the Consolidated Financial Statements.

Changes to IFRS 16 – Leases: Right-of-Use Liabilities in Sale and Leaseback Transactions

The modifications to IFRS 16 clarify how to measure the right-of-use liabilities in sale and leaseback transactions, specifying that the entity must continue to consider the initial contract terms when measuring the liabilities - even in the event of changes to the asset's value - unless there are formal modifications to the underlying contract.

These changes have not had any impact on the Consolidated Financial Statements.

4. ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with relevant accounting standards and methods in certain cases requires management to make estimates and assumptions based on difficult and subjective judgments, in turn based on past experience and hypotheses considered reasonable and realistic, given the information known at the time.

Such estimates have an effect on the amounts reported in the financial statements, including the consolidated statement of financial position, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows and the related notes. Actual results may then differ, even significantly, from those reported in the consolidated financial statements due to changes in the factors considered in determining the estimates, given the uncertainties that characterize the assumptions and conditions on which estimates are based.
The accounting estimates that more than others involve a high degree of subjectivity and judgement on the part of management, and where a change in the conditions underlying the assumptions could have a significant effect on the Group's financial results, are detailed below:

a) *Useful life of property, plant and equipment and intangible assets:* useful life is determined when the asset is first recognized in the financial statements, Considerations regarding an asset's useful life are based on historical experience, market conditions and expected future events that may affect them, such as technological changes. An asset's actual useful life may, therefore, differ from its estimated useful life.

b) *Inventories*: final inventories of products that are obsolete or slow-moving are periodically tested for impairment and written down if their recoverable amount is lower than their carrying amount. The write-downs made are based on assumptions and estimates made by management based on their experience and historical results.

c) *Sales with right of return*: the accounting of assets for sales with right of return and liabilities for sales with right of return is based on assumptions regarding the quantity of products expected to be returned and the estimated realizable value of these returned products.

d) *Provision for risks and charges*: identification of the existence of a current (legal or constructive) obligation is in certain cases not a simple matter. Management reviews such matters on a case-by-case basis, together with estimates of the outflow of resources required to satisfy the obligation. When managers believe the likelihood of a liability occurring to be only possible, the relevant risks are disclosed in the note on risks and charges, but no provision is made.

5. MANAGEMENT OF FINANCIAL RISKS

In terms of business-related risks faced, the main risks identified, monitored and actively managed by the Group as described below, are the following:

- market risk, deriving from fluctuations in exchange rates between the Euro and other currencies in which the Group operates, and in particular USD;
- credit risk, relating to the risk of default on the part of a counterpart;
- liquidity risk, relating to a lack of financial resources to meet financial obligations.

The Group aims at maintaining a balanced approach in managing its financial exposure by matching assets and liabilities and achieving operational flexibility through the use of liquidity generated by current operating activities and bank loans.

The Group's ability to generate liquidity from operations together with its borrowing capacity enable it to satisfy its operational requirements to fund working capital, invest and meet its financial obligations.

The Group's financial policy and the management of related financial risks are centrally managed and monitored.

The following paragraphs provide qualitative and quantitative information relating to the Group's exposure to the aforementioned financial risks.

5.1 Market risk

Exchange rate risk
Exposure to the risk of fluctuations in exchange rates derives from the Group's commercial activities, which are also denominated in currencies other than the Euro. Revenues and costs denominated in foreign currency may be influenced by fluctuations in exchange rates, with impacts commercial margins (business risk); similarly, trade and financial payables and receivables denominated in foreign currency may be affected by the translation rates used, with an impact on profit and loss (transaction risk).
Revenue is generally denominated in Euro and USD. The Group sometimes uses derivative financial instruments for the purpose of hedging foreign exchange risk on transactions in foreign currency. For the years ended December 31, 2024 and 2023, the Group recorded an exchange gain amounting to Euro 11,973 thousand and an exchange loss to Euro 4,796 thousand, respectively.

The Group has subsidiaries that prepare their financial statements in currencies other than the Euro, which is the currency used for the presentation of the Consolidated Financial Statements. This exposes the Group to translation exchange rate risk, generated by the conversion of the subsidiaries assets and liabilities into Euro.

The main exposures to translation exchange rate risk relate to the US currency (US Dollar - USD), the Korean currency (South Korean Won - KRW), the Japanese currency (Japanese Yen - JPY) and the Taiwanese currency (New Taiwanese Dollar - TWD),

Sensitivity analysis related to exchange rate risk
For the purposes of the sensitivity analysis on the exchange rate, statement of financial position items as of December 31, 2024 and 2023 (financial assets and liabilities) denominated in currencies other than the functional currency of each Group company were identified. In assessing the potential effects on net income deriving from changes in exchange rates, intercompany payables and receivables denominated in currencies other than the functional currency were also taken into account.
For the purpose of this analysis, two scenarios were considered, which are affected respectively by an appreciation and a depreciation of 5% of the exchange rate between the currency in which the statement of financial position item is denominated and the reporting currency.
The following table sets forth the results of the analysis conducted:

(In thousands of Euro)	As of December 31, 2024		As of December 31, 2023	
Currency	**Positive currency exchange rate of 5%**	**Negative currency exchange rate of 5%**	**Positive currency exchange rate of 5%**	**Negative currency exchange rate of 5%**
USD	(5,856)	6,472	(1,871)	2,068
KRW	(599)	662	-	-
TWD	(1,878)	2,076	-	-
JPY	107	(118)	70	(78)
EUR	1,800	(1,989)	1,049	(1,159)
CHF	2	(2)	-	-
GBP	1	(1)	-	-
SGD	(62)	68	16	(18)
PHP	(9)	10	(24)	26
Total	**(6,494)**	**7,178**	**(760)**	**839**

Interest rate risk

As of December 31, 2024 and 2023, the Group has available liquidity that marginally invests in market instruments based on market conditions and according to its own interest. In fact, the Group's liquidity is mainly deposited in primary credit institutions. Interest rates changes have an impact on the cost and yield of the various forms of funding and investment, thus affecting net finance income (expenses). During the financial years under review the Group did not have a significant amount in floating-rate financial liabilities and, therefore, did not enter into derivative financial instruments designed to hedge the risk of fluctuations in interest rates.

Sensitivity analysis related to interest rate risk

With reference to interest rate risk, a sensitivity analysis was carried out to determine the effect on the consolidated income statement and the consolidated statement of changes in equity that would result from a hypothetical positive and negative change of 50 bps in interest rates compared with those recorded in each period.

The analysis was carried out having regard primarily to the following items:

- Cash and cash equivalents;
- Current and non-current financial liabilities.

In relation to cash and cash equivalents, the average amount and the average rate of return for the period were considered, whilst regarding current and non-current financial liabilities, the impact was calculated precisely.

The following table sets forth the results of the analysis.

(In thousands of Euro)	Effect on profit and equity (net of tax)	
	- 50 bps	**+ 50 bps**
Year ended December 31, 2023	(3,252)	3,252
Year ended December 31, 2022	(3,407)	3,407

A positive sign indicates a higher profit and an increase in equity; a negative sign indicates a lower profit and a decrease in equity,

5.2 Credit risk

The Group faces its exposure to credit risk inherent in the possibility of default and/or impairment in the creditworthiness of customers by means of instruments to assess each individual counterparty through a dedicated organizational structure, equipped with the appropriate tools to constantly monitor customers' behaviour and creditworthiness.

The Group is currently structured to perform a continuous monitoring process for receivables, with different collection levels, which vary based on specific knowledge of the customer and past due days, to optimize working capital and minimize the aforementioned risk.

As of December 31, 2024 and 2023 the group's trade receivables presented a significant concentration towards the main customers, in particular as of December 31, 2024 approximately 27.94% of the trade receivables referred to a single counterparty. This concentration of receivables is attributable to the fact that the Group generates a significant part of its revenue from a limited number of customers, which coincide with the main semiconductor manufacturers worldwide. This also depends on the structure of the market in which the Group operates, characterized by a few large customers, which represent almost all of the demand for the Group's products and services. In this regard, the incidence of the top 5 customers on the total of the Group's trade receivables as of December 31, 2024 and 2023 was 72.70% and 79.0%, respectively.

The following table sets forth the breakdown of trade receivables as of December 31, 2024 and 2023, grouped by past due period, net of allowance for doubtful receivables.

(In thousands of Euro)	**Current**	**1-90 days past due**	**91-180 days past due**	**Over 181 days past due**	**Total**
Trade receivables (gross) as of December 31, 2024	102,038	15,672	1,865	175	**119,750**
Allowance for doubtful receivables	(17)	(43)	(712)	(175)	**(947)**
Trade receivables as of December 31, 2024	**102,021**	**15,629**	**1,153**	**-**	**118,803**
Trade receivables (gross) as of December 31, 2023	51,876	15,693	1,135	70	68,774
Allowance for doubtful receivables	(73)	(310)	(492)	(70)	(945)
Trade receivables as of December 31, 2023	**51,803**	**15,383**	**643**	**-**	**67,829**

Net trade receivables as of December 31, 2024 include Euro 16,782 thousand referring to past due positions (Euro 16,076 thousand as of December 31, 2023), of which Euro 1,153 thousand (Euro 643 thousand as of December 31, 2023) related to positions past due by more than 90 days.

5.3 Liquidity risk

Liquidity risk is represented by the possibility that the Group's financial resources may not be sufficient to ensure current operations and the fulfilment of obligations falling due, or that these resources may be available at a high cost.
In order to mitigate this risk, the Group: *(i)* periodically verifies forecast financial requirements on the basis of management needs, in order to act promptly to find any additional resources needed, *(ii)* implements all the actions for such finding, *(iii)* manages an adequate composition in terms of deadlines, tools and level of availability.
Cash and cash equivalents as of December 31, 2024 amounted to Euro 666,377 thousand (Euro 361,800 thousand as of December 31, 2023) and consisted of balances in current accounts with primary banking institutions mainly in Italy and Asia. Additionally, the Group holds investment securities amounting to Euro 9 thousand and Euro 443 thousand as of December 31, 2024 and 2023, respectively,
The Group believes that the cash flows that will be generated by operating activities will be sufficient to meet its financial requirements in terms of capital expenditure, working capital management and the repayment of financial liabilities when due.

The following tables set forth a maturity analysis, based on contractual repayment obligations, outstanding as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2024**					
	Within 1 year	**1 to 2 years**	**3 to 5 years**	**Over 5 years**	**Contractual amount**	**Carrying amount**
Financial liabilities	585	-	-	-	**585**	**585**
Lease liabilities	4,955	4,518	5,212	5,204	**19,889**	**18,798**
Trade payables	56,904	-	-	-	**56,904**	**56,904**
Other liabilities	53,793	20	-	-	**53,813**	**53,813**

(In thousands of Euro)	As of December 31, 2023					
	Within 1 year	**1 to 2 years**	**3 to 5 years**	**Over 5 years**	**Contractual amount**	**Carrying amount**
Lease liabilities	3,135	2,880	2,685	4,928	**13,628**	**13,527**
Trade payables	38,989	-	-	-	**38,989**	**38,989**
Other liabilities	33,478	14	-	-	**33,492**	**33,492**

The amounts shown in the above tables represent non-discounted nominal values, determined with reference to the remaining contractual due dates, for both principal and interest portion.

5.4 Capital management

The Group's capital management is aimed at guaranteeing solid credit ratings and adequate capital indicators to support its investment plans, while meeting contractual obligations with lenders.

5.5 Financial assets and liabilities by category and information on fair value

Financial assets and liabilities by category

The following table provides the breakdown, in accordance with IFRS 9, of financial assets by category as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
FINANCIAL ASSETS		
Financial assets measured at amortized cost:		
Non-current financial assets	1,074	945
Other non-current assets	1,418	1,756
Trade receivables	118,803	67,829
Other receivables (*)	867	144
Current financial assets	8,740	2,496
Cash and cash equivalents	666,377	361,800
Financial assets measured at fair value through income statement:		
Non-current financial assets	9	443
Derivative financial assets (**)	-	-
TOTAL FINANCIAL ASSETS	**797,288**	**435,413**

(*) Other receivables are included in the line item "Other current assets".
(**) Derivative financial assets are included in the line item "Current financial assets".

(In thousands of Euro)	As of December 31,	
	2024	**2023**
FINANCIAL LIABILITIES		
Financial liabilities measured at amortized cost:		
Non-current lease liabilities	13,843	10,392
Current financial liabilities	3	-
Current lease liabilities	4,955	3,135
Trade payables	56,904	38,989
Other current liabilities (*)	44,116	26,790
Financial liabilities measured at fair value through other comprehensive income:		
Derivative financial liabilities (**)	582	-
TOTAL FINANCIAL LIABILITIES	**120,403**	**79,306**

(*) Other current liabilities include payables to employees, social security institutions, directors and other payables recorded under other current liabilities.

In view of the nature of current financial assets and liabilities, for most of them the carrying amounts are deemed to be reasonable approximations of their fair value.

Non-current financial assets and liabilities are settled or measured at market rates, consequently, their fair values are deemed to be substantially in line with their carrying amounts.

Information on fair value
For assets and liabilities recognized at fair value in the statement of financial position, IFRS 13 requires that such values be classified according to a hierarchy of levels that reflects the significance of the inputs used in the calculation of fair value. The fair value hierarchy classifies the inputs to valuation techniques used to measure fair value as follows:

- **Level 1**: fair value is calculated with reference to (unadjusted) prices quoted in active markets for identical financial instruments. Accordingly, the emphasis within Level 1 is on determining both of the following: (a) the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability; and (b) whether the entity can enter into a transaction for the asset or liability at the price in that market at the measurement date.

- **Level 2**: fair value is calculated using valuation techniques based on observable inputs in active markets, Level 2 inputs include the following: (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in markets that are not active; (c) inputs other than quoted prices that are observable for the asset or liability, for example: interest rates and yield curves observable commonly quoted intervals, implied volatilities and credit spreads and market-corroborated inputs.

- **Level 3**: fair value is calculated using valuation techniques based on unobservable market inputs.

The following tables provide the breakdown of financial assets and liabilities at fair value, split by fair value hierarchy level, as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2024**		
	Level 1	**Level 2**	**Level 3**
Non-current financial assets	9	-	-
Derivative financial assets(*)	-	-	-
Total assets at fair value	**9**	**-**	**-**
Derivative financial liabilities (**)	-	582	-
Total liabilities at fair value	**-**	**582**	**-**

(*) Derivative financial assets are included in the line-item Current financial assets.
(**) Derivative financial liabilities are included in the line item "Current financial liabilities".

(In thousands of Euro)	**As of December 31, 2023**		
	Level 1	**Level 2**	**Level 3**
Non-current financial assets	443	-	-
Derivative financial assets(*)	-	-	-
Total assets at fair value	**443**	**-**	**-**

(*) Derivative financial assets are included in the line-item Current financial assets.

There were no transfers between fair value hierarchy levels during the periods under review.

6. Business Combinations

Acquisition of Dis Tech

On May 27, 2024, the Company acquired from Teradyne Inc, the Device Interface Solutions ("DIS Tech") division, specialized in the design and production of Device Interface Boards, for a consideration of Euro 82 million (USD 89 million).

The acquisition will further strengthen the positioning of the Technoprobe Group in the market of printed circuit boards (“PCB”), through the creation of synergies in order to reinforce technological expertise in the design of high-performance PCBs and the acceleration of the path of penetration into the final testing market through the development of new products.

Thanks to the acquisition, the Technoprobe Group will further strengthen its technological expertise in the PCB market and high-performance interfaces, vertically consolidating its production process.

The following table provides details of the fair value of the acquired assets and assumed liabilities identifiable at the acquisition date, taking into account the final effects of the purchase price allocation process.

(In thousands of Euro)	**Fair value at the acquisition date**
ASSETS	
Property, plant and equipment	10,643
Intangible assets	47,536
Inventories	19,448
Trade receivables	-
Cash and cash equivalents	398
Other assets	2,043
Total Assets	**80,068**
LIABILITIES	
Lease liabilities	1,906
Deferred tax liabilities	11,610
Trade payables	1,662
Other liabilities	2,452
Total liabilities	**17,630**
Total net assets acquired (A)	**62,438**
Consideration (B)	**82,024**
Goodwill (B)-(A)	**19,586**

Goodwill, determined as the excess between the fair value of the identifiable net assets of the acquired company and the consideration paid, equal to Euro 19,586 thousand, is attributable to the ability of the acquired company to generate future economic benefits.

The following table shows the net cash flow for the acquisition of DIS:

(In thousands of Euro)	**At the acquisition date**
Consideration paid	(82,024)
Acquired cash and cash equivalents	398
Net cash flow (investing activities)	**(81,626)**

The costs related to the acquisition of DIS, equal to Euro 1,951 thousand, were mostly recognized during fiscal year 2023.

DIS contributed to the determination of the Group's revenues for the year ended December 31, 2024 for Euro 64,313 thousand starting from the acquisition date (May 27, 2024).

It should be noted that if the acquisition had taken place on January 1, 2024, the contribution to the Group's revenues and net income would have been Euro 100,843 thousand. These amounts have been calculated using the adjusted results of DIS Tech to account for differences in accounting policies between the Group and the company itself.

7. NOTES TO THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

7.1 Property, plant and equipment

The following table provides the breakdown and movements of property, plant and equipment for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Land and buildings**	**Plant and machinery**	**Industrial and commercial equipment**	**Right of use assets**	**Leasehold improvement**	**Other assets**	**Property, plant and equipment in progress and advances**	**Total**
Historical cost as of December 31, 2022	**44,885**	**182,012**	**26,029**	**14,183**	**4,530**	**20,042**	**37,492**	**329,173**
Additions	1,929	29,339	5,015	9,219	2,972	1,827	21,752	**72,053**
Disposals	(1,153)	(1,653)	(437)	(2,166)	-	(87)	(2,025)	**(7,521)**
Business combination	7,975	8,628	-	110	1,360	-	36	**18,109**
Reclassifications	429	14,983	3,243	-	556	2,630	(21,841)	-
Exchange differences	(137)	(1,575)	(435)	(407)	(146)	(78)	(290)	**(3,068)**
Historical cost as of December 31, 2023	**53,928**	**231,734**	**33,415**	**20,939**	**9,272**	**24,334**	**35,124**	**408,746**
Additions	48	24,917	3,585	6,654	1,778	1,933	52,253	**91,168**
Disposals	-	(637)	(1,763)	(1,281)	(4)	(149)	-	**(3,834)**
Business combination	-	-	6,136	1,906	2,469	132	-	**10,643**
Reclassifications	1	25,394	1,354	679	6	(11,413)	(18,925)	**(2,904)**
Exchange differences	379	970	1,049	711	357	89	183	**3,738**
Historical cost as of December 31, 2024	**54,356**	**282,378**	**43,776**	**29,608**	**13,878**	**14,926**	**68,635**	**507,557**
Accumulated depreciation as of December 31, 2022	**(7,424)**	**(84,688)**	**(11,162)**	**(5,472)**	**(1,407)**	**(9,284)**	**-**	**(119,437)**
Depreciation	(1,390)	(26,844)	(4,709)	(3,082)	(834)	(3,043)	-	**(39,902)**
Disposals	-	463	58	1,129	-	84	-	**1,734**
Exchange differences	12	549	182	285	52	57	-	**1,137**
Accumulated depreciation as of December 31, 2023	**(8,802)**	**(110,520)**	**(15,631)**	**(7,140)**	**(2,189)**	**(12,186)**	**-**	**(156,468)**
Depreciation	(1,256)	(35,227)	(6,373)	(4,417)	(2,246)	(1,627)	-	**(51,146)**
Disposals	-	451	1,449	1,295	1	160	(19)	**3,337**
Impairments	-	(5,839)	(10)	(439)	(257)	-	-	**(6,545)**
Reclassifications	-	(4,517)	-	-	-	4,517	-	-
Exchange differences	(17)	(529)	(481)	(359)	(129)	(73)	-	**(1,588)**
Accumulated depreciation as of December 31, 2024	**(10,075)**	**(156,181)**	**(21,046)**	**(11,060)**	**(4,820)**	**(9,209)**	**(19)**	**212,410)**
Net book value as of December 31, 2023	**45,126**	**121,214**	**17,784**	**13,799**	**7,083**	**12,148**	**35,124**	**252,278**
Net book value as of December 31, 2024	**44,281**	**126,197**	**22,730**	**18,548**	**9,058**	**5,717**	**68,616**	**295,147**

Property, plant and equipment mainly includes land, buildings and plant and machinery used in the production process, Property, plant and equipment in progress and advances as of December 31, 2024 and 2023 mainly include plant and machinery that will be used in the production process.

Investments in property, plant and equipment for the year ended December 31, 2024 amounted to Euro 91,168 thousand (Euro 72,053 thousand for the year ended December 31, 2023), of which Euro 6,654 thousand (Euro 9,219 thousand for the year ended December 31, 2023) relate to right of use assets and mainly referred to the lease of the new design offices in Cebu and Shanghai as well as the new building located in Suzhou.

The investments in tangible assets made in the financial years ended December 31, 2024, are mainly attributable to enhancement, modernization, and upgrading of production lines at the Italian manufacturing plants, as well as the construction of a new factory in Taiwan.

The changes related to business combinations that occurred during the financial year ended December 31, 2024, mainly refer to industrial and commercial equipment and improvements on third-party assets resulting from DIS Tech acquisition. For more information, refer to Note 6 - "Business Combinations".

As of December 31, 2024, indications of impairment losses on tangible assets have emerged, amounting to a total of EUR 6,545 thousand. This value refers to the impairments related to companies Harbor Electronics Inc and Microfabrica Inc following the ongoing integration and reorganization processes after their respective mergers within the Group.

The item "Reclassifications" mainly refers to the reclassification of the "cleanroom" from the "Other assets" category to the "Plant and machinery" category and the reclassification of certain machinery under production for the Company's use to the "Inventories" balance sheet line, following the decision to allocate these machines for sale to customers.

As of December 31, 2024 and 2023, there were no property, plant and equipment encumbered by any type of guarantee provided in favor of third parties.

Right of use assets and lease liabilities

The following table sets forth the main financial information for the lease contracts of the Group, that mainly operates as lessee.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Net book value of right of use assets (buildings)	18,166	13,628
Net book value of right of use assets (industrial and commercial equipment)	93	94
Net book value of right of use assets (other assets)	289	77
Net book value of right of use assets	**18,548**	**13,799**
Current lease liabilities	4,955	3,135
Non-current lease liabilities	13,843	10,392
Total lease liabilities	**18,798**	**13,527**

The following table sets forth the main income statement information for the lease contracts of the Group, that mainly operates as lessee,

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Depreciation of right of use assets (buildings)	3,213	1,896
Depreciation of right of use assets (Industrial and commercial equipment)	110	9
Depreciation of right of use assets (other assets)	1,094	1,177
Total depreciation of right of use assets	**4,417**	**3,082**
Lease interest expenses	**1,606**	**288**
Total other expenses	**1,176**	**614**
Total lease expenses	**3,303**	**3,009**

Right of use assets related to buildings mainly relate to the lease of offices and production facilities in which certain Group companies operate, as well as the lease of a warehouse used by Technoprobe.

As of December 31, 2024 and 2023, the Group has not identified any indicators of impairment with respect to right of use assets.

The following table sets forth the undiscounted contractual flows of the Group's lease liabilities as of December 31, 2024 and 2023.

(In thousands of Euro)	**Within 1 year**	**1 to 2 years**	**3 to 5 years**	**After 5 years**	**Contractual amount**	**Carrying amount**
Lease liabilities as of December 31, 2024	4,955	4,518	5,212	5,204	**19,889**	**18,798**
Lease liabilities as of December 31, 2023	3,135	2,880	2,685	4,928	**13,628**	**13,527**

Lease payments due are discounted using the incremental borrowing rate, which is the rate of interest that the Group would have to pay to borrow a similar sum over a similar term as the lease contract.

7.2 Intangible assets and goodwill

The following table provides the breakdown and movements of intangible assets including goodwill for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Goodwill**	**Know-how**	**Software and patents**	**Other intangible assets**	**Intangible assets in progress and advances**	**Total**
Historical cost as of December 31, 2022	**10,351**	**7,028**	**8,824**	**477**	**415**	**27,095**
Additions	-	-	912	-	181	**1,093**
Disposals	-	-	-	-	-	**-**
Business combination	15,579	5,417	789	3,251	-	**25,036**
Reclassifications	-	-	122	-	(122)	**-**
Exchange differences	(479)	(299)	(85)	(92)	-	**(955)**
Historical cost as of December 31, 2023	**25,451**	**12,146**	**10,562**	**3,636**	**474**	**52,269**
Additions	-	-	8,830	-	589	**9,419**
Disposals	-	-	-	-	-	**-**
Business combination	19,586	47,495	41	-	-	**67,122**
Reclassifications	-	-	305	-	(471)	**(166)**
Exchange differences	628	462	315	235	-	**1,640**
Historical cost as of December 31, 2024	**45,665**	**60,103**	**20,053**	**3,871**	**592**	**130,284**
Accumulated amortization as of December 31, 2022	**-**	**(1,676)**	**(3,849)**	**(477)**	**-**	**(6,002)**
Amortization	-	(797)	(2,128)	(118)	-	**(3,043)**
Exchange differences	-	71	5	20	-	96
Accumulated amortization as of December 31, 2023	**-**	**(2,402)**	**(5,972)**	**(575)**	**-**	**(8,949)**
Amortization	-	(3,440)	(2,426)	(324)	-	**(6,191)**
Disposals	-	-	-	-	-	**-**
Impairments	(1,951)	-	(706)	(2,799)	-	**(5,456)**
Exchange differences	-	(195)	(67)	(171)	-	(433)
Accumulated amortization as of December 31, 2024	**(1,951)**	**(6,037)**	**(9,171)**	**(3,869)**	**-**	**(21,029)**
			-			
Net book value as of December 31, 2023	**25,451**	**9,744**	**4,590**	**3,061**	**474**	**43,320**
Net book value as of December 31, 2024	**43,714**	**54,066**	**10,882**	**2**	**592**	**109,255**

As of December 31, 2024 and 2023, the Group has identified any indicators of impairment with respect to intangible assets.

Intangible assets with a finite useful life

Investments in intangible assets with a finite useful life for the year ended December 31, 2024 and 2023, amounted to Euro 9,419 thousand and Euro 1,093 thousand respectively, and they were primarily attributable to software and patents purchases.

The know-how was recognized as a result of the Purchase Price Allocation (PPA) exercise relating to the acquisition of DIS Tech which happened on May 27, 2024 (please refer to note 6 – "Business combinations" for further information) from Harbor Electronics and from Microfabrica which respectively took place in 2023 and 2019.

Other intangible assets mainly include the value of a trademark resulting from the aforementioned acquisition of Harbor Electronics. As a result of the merger with DIS Tech America LLC., it has been fully impaired in the current financial year. Following the integration process of DIS Tech America LLC, within Harbor Electronics, the intangible assets in the latter have been completely written down in the current financial year as they are no longer considered capable of generating future benefits.

Intangible assets with an indefinite useful life

Goodwill

As of December 31, 2024, goodwill amounted to Euro 43,714 thousand (Euro 25,451 thousand as of December 31, 2023) and mainly refers to goodwill recognized as part of the acquisition of Microfabrica Inc in 2019 as well as the acquisition of Harbor Electronics and MW Plasma which took place in 2023, The increase for the year is attributable to the goodwill recognized in the acquisition of the companies belonging to the DIS Tech Group and the respective business units acquired as part of the deal concluded with Teradyne Inc. (see Note 6 – "Business Combinations").
The value of goodwill, in line with IFRS's requirements, has to be assessed through an "impairment test" as of December 31, 2024. To this extent, it should be noted that, for the purpose of the impairment test of goodwill, a single Cash Generating Unit (**"CGU"**) was identified, consisting of the Group's operating activities as a whole. In order to identify the CGU, the elements provided by IAS 36 were taken into account, including the fact that the management monitors the Group's operations on a consolidated basis and the fact that the management makes strategic decisions, with particular reference to the product range and investment decisions, at Group level.
According to IFRS, the "recoverable amount" of the CGUs or group of CGUs to be considered for the purposes of the impairment test is equal to the higher of the "fair value less costs of disposal" and the "Value in use".
The value configuration used to determine the recoverable amount of the Group's assets (including goodwill) as of December 31, 2024 is the fair value determined using the Parent Company's market capitalization as of the impairment test date (December 31, 2024), as adjusted for the fair value of items in the financial statements not included in the book value of the CGU, mainly the net financial position. For further information on the Group's net financial position, please refer to Note 7.11.
The impairment test as of December 31, 2024 did not reveal any loss in value, as the fair value of the Group's assets including goodwill is significantly higher than the related carrying amount.
The difference between the recoverable amount and the carrying amount of the Group's assets would be zeroed against a potential decrease of more than 65% in the market prices of ordinary shares.
Nonetheless, given the ongoing reorganization activity on Harbor Electronics, a specific assessment was carried out on the goodwill related to the company and arising at the time of acquisition, which is no longer attributable to the company after the merger with DIS Tech America, LLC. This evaluation process led to the impairment of a portion of the goodwill for an amount of EUR 1,951 thousand.

7.3 Deferred tax asset and deferred tax liabilities

The following tables provide breakdown and movements of deferred tax assets for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2023**	**Provisions/releases to income statement**	**Business combinations**	**Exchange differences**	**As of December 31, 2024**
Impairment of raw materials	7,721	983	-	8	8,712
Other costs	3,973	(814)	-	(236)	2,923
Property, plant and equipment	4,190	(206)	-	9	3,993
Tax loss carry forwards	6,061	(961)	-	113	5,213
Exchange differences	-	(642)	-	-	(642)
Unrealized intra-group margin	2,299	2,185	-	-	4,484
Right of use assets	51	38	-	2	91
Intangible assets	229	378	-	25	632
Total deferred tax assets (gross)	**24,524**	**962**	**-**	**(79)**	**25,406**
Offsetting with deferred tax liabilities	(3,598)	-	-	-	(3,412)
Total deferred tax assets	**20,926**	**962**	**-**	**(79)**	**21,995**

(In thousands of Euro)	**As of December 31, 2022**	**Provisions/releases to income statement**	**Business combinations**	**Exchange differences**	**As of December 31, 2023**
Impairment of raw materials	4,071	3,582	73	(5)	7,721
Other costs	3,883	116	50	(76)	3,973
Property, plant and equipment	5,325	(1,012)	17	(140)	4,190
Tax loss carry forwards	3,134	3,103	-	(176)	6,061
Unrealized intra-group margin	2,633	(334)	-	-	2,299
Right of use assets	50	-	-	1	51
Intangible assets	-	(93)	327	(5)	229
Total deferred tax assets (gross)	**19,096**	**5,362**	**467**	**(401)**	**24,524**
Offsetting with deferred tax liabilities	(2,498)	-	(450)	-	(3,598)
Total deferred tax assets	**16,598**	**5,362**	**17**	**(401)**	**20,926**

Deferred tax assets are recognized to the extent to which it is probable that future taxable profit will be available against which they can be utilized. Deferred tax assets relating to tax loss carry forward were recognized only to the extent they are expected to be recovered in the future.

The following tables provide breakdown and movements of deferred tax liabilities for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2023**	**Provisions/releases to income statement**	**Business combination**	**Exchange differences**	**As of December 31, 2024**
Intangible assets	1,524	(799)	11,610	-	12,335
Exchange differences	127	9	-	(3)	139
Property, plant and equipment	5,225	(1,173)	-	265	4,317
Derivative financial instruments	-	-	-	-	-
Other temporary taxable differences	207	52	-	5	264
Total deferred tax liabilities (gross)	**7,083**	**(1,911)**	**11,610**	**273**	**17,055**
Offsetting with deferred tax assets	(3,598)	-	-	-	(3,412)
Total deferred tax liabilities	**3,485**	**(1,911)**	**11,610**	**273**	**13,643**

(In thousands of Euro)	As of December 31, 2022	Provisions/releases to income statement	Business combination	Exchange differences	As of December 31, 2023
Intangible assets	-	(93)	1,617	-	1,524
Exchange differences	58	71	-	(2)	127
Property, plant and equipment	2,352	558	2,362	(47)	5,225
Derivative financial instruments	408	(408)	-	-	-
Other temporary taxable differences	-	144	63	-	207
Total deferred tax liabilities (gross)	**2,818**	**272**	**4,042**	**(49)**	**7,083**
Offsetting with deferred tax assets	(2,498)	-	(450)	-	(3,598)
Total deferred tax liabilities	**320**	**272**	**3,592**	**(49)**	**3,485**

Deferred tax liabilities are recognized for temporary differences that will become taxable in future years.

The increase in deferred tax liabilities that occurred during the year ended December 31, 2024 compared to the year ended December 31, 2023 is mainly attributable to the effect of the acquisition of the DIS Tech. For further information, please refer to note 6 – “Business combinations”.

7.4 Non-current financial assets

The following table provides the breakdown of non-current financial assets as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Security deposits	1,074	945
Debt securities	9	443
Time deposit	-	-
Non-current financial assets	**1,083**	**1,388**

7.5 Other non-current assets

Other non-current assets, amounting to Euro 1,418 thousand and Euro 1,756 thousand as of December 31, 2024 and 2023, respectively, mainly refers to tax credits.

7.6 Inventories

The following table provides the breakdown of inventories as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Raw materials, supplies and consumables	85,786	75,843
Work in progress and semi-finished goods	78,013	69,785
Finished products and goods	4,632	1,157
Inventories (gross)	**168,431**	**146,785**
Provisions for inventory write-downs	(31,672)	(27,755)
Inventories	**136,759**	**119,030**

Net changes in provisions for inventory write-downs amounted to Euro 3,917 thousand and Euro 13,013 thousand for the years ended December 31, 2024 and 2023, respectively.

The increase in inventories in the year ended December 31, 2024 is mainly attributable to DIS Tech acquisition.

7.7 Trade receivables

The following table provides the breakdown of trade receivables as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	2023
Trade receivables (gross)	119,750	68,774
Allowance for doubtful receivables	(947)	(945)
Trade receivables	**118,803**	**67,829**

The following table provides the breakdown and movement of allowance for doubtful receivables as of December 31, 2024 and 2023.

(In thousands of Euro)	Allowance for doubtful receivables
As of December 31, 2022	**1,045**
Net provision	(49)
Utilization	(47)
Exchange differences	(4)
As of December 31, 2023	**945**
Net provision	77
Utilization	(78)
Exchange differences	3
As of December 31, 2024	**947**

Net provision for doubtful receivables is recognized in the income statement line-item "Net impairment of financial assets" (see Note 8.5 – "Net impairment of financial assets").

There are no trade receivables due beyond 5 years as of December 31, 2024 and 2023.

7.8 Current financial assets

The following table provides the breakdown of current financial assets as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	2023
Security deposits	840	922
Receivables from banks for interest	6,626	1,574
Other receivables	1,274	-
Current financial assets	**8,740**	**2,496**

7.9 Current tax receivables and current tax payables

Current tax receivables amounted to Euro 17,632 thousand and Euro 38,647 thousands as of December 31, 2024 and 2023, respectively.

Current tax payables amounted to Euro 5,353 thousand and Euro 1,241 thousand as of December 31, 2024 and 2023, respectively.

The decrease in current tax receivables as of December 31, 2024 compared to December 31, 2023 is mainly attributable to the use of tax credits following the increase in the tax burden. Please refer to Note 8.10 – "Income Taxes" for further information.

7.10 Other current assets

The following table provides the breakdown of other current assets as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Tax receivables	22,990	14,579
Prepaid expenses	5,558	3,350
Prepayments and advance	1,684	852
Other receivables	867	144
Other current assets	**31,099**	**18,925**

Tax receivables are mostly VAT receivables.

Prepaid expenses include mainly prepaid expenses relating to multi-year insurance policies.

7.11 Cash and cash equivalents

The following table provides the breakdown of cash and cash equivalents as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Bank and postal deposits	666,361	361,787
Cash and cash on hand	16	13
Cash and cash equivalents	**666,377**	**361,800**

As of December 31, 2024 and 2023, bank and postal deposits are not subject to restrictions or limitations and are held at banks and financial institutions primarily located in Italy and Asia. In order to optimize the return on liquidity held, the Group used term deposit which can be released upon request.

Refer to the consolidated statement of cash flows for details on changes in cash and cash equivalents for the years ended December 31, 2024 and 2023.

The table below shows the composition of the Group's net financial position as of December 31, 2024 and 2023 determined in accordance with the provisions of CONSOB communication DEM/6064293 of July, 28 2006 as amended by CONSOB Attention Notice no, 5/21 of April, 29 2021 and in accordance with the ESMA Recommendations 32-382-1138 of March 4, 2021.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
A, Cash	666,377	361,800
B, Cash equivalents	-	-
C, Other current financial assets	8,740	2,496
D, Liquidity (A+B+C)	**675,117**	**364,296**
E, Current financial debt	(3)	-
F, Current portion of non-current financial debt	(4,955)	(3,135)
G, Current financial indebtedness (E+F)	**(4,958)**	**(3,135)**
- of which guaranteed	-	-
- of which not guaranteed	*(4,958)*	*(3,135)*
H, Net current financial indebtedness (G-D)	**670,159**	**361,161**
I, Non-current financial debt	(13,843)	(10,392)
J, Debt instruments	-	-
K, Non-current trade and other payables	-	-
L, Non-current financial indebtedness (I+J+K)	**(13,843)**	**(10,392)**
- of which guaranteed	-	-

- of which not guaranteed	*(13,843)*	*(10,392)*
M, Net financial position (surplus) (*) (H-L)	**656,316**	**350,769**

(*) As of December 31, 2024, Euro 18,798 thousand refer to the financial liability relating to IFRS 16 (Euro 13,527 thousand as of December 31, 2023), of which Euro 4,955 thousand current (Euro 2,352 thousand as of December 31, 2023) and Euro 10,392 thousand non-current current (Euro 5,847 thousand as of December 31, 2023).

7.12 Total equity

The following table provides the breakdown of total equity as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Share capital	6,533	6,010
Legal reserve	1,202	1,202
Share premium reserve	523,338	139,116
Treasury shares reserve	(46,416)	(11,747)
Other reserves	32,183	31,933
Translation reserve	9,566	1,943
Retained earnings	647,315	550,316
Net profit attributable to the owners of the Parent	63,832	96,999
Equity attributable to non-controlling interests	(376)	1,528
Total equity	**1,237,177**	**817,300**

Share capital
The share capital of the Parent, fully subscribed and paid-up, amounted to Euro 6,533 thousand as of December 31, 2024 (Euro 6,010 thousand as of December 31, 2023), consisted of n.215,576,087 ordinary shares and n.437,684,783 ordinary shares with increased voting rights, the latter held by T-PLUS and the Crippa family. The shares are registered with no par value and are issued in dematerialized form.

In May 2024, a reserved paid-in capital increase of n.52,260,870 shares (representing 8% of the share capital) was subscribed by Teradyne International Holding B.V. at an issue price of Euro 7,362 each, for a total amount of Euro 384,744 thousand, of which Euro 523 thousand was recognized in share capital and the remaining part in the share premium reserve.

Legal reserve
The legal reserve, amounted to Euro 1,202 thousand and Euro 1,202 thousand as of December 31, 2024 and 2023 respectively.

Share premium reserve
The share premium reserve amounted to Euro 523,338 thousand as of December 31, 2024 and to Euro 139,116 thousand as of December 31, 2023 and it was generated in the year ended December 31, 2022 in connection with the EGM Listing. The increase recorded during 2024 mainly refers to the capital increase subscribed by Teradyne International Holding B.V..

Translation reserve
The translation reserve includes all differences arising from the translation into Euro of the financial statements of the companies included in the scope of consolidation expressed in currencies other than Euro.

Treasury shares reserve
The “Treasury shares reserve” amounted to Euro 46,416 thousand includes the equivalent value of the n, 6,532,608 treasury shares, of which 5,032,608 purchased by Technoprobe in the year ended December 31, 2024,

Other reserve
Other reserves amounted to Euro 32,183 thousand as of December 31, 2024 (Euro 31,933 thousand as of December 31, 2023) and include, among others, the effects of applying IFRS and the registration of the

stock grant plan named "*Restricted Shares 2024-2026*".

The movements that affected shareholders' equity for the year ended December 31, 2024 are related to:

- The capital increase subscribed by Teradyne International Holding B.V. for a total amount of Euro 384,744 thousand, of which Euro 523 thousand was allocated to share capital and the remaining part to the share premium reserve;
- the purchase of n.5,032,608 treasury shares amounting to Euro 34,669 thousand;
- the registration of the stock grant plan for Euro 250 thousand; and
- the recognition of the total comprehensive income for the year of Euro 70,756 thousand.

The movements that affected shareholders' equity for the year ended December 31, 2023 are related to:

- the purchase of 1,500,000 treasury shares amounting to Euro 11,747 thousand; and
- the recognition of the total comprehensive income for the year of Euro 91,718 thousand.

7.13 Employee benefits obligations

The item includes Technoprobe directors' end of mandate indemnity and employee severance indemnity. The following table reports the movements in the employee benefit obligations as of and for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Employee severance indemnity**	**End of mandate indemnity**	**Total employee benefits obligations**
As of December 31, 2022	**297**	**-**	**297**
Provisions	3,953	-	3,953
Benefits paid	(3,962)	-	(3,962)
As of December 31, 2023	**288**	**-**	**288**
Provisions	4,694	-	4,694
Benefits paid	(4,557)	-	(4,557)
As of December 31, 2024	**425**	**-**	**425**

The average number of employees of the Group as of December 31, 2024 is 2,876 units (2,746 units as of December 31, 2023), of which 47 directors, 1,444 white collars and 1,385 blue collars.

7.14 Provision for risks and charges

The provision for risks and charges amounting to Euro 21,610 thousand as of December 31, 2024 (Euro 20,073 thousand as of December 2023), related to accrual made in relation to risk mainly of a fiscal nature. In fact, in its business operations, the Group puts in place several transactions with foreign third parties. The complexity of such transactions implies the risk that the relevant taxation authorities might provide for a treatment for these transactions different from that adopted by the Group.

7.15 Trade payables

Trade payables, amounting to Euro 56,904 thousand and Euro 38,989 thousand as of December 31, 2024 and 2023, respectively, are mainly attributable to transactions for the purchase of raw materials, components and services.

7.16 Current financial liabilities

The table that follows shows the current financial liabilities detail as of December 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Financial debt to banks	3	-
Derivative financial instruments	582	-
Total current financial liabilities	**585**	**-**

Financial debt to banks

Bank debts, amounting to Euro 3 thousand as of December 31, 2024, and with a zero value in 2023, mainly refer to the debt incurred for commissions and banking expenses.

Derivative financial instruments

Derivative financial instruments, amounting to Euro 582 thousand as of December 31, 2024, and with a zero value in 2023, refer to contracts entered into to mitigate exchange rate risk on currency transactions. The derivative contracts have not been designated as hedging financial instruments based on the criteria set by IFRS. Consequently, changes in the fair value of derivatives are recognized in the income statement under the item Gains (losses) on exchange differences.

7.17 Other current liabilities

The following table provides the breakdown of other current liabilities as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Payables due to employees	24,502	17,068
Payables due to social security institutions	9,388	8,149
Accrued expenses	-	163
Tax payables	4,173	3,359
Payables to directors	601	990
Deferred income	5,504	3,166
Other minor liabilities	9,625	583
Other current liabilities	**53,793**	**33,478**

Payables due to employees primarily refer to payroll, production bonuses, MBOs and deferred expenses, such as vacation, leave and additional monthly payments.

Payables due to social security institutions primarily refer to liabilities to pension and social security institutions for the payment of contributions.

Accrued expenses mainly relate to the provision for commission expenses on sales.

Tax payables primarily include amounts due to non-income taxes, primarily consisting of withholding taxes on employees, VAT payables and other indirect taxes.

The increase recorded during the year mainly refers to the impact arising from the acquisition of company DIS Tech and the increase in debts towards employees, which are largely attributable to the Parent Company.

8. NOTES TO THE CONSOLIDATED INCOME STATEMENT

8.1 Revenue

The following table provides the breakdown of Revenue for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Revenue from sales	543,153	409,221
Other revenues	-	53
Revenue	**543,153**	**409,274**

The following table provides the breakdown of Revenue by geographical area for the years ended December 31, 2024 and 2023, classified according to the billing country.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Asia	254,552	178,827
America	250,250	187,934
Europe (excluding Italy)	26,648	31,567
Italy	11,703	10,946
Revenue	**543,153**	**409,274**

Almost all the contracts with customers entered by the Group do not include variable consideration.

The Group considers that there is no contract containing a significant financial component, i.e. for which the period between the transfer to the customer of the promised good and the related payment exceeds twelve months. Therefore, the Group has not made any adjustment to the consideration received to consider the time value of money.

8.2 Cost of revenue

The following table provides the breakdown of cost of revenue for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Raw materials, supplies, consumables and goods	141,187	83,884
Personnel expenses	99,354	79,481
Depreciation, amortization and impairment	45,913	28,928
Outsourced services and industrial services	12,772	4,924
Maintenance and repairs	6,447	4,651
Utilities	5,733	4,506
Lease and rental costs	3,347	1,317
Other minor costs	4,961	2,256
Cost of revenue	**319,714**	**209,947**

The Depreciation and Impairment item is impacted by the non-recurring effect of asset impairments for a total amount of Euro 5,839 thousand. For further details, please refer to the respective paragraphs.

8.3 Research and development

The following table provides the breakdown of research and development for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Personnel expenses	35,366	35,902
Consultancy and professional services	6,956	3,917
Depreciation, amortization and impairment	10,794	9,227
Raw materials, supplies, consumables and goods	5,941	4,730
Software licenses	2,269	1,353
Maintenance and repairs	376	575
Utilities	287	331
Other minor costs	1,385	728
Research and development	**63,374**	**56,763**

The Group’s R&D activities are aimed at both introducing new products and implementing new production processes, Raw materials, supplies, consumables and goods and the costs for the use of third-party assets are attributable to research and development centers entered into operation.

8.4 Selling, general and administrative

The following table provides the breakdown of selling, general and administrative for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Personnel expenses	35,877	27,841
Sales commissions	10,784	4,422
Consultancy and professional services	12,890	11,327
Office costs	2,099	682
Depreciation, amortization and impairment	12,630	4,790
Transportation costs	1,012	1,510
Lease and rental costs	1,013	774
Maintenance and repairs	1,306	906
Travel costs	2,584	1,391
Utilities	2,208	1,689
Directors’ compensation	2,388	2,659
Other minor costs	8,087	4,780
Selling, general and administrative	**92,878**	**62,771**

The Depreciation, amortization and Impairment item is impacted by the non-recurring effect of asset impairments for a total amount of Euro 6,162 thousand. For further details, please refer to the respective paragraphs.

8.5 Net impairment of financial assets

Net impairment of financial assets, recognized in accordance with the requirements of IFRS 9, amounting to a net revaluation of Euro 77 thousand and a net revaluation of Euro 49 thousand for the years ended December 31, 2024 and 2023, respectively, relate to the impairment of trade receivables.

Changes in the allowance for doubtful receivables for the years ended December 31, 2024 and 2023 are shown in Note 7.7 – “Trade Receivables”.

8.6 Other income (expenses), net

Other income (expenses), net amounting to an income of Euro 2,452 thousand and to an income of Euro 1,884 thousand for the years ended December 31, 2024 and 2023, respectively.
Other revenues for the year ended December 31, 2024 and 2023 are mainly attributable to tax credits for research and development, investment in capital goods, and energy consumption.

8.7 Finance income

The following table provides the breakdown of net finance income for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Interest income	16,992	8,498
Other finance income	117	108
Finance income	**17,109**	**8,606**

The increase in finance income is mainly attributable to the increase in interest income, mainly attributable to the higher balance of cash and cash equivalents in bank current accounts and term deposit accounts which can be released upon request and, to a lesser extent, to interest income on other financial activities.

8.8 Finance expenses

The following table provides the breakdown of finance expenses for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Interests on lease and other minor liabilities	1,606	288
Finance expenses	**1,606**	**288**

8.9 Foreign exchange gains (losses)

Exchange gains (losses) amounted to profits of Euro 11,937 thousand and to losses of Euro 4,796 thousand for the financial year ended December 31, 2024 and 2023, respectively, This value includes the change in the fair value of foreign exchange derivatives recognized during the year.

8.10 Income tax expense

The following table provides the breakdown of income tax expense for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Current taxes	(36,662)	(24,533)
Prior periods taxes	(421)	31,571
Deferred taxes	2,873	5,090
Income tax expense	**(34,210)**	**12,128**

For details of the item "Deferred tax assets and liabilities", see Note 7.3 - "Deferred tax assets and deferred tax liabilities".

The following table provides a reconciliation of the theoretical and the reported tax charge with respect to the Italian Corporate Income Tax (IRES) for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Profit before tax	97,002	85,248
Theoretical tax rate %	24%	24%
Theoretical tax charge	**23,280**	**20,460**
Foreign tax rate differences	(1,095)	(184)
Non-taxable income and non-deductible expenses	12,241	4,835
Excluded share of dividends collected	(7,973)	(9,284)
Effect of asset impairments	3,436	-
Equity investment deduction (ACE)	-	(1,491)
Patent Box benefit related to previous years	(421)	(31,326)
IRAP and other taxes/benefits	4,742	4,862
Income tax expense	**34,210**	**(12,128)**

8.11 Earnings per share

The following table sets forth the calculation of net profit per share for the year ended December 31, 2024 and 2023.

	Year ended December 31,	
	2024	**2023**
Net profit attributable to the owners of the Parent	63,832	96,999
Weighted average number of ordinary shares	630,713,342	600,320,872
Basic and diluted net profit per share (in Euro)	0,10	0,16

Net profit per share was calculated by dividing the net profit by the average number of ordinary shares outstanding during the year, excluding treasury shares.
The shares composing the share capital are ordinary shares and there are no obligations relating to the distribution of privileged dividends or other privileged forms of allocation of results among the shares, Furthermore, there are no existing instruments with a potential diluting effect.

8.12 Shared-base payments

In order to implement a system of incentives and retention for executives and employees who hold key roles within Technoprobe group, the Shareholders' Meeting of Technoprobe S.p.A. approved on April 24, 2024, an incentive plan for 2024-2026, which provides for the free allocation of Technoprobe S.p.A. shares to the Chief Executive Officer and certain key executives within the company.

The three-year incentive plan involves the free allocation to beneficiaries of a maximum of n.88,695 ordinary Technoprobe S.p.A. shares, corresponding to a maximum of approximately 0,0136% of the share capital. The Restricted Shares Plan 2024-2026 is subject to the continued employment between the beneficiary and the company until the end of the vesting period, December 31, 2026.

The "Restricted Shares Plan 2024-2026" is in line with the resolution of the Board of Directors on March 14, 2024. The implementation of the plan will take place with Technoprobe SpA treasury shares already in the portfolio or to be purchased in accordance with Article 2357 of the Italian Civil Code. The fair value of the services received by the plan participants as compensation for the assigned capital instruments was determined directly by referring to the fair value of the instruments themselves, The portion allocated to the financial year was determined on a pro-rata temporis basis over the vesting period, which is the period to which the incentive refers, The fair value assessment was conducted in accordance with applicable accounting principles, particularly IFRS 2.

Technoprobe Group's Chief Executive Officer

On May 14, 2024, the incentive plan allocation for the Chief Executive Officer of Technoprobe S.p.A. was carried out for n. 35,478 stock rights. The unit fair value of the assigned shares, determined by the average share price at the grant date during the vesting period, is equal to Euro 8,456.

The parameters used for the fair value calculation were as follows:

Share price	(euro)	8,456
Exercise price	(euro)	N/A
Vesting period	(anni)	3

Since the shares are granted free of charge, the exercise price is zero. The fair value of the stock grants as of December 31, 2024, amounting to Euro 100 thousand was recognized under Selling, general and administrative Expenses, with a corresponding entry in Other Reserves within Shareholders' Equity.

Technoprobe Group's Strategic Executives

On May 14, 2024, the incentive plan allocation for the Strategic executives of Technoprobe SpA was carried out for a total of n. 53,217 stock rights. The unit fair value of the assigned shares, determined by the average share price at the grant date during the vesting period, is equal to Euro 8,456.

The parameters used for the fair value calculation were as follows:

Share price	(euro)	8,456
Exercise price	(euro)	N/A
Vesting period	(anni)	3

Since the shares are granted free of charge, the exercise price is zero. The fair value of the stock grants as of December 31, 2024, amounting to 150 thousand euros was recognized under personnel costs, partly in Research and Development Expenses and partly in, Selling, General and Administrative Expenses, with a corresponding entry in Other Reserves within Shareholders' Equity.

The rights existing as of December 31, 2024, are represented as follows:

	Shares number	Average exercise price
Rights existing as of January 01, 2024	**-**	
New rights granted during the period	88,695	N/A
(Rights canceled during the period)		
(Rights converted into cash during the period)		
(Rights expired during the period)		
Rights existing as of December 31, 2024	**88,695**	**N/A**
Of which exercisable at the end of the period	-	-

9. SEGMENT INFORMATION

Segment information has been prepared in accordance with IFRS 8 – "Operating segments" (hereafter "**IFRS 8**"), which requires the presentation of disclosures consistent with how directors take operating decisions.

At the management level, the Group identifies a single strategic vision for its operating activities. In particular, top management reviews the economic results at Group level as a whole, and therefore no operating segments can be identified. Consequently, the Group's business has been represented as a single reportable segment in accordance with IFRS 8.

Revenue by geographical area is presented in Note 8,1 – "Revenues".

In accordance with the provisions of IFRS 8, paragraph 34, it should be noted that for both the years ended December 31, 2024 and 2023, there were three and four individual customers respectively that individually generated more than 10% of the Group's total revenue.

The following table provides the detail of revenue relating to customers that individually generated more than 10% of the Group's total revenue for the year ended December 31, 2024 and 2023.

(In thousands of Euro and percentage)	**Year ended December 31,**			
	2024		***2023***	
	Revenue	***% on Revenue***	**Revenue**	***% on Revenue***
First customer	106,649	19,6%	57,358	14,0%
Second customer	92,779	17,1%	54,820	13,4%
Third customer	63,197	11,6%	54,451	13,3%
Fourth customer	-	-	42,969	10,5%

The table below provides non-current assets, other than financial assets and deferred tax assets, by geographical area as of December 31, 2024 and 2023, presented according to where the assets are located.

(In thousands of Euro)	**Italy**	**Asia**	**Europe (excluding Italy)**	**America**	**Non-allocated**	**Total non-current asset**
Property, plant and equipment	177,041	92,687	1,056	24,363	-	**295,147**
Goodwill	1,773	1,823	686	10,473	28,959	**47,714**
Intangible assets	2,796	8,640	3	4,595	49,507	**65,541**
Other non-current assets	1,397	21	-	-	-	**1,418**
As of December 31, 2024	**183,007**	**103,171**	**1,745**	**39,341**	**78,466**	**405,820**
Property, plant and equipment	182,620	40,658	1,475	27,525	-	**252,278**
Goodwill	-	-	-	-	25,451	**25,451**
Intangible assets	7,462	1,874	5	3,708	4,820	**17,869**
Other non-current assets	1,734	22	-	-	-	**1,756**
As of December 31, 2023	**191,816**	**42,554**	**1,480**	**31,233**	**30,271**	**297,354**

Non-allocated assets are entirely attributable to goodwill and know-how.

10. RELATED PARTY TRANSACTIONS

Significant transactions carried out with related parties, identified on the basis of the criteria defined by IAS 24 they are predominantly commercial in nature and conducted under normal market conditions.

The following table sets forth the statement of financial position transactions with related party as of December 31 2024 and December 31, 2023.

(In thousands of Euro)	**Teradyne Group**	**Top management**	**Total**	**Total line item**	**Impact on the line item**
Trade receivables					
As of December 31, 2024	2,964	-	**2,964**	118,803	2,5%
As of December 31, 2023	-	-	-	67,829	-
Trade payables	-	-	-		
As of December 31, 2024	1,826	-	**1,826**	56,904	3,2%
As of December 31, 2023	-	-	-	38,989	-
Other current liabilities	-	-	-		
As of December 31, 2024	2,342	914	**3,256**	53,793	6,1%
As of December 31, 2023	-	990	**990**	33,478	3,0%
Other current assets	-	-	-		
As of December 31, 2024	1,274	-	**1,274**	31,099	4,1%
As of December 31, 2023	-	-	-	18,925	-

The following table sets forth the income statement transactions with related party as of December 31 2024 and December 31, 2023.

(In thousands of Euro)	**Teradyne Group**	**Top management**	**Total**	**Total line item**	**Impact on the line item**
Revenue					
As of December 31, 2024	24,906	-	**24,906**	543,153	4,6%
As of December 31, 2023	-	-	-	409,274	-
Cost of revenue	-	-	-		
As of December 31, 2024	5,691	-	**5,691**	319,714	1,8%
As of December 31, 2023	-	-	-	209,947	-
Research and development	-	-	-		
As of December 31, 2024	234	386	**610**	63,374	1,0%
As of December 31, 2023	-	94	**94**	56,763	0,2%
Selling, general and administrative	-	-	-		
As of December 31, 2024	1,915	2,488	**4,403**	92,878	4,7%
As of December 31, 2023	-	2,035	**2,035**	62,771	3,2%

Teradyne Group

Transactions with the Teradyne Group, a minority shareholder of the Company since May 27, 2024, are of a commercial nature and refer to the purchase and sale of goods and services carried out by DIS Tech.

Top Management

Top Management includes: the members of the Company's Board of Directors and the managers with strategic responsibilities identified in the following figures: (i) Chief Executive Officer (CEO); (ii) Chief Financial Officer (CFO); (iii) Chief Commercial Officer (CCO); and (iv) Chief Technology Officer (CTO).

11. Other information

Compensation to directors and statutory auditors

Compensation due to directors and statutory auditors for the years ended December 31, 2024 and 2023 amounted to Euro 2,627 thousand and 2,503 thousand, respectively.

Fees due to independent auditors

Pursuant to applicable regulations, the total fees for the year ended December 31, 2024 for audit and non-audit services rendered by PricewaterhouseCoopers S.p.A. and entities both within and outside its network are shown below.

(In thousands of Euro)	**Service provider**	**Recipient**	**Fees**
Audit services	PricewaterhouseCoopers S.p.A.	Technoprobe S.p.A.	483
	Network PricewaterhouseCoopers	Subsidiaries	240
	Other entities outside the Network PricewaterhouseCoopers	Subsidiaries	168
Non-audit services	PricewaterhouseCoopers S.p.A.	Technoprobe S.p.A.	155
	Network PricewaterhouseCoopers	Technoprobe S.p.A.	60
		Controlled entities	3

Disclosure on subsidies and public contributions

In compliance with the transparency and publicity obligations required under Law no. 124 of August 4, 2017 article 1 paragraphs 125-129 (as replaced by art. 35 of Legislative Decree no. 34 of April 30, 2019), it is noted that the Group has received grants, subsidies, advantages, contributions or aid, not of a general character and without remunerative, retributive or compensatory purposes, from public administrations and/or entities assimilated to them for the amounts listed below:

(In thousands of Euro)	**Lending entity**	**Year ended December 31,**	
		2024	**2023**
Energy and gas credit	Italian State	-	380
Sanitation tax credit	Italian State	-	6

Commitments

The Group has not undertaken any commitments that have not been recognized in the balance sheet, with the exception of commitments undertaken with suppliers which amount to Euro 36 million as of December 31, 2024.

Guarantees

As of December 31, 2024, the Group has not provided guarantees.

Potential liabilities

The Group has not assumed potential liabilities that have not been recognized in the financial statements except as described in Note 7.14 - " Provisions for risks and charges".

Significant non-recurring events and operations

Pursuant to Consob Communication No. 6064293 of July 28, 2006, it should be noted that for the year ended December 31, 2023, there were no non-recurring events and transactions.

Atypical and/or unusual operations

Pursuant to Consob Communication No. 6064293 of July 28, 2006, it should be noted that during the year ended December 31, 2024, the Group did not engage in any atypical and/or unusual transactions, as defined in the aforementioned communication.

12. SIGNIFICANT EVENTS OCCURRING AFTER THE YEAR-END

On January 7, 2025 – Technoprobe S.p.A. announced that it has received communication from T-PLUS S.p.A. ("T-PLUS"), the shareholder that legally controls the Company. The communication, addressed to the Company and to Teradyne International Holdings B.V. ("Teradyne International") and made pursuant to the shareholders' agreements signed on November 7, 2023 (the "Agreements"), disclosed the binding agreement for the transfer of Technoprobe shares, representing 2,5% of its share capital, to Advantest Europe GmbH, a company wholly owned by Advantest Corporation (Tokyo Stock Exchange, Prime Market: Advantest Corp. 6857), a leading company in the design and production of Automatic Test Equipment (ATE). The transfer will be carried out through an off-market transaction. This communication is significant as it leads the termination of the lock-up commitments related to the stake in Technoprobe's capital purchased by Teradyne International under the Agreements. Following the sale of the 2,5% of Technoprobe shares, T-PLUS will hold a 57,96% stake in the Company's share capital and 70,47% of the voting rights.

MANAGEMENT'S ATTESTATION TO THE CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ARTICLE 81-TER OF CONSOB REGULATION NO. 11971 OF MAY 14, 1999, AS AMENDED AND EXTENDED

The undersigned Stefano Felici and Stefano Beretta in their capacity respectively as Chief Executive Officer and Manager in Charge of Company's Financial Reports of Technoprobe S.p.A., certify, also taking into account the provisions of the art. 154-bis, paragraphs 3 and 4, of Legislative Decree February, 24 1998, n. 58:

- the adequacy in relation to the characteristics of the company and
- the effective application of the administrative and accounting procedures for the preparation of the Consolidated Financial Statements as of December 31, 2024.

No significant aspects emerged in this regard.

It is also certified that the Consolidated Financial Statements as of December 31, 2024:

- are drawn up in compliance with the applicable international accounting standards recognized in the European Community pursuant to Regulation (EC) no, 1606/2002 of the European Parliament and of the Council of July 19 2002;
- corresponds to the results of the accounting books and records;
- is suitable for providing a true and correct representation of the equity, economic and financial situation of the issuer and of all the companies included in the consolidation.

The Directors' Report on Operation includes a reliable analysis of the performance and results of operations, as well as the situation of the issuer and of all the companies included in the consolidation, together with the description of the main risks and uncertainties to which it is exposed.

Cernusco Lombardone, March 24, 2025

Technoprobe S.p.A.

Stefano Felici
(Chief Executive Officer)

Stefano Beretta
(Manager in Charge of Company's Financial Reports)

INDEPENDENT AUDITOR'S REPORT

INDEPENDENT AUDITOR'S REPORT
IN ACCORDANCE WITH ARTICLE 14 OF LEGISLATIVE DECREE N° 39 OF 27 JANUARY 2010, AND ARTICLE 10 OF REGULATION (EU) N° 537/2014

TECHNOPROBE SPA

CONSOLIDATED FINANCIAL STATEMENTS AS OF 31 DECEMBER 2024

Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010 and article 10 of Regulation (EU) No. 537/2014

To the shareholders of Technoprobe SpA

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Technoprobe Group (the Group), which comprise the consolidated statement of financial position as of 31 December 2024, the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows for the year then ended, and explanatory notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of this report. We are independent of Technoprobe SpA pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

PricewaterhouseCoopers SpA

Sede legale: **Milano** 20145 Piazza Tre Torri 2 Tel. 02 77851 Fax 02 7785240 Capitale Sociale Euro 6.890.000,00 i.v. C.F. e P.IVA e Reg. Imprese Milano Monza Brianza Lodi 12979880155 Iscritta al n° 119644 del Registro dei Revisori Legali - Altri Uffici: **Ancona** 60131 Via Sandro Totti 1 Tel. 071 2132311 - **Bari** 70122 Via Abate Gimma 72 Tel. 080 5640211 - **Bergamo** 24121 Largo Belotti 5 Tel. 035 229691 - **Bologna** 40124 Via Luigi Carlo Farini 12 Tel. 051 6186211 - **Brescia** 25121 Viale Duca d'Aosta 28 Tel. 030 3697501 - **Catania** 95129 Corso Italia 302 Tel. 095 7532311 - **Firenze** 50121 Viale Gramsci 15 Tel. 055 2482811 - **Genova** 16121 Piazza Piccapietra 9 Tel. 010 29041 - **Napoli** 80121 Via dei Mille 16 Tel. 081 36181 - **Padova** 35138 Via Vicenza 4 Tel. 049 873481 - **Palermo** 90141 Via Marchese Ugo 60 Tel. 091 349737 - **Parma** 43121 Viale Tanara 20/A Tel. 0521 275911 - **Pescara** 65127 Piazza Ettore Troilo 8 Tel. 085 4545711 - **Roma** 00154 Largo Fochetti 29 Tel. 06 570251 - **Torino** 10122 Corso Palestro 10 Tel. 011 556771 - **Trento** 38122 Viale della Costituzione 33 Tel. 0461 237004 - **Treviso** 31100 Viale Felissent 90 Tel. 0422 696911 - **Trieste** 34125 Via Cesare Battisti 18 Tel. 040 3480781 - **Udine** 33100 Via Poscolle 43 Tel. 0432 25789 - **Varese** 21100 Via Albuzzi 43 Tel. 0332 285039 - **Verona** 37135 Via Francia 21/C Tel. 045 8263001 - **Vicenza** 36100 Piazza Pontelandolfo 9 Tel. 0444 393311

www.pwc.com/it

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
Explanatory notes: 2.5 Accounting Principles and Evaluation Criteria, 7.6 Inventories As of 31 December 2024, the inventories of raw materials, work-in-progress, and finished products recorded in the consolidated financial statements of the Group's consolidated financial statements amount to €137 million, representing 10% of total assets, and are presented net of a write-down provision of €32 million. In accordance with the IFRS, inventories are recognized and measured at the lower of cost and net realizable value. The cost of inventories includes all purchase costs, transformation costs, and other costs incurred to bring the inventories to their current location and condition. In compliance with IAS 2, the weighted average cost method is used to determine the cost of inventories. When the net realizable value is lower than the cost, the excess is immediately written down in the income statement. The valuation of inventories represents an estimate characterized by complexity and uncertainty, requiring a high degree of judgment from management and may be influenced by both exogenous and endogenous factors. The industry in which the Group operates is characterized by rapid and significant technological changes, the continuous introduction of new products and services, evolving industry standards, and changing customer needs and preferences. For the reasons outlined above, we have considered the valuation of inventories a key aspect of the audit.	The audit procedures included, among others, the following: • updating our understanding and evaluating of the Group's internal control system in relation to the inventory business process; • performing test of details and analytical procedures summarized below: - performing analytical procedures to understand fluctuations in inventories; - verifying the existence of quantities on hand as of 31 December 2024, through attending the physical inventory count, for a sample of inventory codes and obtaining confirmations from external custodians; - verifying, for a sample of inventory codes, the correct application of the methodology adopted by the Group for determining the cost of inventory, by analyzing supporting documentation, discussions with Group management, and recalculating the cost of production or purchase; - verifying, for a sample of inventory codes, the reasonableness of the net realizable value and the assumptions underlying the estimate of inventory write-downs, through discussions with the relevant business functions and gathering and verifying supporting documents, as well as comparing with historical data; - analyzing the movement of inventories in the period following the balance sheet date to corroborate the assumptions adopted in estimating inventory write-downs; - assessing the completeness and adequacy of the information provided in the consolidated financial

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
	statement's disclosure relating to inventories.

Responsibilities of the Directors and the Board of Statutory Auditors for the Consolidated Financial Statements

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05 and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The directors are responsible for assessing the Group's ability to continue as a going concern and, in preparing the consolidated financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern. In preparing the consolidated financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate Technoprobe SpA or to cease operations, or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- We evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on the consolidated financial statements.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

We also provided those charged with governance with a statement that we complied with the regulations and standards on ethics and independence applicable under Italian law and communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate the related risks, or safeguards applied.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We described these matters in our auditor's report.

Additional Disclosures required by Article 10 of Regulation (EU) No. 537/2014

On 6 April 2023, the shareholders of Technoprobe SpA in general meeting engaged us to perform the statutory audit of the Company's and the consolidated financial statements for the years ending 31 December 2023 to 31 December 2031.

We declare that we did not provide any prohibited non-audit services referred to in article 5, paragraph 1, of Regulation (EU) No. 537/2014 and that we remained independent of the Company in conducting the statutory audit.

We confirm that the opinion on the consolidated financial statements expressed in this report is consistent with the additional report to the board of statutory auditors, in its capacity as audit committee, prepared pursuant to article 11 of the aforementioned Regulation.

Report on Compliance with other Laws and Regulations

Opinion on compliance with the provisions of Commission Delegated Regulation (EU) 2019/815

The directors of Technoprobe SpA are responsible for the application of the provisions of Commission Delegated Regulation (EU) 2019/815 concerning regulatory technical standards on the specification of a single electronic reporting format (ESEF - European Single Electronic Format) (hereinafter, the "Commission Delegated Regulation") to the consolidated financial statements as of 31 December 2024, to be included in the annual report.

We have performed the procedures specified in auditing standard (SA Italia) No. 700B in order to express an opinion on the compliance of the consolidated financial statements with the provisions of the Commission Delegated Regulation.

In our opinion, the consolidated financial statements as of 31 December 2024 have been prepared in XHTML format and have been marked up, in all significant respects, in compliance with the provisions of the Commission Delegated Regulation.

Due to certain technical limitations, some information included in the explanatory notes to the consolidated financial statements when extracted from the XHTML format to an XBRL instance may not be reproduced in an identical manner with respect to the corresponding information presented in the consolidated financial statements in XHTML format.

Opinions and statement in accordance with article 14, paragraph 2, letters e), e-bis) and e-ter) of Legislative Decree No. 39/10 and with article 123-bis, paragraph 4, of Legislative Decree No. 58/98

The directors of Technoprobe SpA are responsible for preparing a report on operations and a report on the corporate governance and ownership structure of Technoprobe group as of 31 December 2024, including their consistency with the relevant consolidated financial statements and their compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to:

- express an opinion on the consistency of the report on operations and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98, with the consolidated financial statements;
- express an opinion on the compliance with the law of the report on operations, excluding the

section on the consolidated sustainability reporting, and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98;

- issue a statement on material misstatements, if any, in the report on operations and in the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98.

In our opinion, the report on operations and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98 are consistent with the consolidated financial statements of Technoprobe group as of 31 December 2024.

Moreover, in our opinion, the report on operations, excluding the section on the consolidated sustainability reporting, and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98 are prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e-ter), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

Our opinion on compliance with the law does not extend to the section of the report on operations relating to the consolidated sustainability reporting. The conclusions on the compliance of that section with the rules governing its preparation and on compliance with the disclosure requirements established by article 8 of Regulation (EU) 2020/852 are expressed by ourselves in the report prepared in accordance with article 14-bis of Legislative Decree No. 39/10.

PricewaterhouseCoopers SpA

Signed by

Francesco Ferrara
(Partner)

Milan, 8th April 2025

As disclosed by the Directors, the accompanying consolidated financial statements of Technoprobe S.p.A. constitute a non-official version which is not compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815. This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.

TECHNOPROBE

SEPARATE FINANCIAL STATEMENTS

AS OF

DECEMBER 31, 2024

SEPARATE FINANCIAL STATEMENTS

AS OF AND FOR THE YEAR ENDED DECEMBER 31,2024

<u>Courtesy translation</u>
This document has been translated into English from the Italian original solely for the convenience of international readers.
In case of discrepancy between the Italian language original text and the English language translation, the Italian version shall prevail.

STATEMENT OF FINANCIAL POSITION

(In Euro)	Notes	As of December 31,			
		2024	*of which related parties (note 9)*	**2023**	*of which related parties (note 9)*
ASSETS					
Non-current assets					
Property, plant and equipment	7.1	178,260,140	-	180,804,980	-
Intangible assets	7.2	2,795,567	-	2,430,964	-
Goodwill	7.2	21,686,419	-	-	-
Investment in subsidiaries	7.3	177,966,031	-	121,273,438	-
Deferred tax assets	7.4	13,297,900	-	13,449,997	-
Non-current financial assets	7.5	45,350	-	136,125	-
Other non-current assets	7.6	1,395,285	-	1,732,033	-
Total non-current assets		**395,446,692**		**319,827,537**	**-**
Current assets					
Inventories	7.7	105,330,966		110,098,377	-
Trade receivables	7.8	158,271,454	*134,651,565*	110,524,594	*89,740,741*
Current financial assets	7.9	134,830,912	*127,867,078*	67,287,625	*65,713,366*
Current tax receivables	7.10	14,886,822		36,279,696	-
Other current assets	7.11	18,103,831		15,577,168	-
Cash and cash equivalents	7.12	532,084,728		220,257,657	-
Total current assets		**963,508,713**		**560,025,117**	
Total Assets		**1,358,955,405**		**879,852,654**	
EQUITY AND LIABILITIES					
Equity	7.13				
Share capital		6,532,609	-	6,010,000	-
Reserves		1,127,887,575	-	657,830,030	-
Net profit		115,786,932	-	120,254,821	-
Equity		**1,250,207,116**	**-**	**784,094,851**	**-**
Non-current liabilities					
Non-current lease liabilities	7.1	5,916,461	-	6,362,360	-
Deferred tax liabilities	7.4	149,819	-	851,595	-
Employee benefits obligations	7.14	425,342	-	287,908	-
Provision for risks and charges	7.15	20,073,000	-	20,073,000	-
Other non-current liabilities		17.898	-	14,083	-
Total non-current liabilities		**26,582,520**	**-**	**27,588,946**	**-**
Current liabilities					
Trade payables	7.16	48,442,595	*14,158,289*	40,602,893	*8,158,639*
Current financial liabilities	7.17	584,862		-	-
Current lease liabilities	7.1	654,079		562,271	-
Current tax payables	7.10	-		-	-
Other current liabilities	7.18	32,484,233	*600,689*	27,003,693	*989,634*
Total current liabilities		**82,165,769**		**68,168,857**	
Total liabilities		**108,748,289**		**95,757,803**	
Total equity and liabilities		**1,358,955,405**		**879,852,654**	

INCOME STATEMENT

(In Euro)	Notes	Year ended December 31,			
		2024	***of which related parties (note 9)***	**2023**	***of which related parties (note 9)***
Revenue	8.1	392,904,318	*317,741,036*	327,986,436	*274,116,764*
Cost of revenue	8.2	(220,407,605)	*(37,516,423)*	(184,858,421)	*(32,209,520)*
Gross profit		**172,496,713**		**143,128,015**	
Operating expenses					
Research and development	8.3	(52,144,63)	*(4,263,542)*	(49,587,768)	*(2,691,117)*
Selling, general and administrative	8.4	(51,412,591)	*(8,723,186)*	(39,662,465)	*(7,855,850)*
Total operating expenses		**(103,557,554)**		**(89,250,233)**	
Operating profit		**68,939,159**		**53,877,782**	
Other income (expenses), net	8.5	2,655,253		3,882,510	
Finance income	8.6	56,753,201	*40,641,198*	49,947,697	*41,911,917*
Finance expenses	8.7	(180,421)		(81,964)	
Foreign exchange gains (losses)	8.8	15,429,519		(3,600,463)	
Profit before tax		**143,596,711**		**104,025,562**	
Income tax expense	8.9	(27,809,779)		16,229,259	
Net profit		**115,786,932**		**120,254,821**	

STATEMENT OF COMPREHENSIVE INCOME

(In Euro)	Notes	Year ended December 31,			
		2024	*of which related parties (note 9)*	2023	*of which related parties (note 9)*
Net profit		**115,786,932**	-	**120,254,821**	-
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:		-	-	-	-
Total other comprehensive income that may be reclassified to profit or loss in subsequent periods, net of tax		-	-	-	-
Total comprehensive income		**115,786,932**	-	**120,254,821**	-

STATEMENT OF CHANGES IN EQUITY

(In Euro)			Reserves							
	Notes	**Share capital**	***Legal reserve***	***Share premium reserve***	***Treasury shares reserve***	***Demerger surplus reserve***	***Other reserves***	***Retained earnings***	**Net profit**	**Total equity**
Balance as of January 1, 2023	*7.13*	**6,010,000**	**1,152,000**	**139,115,865**	**-**	**31,288,542**	**2,330,610**	**396,572,433**	**126,117,328**	**675,586,778**
Net profit		-	-	-	-	-	-	-	**120,254,821**	**120,254,821**
Total other comprehensive income		-	-	-	-	-	-	-	-	-
Total comprehensive income		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**120,254,821**	**120,254,821**
Allocation of prior year profit		-	50,000	-	-	-	(888,835)	126,956,163	**126,117,328**	**-**
Acquisition of treasury shares		-	-	-	(11,746,748)	-	-	-	-	**(11,746,748)**
Balance as of December 31, 2023		**6,010,000**	**1,202,000**	**139,115,865**	**(11,746,748)**	**31,288,542**	**1,441,775**	**496,528,596**	**120,254,821**	**748,094,851**
Net profit		-	-	-	-	-	-	-	115,786,932	**115,786,932**
Total other comprehensive income		-	-	-	-	-	-	-	-	-
Total comprehensive income		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**115,786,932**	**115,786,932**
Allocation of prior year profit		-	-	-	-	-	182,472	120,072,349	(120,254,821)	-
Acquisition of treasury shares		-	-	-	(34,669,192)	-	-	-	-	**(34,669,192)**
Capital increase		522,609	-	384,221,916	-	-	-	-	-	**384,744,525**
Other changes		-	-	-	-	-	250,000	-	-	**250,000**
Balance as of December 31, 2024	*7.13*	**6,533,000**	**1,202,000**	**523,337,390**	**(46,415,940)**	**31,288,542**	**1,874,247**	**616,600,945**	**115,786,932**	**1,250,207,115**

STATEMENT OF CASH FLOWS

(In Euro)		Year ended December 31,			
	Notes	**2024**	***of which related parties (note 9)***	**2023**	***of which related parties (note 9)***
Profit before tax		143,596,711		104,025,562	
Adjustments for:					
Amortization, depreciation and impairment		37,076,753		30,813,226	
Gains (losses) on disposals		(102,562)		(125,362)	
Net Finance (income) expenses	*8.6 - 8.7*	(56,572,780)	*(40,641,198)*	(49,865,733)	(41,911,917)
Accruals to provisions		8,084,461		16,568,162	
Other non-cash adjustments		(14,069,570)		247,840	
Cash flow generated by operating activities before changes in net working capital		**118,013,013**		**101,663,695**	
Change in inventories	*7.7*	4,387,696		(16,991,723)	
Change in trade receivables	*7.8*	(40,296,005)	*(44,910,825)*	10,883,398	29,231,197
Change in trade payables	*7.16*	15,290,557	*5,999,650*	(8,436,868)	(3,479,383)
Changes in other assets/ liabilities		2,620,433		(3,528,630)	
Uses of provisions for risks and charges and employee benefits obligations	*7.14*	(4,557,027)		(3,962,464)	
Income taxes paid	*8.9*	(1,044,328)		(34,816,913)	
Net cash flow generated by operating activities		**94,414,339**		**44,810,495**	
Purchase of property, plant and equipment (excluding right of use assets)	*7.1*	(34,479,237)		(42,543,607)	
Purchase of intangible assets	*7.2*	(22,505,172)		(343,680)	
Investments in subsidiaries	*7.3*	(56,692,593)		(44,872,966)	
Disposal of property, plant and equipment	*7.1*	610,959		-	
Payment for acquisition of [DIS], net of cash acquired	*6*	(2,429,508)		1,445,362	
Net investments in financial assets	*7.3*	(50,312,262)	*(55,427,251)*	(42,877,789)	(45,709,343)
Dividends received	*7.13*	34,970,624	*34,970,624*	40,717,917	40,717,917
Finance income received	*8.7*	5,381,778		4,649,238	
Net cash flow used in investing activities		**(125,455,411)**		**(83,825,525)**	
Financial liabilities reimbursement	*7.17*	2,722		-	
Repayment of lease liabilities	*7.1*	(647,791)		(457,526)	
Finance expenses paid	*8.8*	(180,421)		(81,964)	
Acquisition of treasury shares	*7.13*	(34,669,192)		(11,746,748)	
Capital increase	*7.13*	384,744,525		-	
Net cash flow generated by (used in) financing activities		**349,249,843**		**(12,286,238)**	
Total cash flow generated (used) during the year		**318,208,771**		**(51,301,268)**	
Cash and cash equivalents at the beginning of the year	*7.12*	**220,257,657**		**270,621,213**	
Total changes in cash and cash equivalents		318,208,771		(51,301,268)	
Exchange differences from translation of cash and cash equivalents		(6,381,700)		937,712	
Cash and cash equivalents at the end of the year	*7.12*	**532,084,728**		**220,257,657**	

EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDED DECEMBER 31, 2024

1. GENERAL INFORMATION

Technoprobe S.p.A. (hereafter "**Technoprobe**", the "**Company**") is a company incorporated and domiciled in Italy, with its registered offices in Cernusco Lombardone (LC), Via Cavalieri di Vittorio Veneto, 2, organized under Italian law.

Since May 2, 2023, the Company's shares are listed on Euronext Milan.

As of December 31, 2024 Technoprobe is controlled by T-PLUS S.p.A. (hereinafter, "**T-PLUS**"), which holds a stake in the Company's share capital equal to 60,5% and voting rights equal to 72,4%.
T-Plus S.p.A., with registered office in Milan, Via Meravigli 8, prepares the consolidated financial statements of the largest and smallest set of companies to which the Company belongs as a subsidiary company, available at the company's registered office.
Technoprobe operates in the production of electronic circuits, mechanical interfaces for electrical contacting of hybrid circuits and semiconductor devices and it is specialized in the design, development and production of probe cards used to test the operation of chips.

2. SUMMARY OF ACCOUNTING POLICIES AND CRITERIA USED IN PREPARING THE FINANCIAL STATEMENTS

2.1 Basis of preparation

These financial statements as of and for the year December 31, 2024 were approved by the Company's Board of Directors on March 14, 2024 and were audited by PricewaterhouseCoopers S.p.A.

2.2 Statement of compliance with International Financial Reporting Standards

The Financial Statements have been prepared in compliance with the International Financial Reporting Standards as adopted by the European Union and effective on December 31, 2024. IFRS means all "International Financial Reporting Standards", all "International Accounting Standards" ("IAS") and all interpretation documents of the "International Financial Reporting Interpretations Committee" ("IFRIC"), formerly the "Standing Interpretations Committee" ("SIC") (hereafter, "**IFRS**").
The Financial Statements have been prepared in accordance with the provisions issued in implementation of Article 9, Paragraph 3 of Legislative Decree No. 38 of February 28, 2005.

2.3 Criteria used in preparation of the Financial Statements

The Financial Statements comprise the statements required by the accounting standard IAS 1, i.e. statement of financial position, a income statement, a statement of comprehensive income, a statement of changes in equity and a statement of cash flows, and the related explanatory notes.
The Company has elected to present the income statement by classifying costs by destination, while assets and liabilities presented in the statement of financial position are classified separately as either current or non-current. The statement of cash flows is prepared using the indirect method. The statements used are those that best represent the Company's economic and financial situation.
An asset is classified as current when:

- it is expected to be realized, or it is intended for sale or consumption, in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realized within twelve months from the end of the reporting period; or
- it is cash or a cash equivalent (unless it is restricted from being exchanged or used to settle a liability for at least twelve months from the end of the reporting period).

All other assets are classified as non-current. Specifically, IAS 1 uses the term "non-current" to include property plant and equipment, intangible assets and financial assets of a long-term nature.
A liability is classified as current when:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within twelve months from the end of the reporting period; or
- there is no unconditional right to defer the settlement of the liability for at least twelve months from the end of the reporting period. Terms of the liability that could, at the option of the counterparty, result in its settlement by issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.
The operating cycle is the time that elapses between the acquisition of goods for the production process and their realization in cash or cash equivalents. When the normal operating cycle is not clearly identifiable, its duration is assumed to be twelve months.
The Financial Statements have been prepared in Euro, the Company's functional currency. Unless otherwise stated, all financial amounts, explanatory notes and tables are presented in thousands of Euro.
The Financial Statements have been prepared:

- on a going concern basis;
- using the accrual basis of accounting, respecting the principle of materiality and significance, ensuring the prevalence of substance over form and with a view to facilitating consistency with future financial statements. Neither assets and liabilities nor income and expenses are offset, unless required or allowed by IFRS;

- on a historical cost basis, except for financial assets and liabilities required to be measured at fair value.

Business combinations
Business combinations in which control is acquired are recorded as set out in IFRS 3, applying the acquisition method of accounting.

Specifically, at the acquisition date, that is the date in which control is obtained (the "**Acquisition Date**"), identifiable assets acquired and liabilities assumed are recognized at their fair value, except for deferred tax assets and liabilities, assets and liabilities relating to employee benefits, and the assets held for sale, which are instead recognized on the basis of the relevant accounting standard.

If positive, the difference between the amount of the consideration transferred in the business combination and the fair value of the assets and liabilities acquired is recognized in intangible assets as goodwill; if negative, after reviewing the fair value measurements of the assets and liabilities acquired, it is recognized directly in the consolidated income statement as a gain.

Non-controlling interests in the acquiree, at the acquisition date, can be measured at fair value or on a pro-quota basis of the value of the net assets recognized for the acquired company. The choice of the method is made transaction by transaction.

When the fair value of the assets acquired and liabilities assumed is estimated on a provisional basis, it shall be determined within twelve months from the date of acquisition, taking into account only information relating to facts and circumstances existing at the Acquisition Date. In the period when such values are finally determined, the provisional values are adjusted retrospectively. Transaction costs are recognized in the consolidated income statement income when incurred.

In addition to the fair value at the Acquisition Date of the assets transferred, the liabilities assumed and of any capital instruments issued for the purposes of the acquisition, the consideration for the acquisition also includes contingent consideration, or that share of the consideration, whose amount and timing are contingent on future events. Contingent consideration is measured at fair value at the Acquisition Date and subsequent changes in fair value are recognized in the consolidated income statement if the contingent consideration is a financial asset or liability while, if the contingent consideration is classified as equity, the original amount is not remeasured, and it is recognized directly in equity when settled.

2.4 Accounting policies and measurement criteria

The following paragraphs describe the criteria adopted with respect to the classification, recognition, measurement and derecognition of assets and liabilities as well as the criteria used to recognize income statement items.

Property, plant and equipment
Items of property, plant and equipment are accounted for only when both the following conditions are satisfied:

- it is likely that the future economic benefits relating to the asset will flow to the company; and
- the cost of the asset can be determined reliably.

Items of property, plant and equipment are originally measured at cost, defined as the cash or cash equivalents paid or the fair value of other consideration given to acquire an asset at the time of its acquisition or substitution. Subsequently, property, plant and equipment are carried at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes amounts directly attributable to enabling the asset to be used as well as any expected costs of dismantling and removing the asset and restoring it to its original condition if a contractual obligation exists.

Expenses incurred for ordinary and/or cyclical maintenance and repairs are charged directly to profit or loss when incurred. The capitalization of costs inherent to the expansion, modernization or improvement of facilities owned or used by third parties is recorded solely to the extent that they meet the conditions for being classified separately as an asset or part of an asset.

Depreciation is calculated on a straight-line basis over the estimated useful life of the individual assets.

The Company's estimated expected useful life by class of property, plant and equipment is as follows.

Property, plant and equipment class	**Expected useful life (in years)**
Buildings	33-39
Plants and machinery	3-13
Industrial and commercial equipment	3-7
Other assets	3-7

The depreciation period of leasehold improvements and right of use assets is the lower of the residual useful life of the asset and the residual duration of the lease, considering any renewal period, if dependent on the lessee. Land held by the Company is not depreciated.

At each year end, the Company determines whether there have been any significant changes in the expected economic benefits to be derived from capitalized property, plant and equipment and, in such case, makes appropriate changes to the relevant depreciation rate, which is considered a change in accounting estimate in accordance with IAS 8.

Property, plant and equipment amount is derecognized when it is sold or otherwise disposed of or when no economic benefit can be derived from its sale.

Intangible assets
An intangible asset is an asset that meets all the following conditions:

- it can be identified;
- it is non-monetary;
- it is without physical substance;
- it is under the control of the company that prepares the financial statements; and
- it is expected to produce future economic benefits for the company.

If an asset does not meet all of the above requirements to be considered an intangible asset, the amount incurred to acquire or produce that asset internally is expensed when it is incurred.

Intangible assets are initially recognized at cost. The cost of intangible assets acquired externally includes both the purchase price and any cost that may be directly attributed.

Intangible assets of the Company comprise the followings:

(a) Intangible assets with definite useful life

Intangible assets with definite useful life are recognized at cost, as previously described, less any accumulated amortization and any accumulated impairment losses.

Amortization starts when the asset is available for use and is calculated on a straight-line basis over the asset's estimated useful life.

The Company's estimated expected useful life by class of intangible assets with definitive useful life is as follows.

Intangible asset class	Expected useful life (in years)
Software	3-5
Patents and intellectual property rights	8-9
Know-how	15

(b) Intangible assets with indefinite useful life - Goodwill

Goodwill represents the residual amount of the acquisition cost, as it is the excess of the cost of the business combination over the fair value of the assets, liabilities and contingent liabilities identified (including intangible assets and potential liabilities that meet the requirements for recognition in the financial statements).

It represents the consideration paid by the buyer in anticipation of future economic benefits deriving from assets that cannot be identified individually and recognized separately, effectively incorporating the value of the expected synergies, the brand of the acquired company, the know-how, the professional skills, procedures and other indistinct factors. Specifically, at the acquisition date, goodwill is measured as the difference between the fair value of the identifiable net assets of the acquired company and the sum of the following components:

- the consideration transferred, generally measured at fair value;
- the amount relating to non-controlling interests;
- the fair value at the acquisition date of the interests already held by the buyer prior to the business combination.

Goodwill acquired in a business combination is not amortized. Each year, or more frequently, whenever events or changes in circumstances indicate that goodwill may be impaired, the Group performs impairments tests to ensure that the value of goodwill recognized in the consolidated financial statements has not been impaired.

Right of use assets and lease liabilities

In accordance with IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The contract is then reassessed to determine whether it is, or contains, a lease only if the terms and conditions of the contract are changed.

For a contract that is, or contains, a lease, each lease component within the contract is accounted for as a lease separately from non-lease components of the contract, unless the Company applies the practical expedient of IFRS 16. Under such practical expedient, the Company may elect, by class of underlying asset, not to separate non-lease components from lease components, and instead to account for each lease component and any associated non-lease components as a single lease component. The Company has chosen to apply such practical expedient.

The lease term is the non-cancellable period of a lease, together with both:

- the periods covered by an option to extend the lease, if the Company is reasonably certain to exercise that option; and
- the periods covered by an option to terminate the lease, if the Company is reasonably certain not to exercise that option.

In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, the Company shall consider all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company shall re-assess the lease term if there is a change in the non-cancellable period of a lease.

At the contract commencement date, the Company recognizes the right of use asset and the related lease liability.

At the commencement date, the right of use asset is measured at cost, which comprises:

e) the amount of the initial measurement of the lease liability;
f) any lease payments made at or before the commencement date, less any lease incentives received;
g) any initial direct costs incurred by the lessee; and
h) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid as of that date. The lease payments included in the measurement of the lease liability comprise the following:

f) fixed payments, less any lease incentives receivable;
g) variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date;
h) amounts expected to be payable by the lessee under residual value guarantees;
i) the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
j) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Lease payments are discounted to their present value using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Company is required to use its incremental borrowing rate, which is the rate of interest it would have to pay to borrow a similar amount over a similar term as the lease contract.

Following initial recognition, the right of use asset is measured at cost:

c) less any accumulated depreciation and any accumulated impairment losses; and
d) adjusted for any remeasurement of the lease liability.

Following initial recognition, the lease liability is measured by:

d) increasing the carrying amount to reflect interest on the lease liability;
e) reducing the carrying amount to reflect the lease payments made; and
f) remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised in-substance fixed lease payments.

For a lease modification that is not accounted for as a separate lease, the right of use asset is remeasured (up or down) in line with the change in the lease liability at the modification date. The lease liability is remeasured based on the new contract conditions, using the discount date at the effective date of the modification.

The Company has elected to exploit two exceptions permitted by IFRS 16, regarding short-term leases (leases that, at the commencement date, have lease terms of 12 months or less) and leases for which the underlying asset is of low value (leases for which the underlying asset value, when new, is less than

USD 5,000). In such cases the right of use assets and related lease liabilities are not recognized, and lease payments are charged directly to profit or loss.

Right of use assets are classified under "Property, plant and equipment".

Impairment of property, plant and equipment, intangible assets and right of use assets

At each reporting date, the Company assesses whether there are any indications of impairment of property, plant and equipment, intangible assets and right of use assets not fully depreciated or amortized.
When indicators of impairment exist, the recoverable amount is estimated and the carrying amount of the asset reduced accordingly, with the impairment loss being charged to profit or loss. The recoverable amount of an asset is the higher of its fair value less costs of disposal and its value in use, where value in use is determined by discounting the asset's estimated future cash flows including, if materially significant and reasonably certain, those relating to disposal of the asset at the end of its useful economic life, less any costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.
For assets that do not generate cash inflows that are largely independent of those from other assets or groups of assets, the Company estimates the recoverable amount of the Cash-Generating Unit ("CGU") to which the asset belongs.

If the carrying amount of an asset or the CGU to which it belongs exceeds the recoverable amount, an impairment loss is charged to profit or loss. Such impairment losses are allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to other assets of the unit pro-rata on the basis of their carrying amounts. The carrying amounts of other assets of the unit may not be reduced below their recoverable amounts. If the conditions that gave rise to an impairment loss no longer exist, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, up to the carrying amount that would have been recorded had no impairment loss been recognized, with the increase being reflected in the income statement.

Investments in subsidiaries

Investments in subsidiaries, other than those held for sale, are measured at acquisition cost. In the presence of events leading to the presumption of a reduction in value, the recoverability of the book value of equity investments is verified by comparing the book value with the relative recoverable value represented by the greater of fair value, net of disposal costs, and value in use. If the aforementioned check reveals a book value higher than the recoverable value, the relevant investment is written down to its recoverable value. Should the reasons for the write-downs cease to exist, investments measured at cost are revalued within the limits of the write-downs made, with the effect recognized in the income statement under 'Income/expenses from investments in subsidiaries'. The risk arising from any losses exceeding shareholders' equity is recognized in a special provision to the extent that the investor is committed to fulfil legal or constructive obligations towards the investee company or otherwise cover its losses. Dividend income is recognized in the income statement when the right to collect it arises, which normally corresponds to the shareholders' resolution to distribute dividends, regardless of whether these dividends derive from pre- or post-acquisition profits of the investee companies. The distribution of dividends to shareholders is recognized as a liability in the Company's financial statements at the time the distribution of such dividends is approved.

Financial assets

On initial recognition, financial assets are measured at fair value and are subsequently classified in one of the three categories specified below based on the following elements:

- the entity's business model for managing the financial assets; and
- the contractual cash flows characteristics of the financial asset.

Financial assets are derecognized from the statement of financial position when the Company has substantially transferred all the risks and rewards of ownership of the financial asset.

a) Financial assets at amortized cost

Financial assets are measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a "Hold to collect" business model, the objective of which is to hold financial assets in order to collect contractual cash flows (Business model "Hold to Collect"); and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (that pass the SPPI test).

At initial recognition, such assets are measured at fair value including directly attributable transaction costs or income. After initial recognition, such financial assets are measured at amortized cost, calculated using the effective interest method. The amortized cost method is not used for those assets (measured at historical cost) whose short-term nature means there is no requirement to discount to present value, assets with no set maturity date or revocable credit lines.

b) Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held within a "Hold to collect and sell" business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (i.e., that pass the SPPI test).

c) Financial assets at fair value through profit or loss

This category includes all financial assets other than those classified as "Financial assets at fair value through other comprehensive income" or "Financial assets at amortized cost".

Specifically, the category includes financial assets held for trading and derivatives not eligible as hedging instruments (which are represented as assets if their fair value is positive or liabilities if their fair value is negative).

At initial recognition, financial assets at fair value through profit or loss are measured at fair value, not including directly attributable transaction costs or income. After initial recognition, such financial assets are measured at fair value and the changes in fair value recorded in profit or loss.

Inventories

Inventories are assets:

- held for sale in the ordinary course of business;
- in the process of production for such sale; or
- in the form of materials or supplies to be consumed in the production process or in the rendering of services.

Inventories are recognized and measured at the lower of cost and net realizable value.

The cost of inventories includes all purchase costs, transformation costs, and other costs incurred to bring the inventories to their current location and condition.

In accordance with the provisions of IAS 2, the Company calculates the cost of inventories using the weighted average cost method.

If net realizable value is lower than cost, the difference is immediately recognized in the income statement.

Trade receivables

Trade receivables are initially recognized at fair value and subsequently measured at amortized cost, net of the allowance for doubtful accounts estimated according to the expect credit losses model as set out in IFRS 9.

As trade receivables are typically short-term in nature and do not involve payment of interest, amortized cost is not calculated and they are accounted for at the nominal value stated on the invoice or in the customer contract: such arrangement is followed even for those receivables due after more than 12 months, unless the effect is particularly significant. This is due to the fact that the value of short-term receivables is very similar whether the historical cost method or amortized cost method is adopted, and the impact of discounting is insignificant.

Trade receivables are tested for impairment in accordance with the requirements of IFRS 9. For measurement purposes, trade receivables are categorized by due date.

Cash and cash equivalents

Cash and cash equivalents are recognized, depending on their nature, at nominal value or at amortized cost. Other cash equivalents represent highly liquid short-term financial assets that can be easily converted to known cash amounts and are subject to negligible risk of change in their value, and which have an original maturity, on purchase, of less than 3 months.

Payables

Trade payables and other payables are initially recognized at fair value and subsequently measured using the amortized cost method. However, short-term trade payables, whose maturity falls within the normal commercial terms, are not discounted since the effect of the discounting of financial flows is irrelevant.

Financial liabilities are initially recognized at fair value, net of directly attributable accessory costs, and subsequently measured at amortized cost, using the effective interest rate method. In the event of a change in the estimated expected cash flows, the value of the liabilities is recalculated to reflect this change on the basis of the present value of the new expected cash flows and the effective internal rate initially determined. Financial liabilities are classified under current liabilities, unless the Company has an unconditional right to defer their payment for at least twelve months after the reporting date.

Payables are derecognized when settled and when the Company has transferred all risks and the charges related to the instrument.

Provisions for employee benefits

Employee benefits include benefits granted to employees or their dependents, settled through cash payments (or through the supply of goods and services) directly to employees, their spouses, children or other dependents or to third parties, such as insurance companies. They include short-term benefits, benefits payable to employees on termination of employment and post-employment benefits.

Short-term employee benefit obligations include incentive schemes such as annual bonuses, the MBO and the one-off renewals of the national collective labor agreements and are recognized as liabilities (accrued expenses) after deducting any advances paid, and costs, unless a given IFRS requires or allows the inclusion of such benefits in the cost of a capitalized asset.

Benefits relating to the termination of employment include voluntary redundancy incentive schemes, which in the case of voluntary redundancy provide for the employee or group of employees taking part in trade union agreements involving the use of so-called solidarity funds, and (non-voluntary) redundancy arrangements, which apply in the case of termination of employment as a result of a unilateral decision by the company. The Company recognizes the cost of such benefits as a liability on the earliest date between:

- the time at which the Company may no longer withdraw the offer of such benefits;
- the time at which the Company recognizes the costs of a restructuring that falls within the scope of IAS 37 and involves the payment of termination benefits.

Post-employment benefits for employees are divided in two categories: defined contribution plans and defined benefit plans.

For defined benefit plans, which also include the severance indemnity due to employees pursuant to article 2120 of the Italian Civil Code, the amount of the benefit to be paid to employees can be determined only after termination of employment, and is linked to one or more factors such as age, years of service and remuneration. Therefore, the related cost is charged to the income statement on an actuarial basis. The liability recognized in the statement of financial position for defined benefit plans is equal to the present value of the obligation at the reporting date.

Starting from January 1, 2007, the so-called “2007 Finance Law” and the related implementing decrees introduced significant changes to the rules governing severance indemnities, including the choice left to workers regarding the destination of their accruing severance indemnities. Specifically, employees may now allocate new provision flows to alternative external pension plans or elect for them to be retained by the employer. If an external pension plan is chosen, the Company is only obliged to make defined contributions to such plan and, accordingly, from the aforementioned date, the related new provision flows are deemed to be payments to a defined contribution plan not subject to actuarial valuation.

Provisions for risks and charges

Provisions for risks and charges are recognized in respect of costs or losses of a known nature, the occurrence of which is certain or likely, but in respect of which the amount and timing are not known.

Provisions are only recognized when there is a current obligation (legal or constructive) for a future outflow of economic resources as a result of past events and it is likely that such outflow is required to settle the obligation. This provision represents the best estimate of the charge to settle the obligation. The rate used to determine the present value of the liability reflects current market values and takes into account the specific risk associated with each liability.

Where the effect of the time value of money is material and the payment dates relating to the obligations can be reliably estimated, provisions are measured at the present value of the expected outflow using a rate that reflects market conditions, the change in the time value of money and the specific risk associated with the obligation. The increase in the value of the provision determined by changes in the time value of money is accounted for as a financial expense.

Risks, in relation to which the occurrence of a liability is only possible are reported as contingent liabilities and no provision is made in respect of them.

Treasury shares

Treasury shares are recorded as a reduction of shareholders' equity. In the event of any subsequent sales, any difference between the purchase value and the sale price is recognized in equity.

Revenue

Revenue is recognized when the following conditions are met:

- the contract with a customer has been identified;
- the performance obligations in the contract have been identified;
- the transaction price has been determined;
- the transaction price has been allocated to the performance obligations in the contract; and
- the related performance obligation contained in the contract is satisfied.

The Company recognizes revenue at a given time or when it satisfies its performance obligations, by transferring the promised goods (*i.e.*, an asset), typically probe cards, to the customer. An asset is transferred when the customer obtains control of that asset. Transfer of control depends on the terms of sale and related Incoterms, which may vary from customer to customer.

The contractual consideration included in a contract with a customer may include fixed amounts, variable amounts, or both. If the contractual consideration includes a variable amount (e.g., discounts, price concessions, incentives, penalties or other similar items), the Company estimates the amount of consideration to which it is entitled in exchange for transferring the promised goods or services to a customer. The Company includes a variable consideration in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

With reference to sales with right of return, and in compliance with the provisions of IFRS 15, the Company recognizes as a reduction in revenues the amount of returns expected from the sale of products against "Other current liabilities" and recognizes an asset in "Other current assets" with a corresponding adjustment to the cost of revenue representing the right to recover the products from the customer upon exercise of the right of return.

Cost recognition
Costs are recognized in profit or loss on an accrual basis.

Dividends
Dividends distributed are recognized as a movement in equity in the financial year in which they are approved by the shareholders' meeting.
Dividends received are recognized in the financial statements on an accrual basis in the financial year in which, as a result of the resolution passed by the shareholders' meeting of the investee company to distribute the profit or any reserves, the Company's right to collect them arises.

Government grants
Any government grants are recognized when there is reasonable certainty that they will be received and all related conditions are satisfied.
Any public contributions related to property, plant and equipment are recorded by directly deducting them from the asset they refer to. The value of an asset is adjusted through systematic depreciation, calculated based on the remaining possibility of utilization according to its useful life.

Income tax expenses
Current income tax expenses are calculated based on taxable income for the year, applying tax rates in effect at the reporting date. Taxes due for the current and previous years are recognized as liabilities to the extent they are still unpaid. Income tax receivables and payables, for the current and previous years, represent the amounts that are likely to be recovered from/paid to the tax authorities, applying the tax rates and the tax laws in effect, or effectively issued, at the reporting date.

Deferred taxes are divided into:

- deferred tax liabilities, are the amounts of income taxes payable in future periods in relation to taxable temporary differences;

- deferred tax assets, are the amounts of income taxes that may be recovered in future years in respect of deductible temporary differences, carry forward of unused tax losses, and carry forward of unused tax credits.

Deferred tax liabilities and assets are calculated by applying the relevant tax rate to the temporary differences identified, whether taxable or deductible, unused tax losses or unused tax credits.
At each reporting date, both unrecognized and recognized deferred tax assets are remeasured to confirm the likelihood of recovering such deferred tax assets.
Moreover, in the event of uncertainties over income tax treatments, the Company proceeds as follows: (i) if it considers it likely that the tax authorities will accept an uncertain tax treatment, it determines the (current and/or deferred) income taxes to be reported in the financial statements based on the tax treatment that it has applied or expects to apply when filing its returns; (ii) if it concludes it is not probable that the taxation authority will accept an uncertain tax treatment, it reflects the effect of uncertainty in determining the related (current and/or deferred) income taxes to be reported in the financial statements.

Share-based payments
The cost of transactions settled with equity instruments is determined based on the fair value at the grant date, as detailed in the notes to this financial report, to which reference is made, and is not subject to any subsequent adjustment. This cost is recognized either under personnel expenses or under services if the beneficiary of the incentive plan is a non-employee, over the period in which the conditions related to the achievement of objectives or the provision of service (the so-called vesting period) are met, with a corresponding entry in a specific Equity reserve. The cumulative costs recognized are based on the best estimate of the number of equity instruments that will actually vest. The cost recognized in the income statement for the period represents the change in the cumulative cost recorded at the beginning and end of the period. No cost is recognized for rights that do not vest if the performance or service conditions are not met.

Translation of transaction in other currencies
Transactions in currencies other than the functional currency are translated using the exchange rate applicable at the transaction date. Assets and liabilities denominated in currencies other than Euro are translated at the closing exchange rate. Foreign currency exchange gains and losses are recognized in the profit or loss line-item “Foreign currency gains (losses)”.

3. RECENTLY ISSUED ACCOUNTING STANDARDS

Accounting standards not yet applicable as not yet endorsed by the European Union (UE)

At the date of approval of the Financial Statements, the following standards and amendments had not yet been endorsed by the EU:

Accounting standard/amendment	Endorsed by the EU	Effective date
Changes to the Classification and Measurement of Financial Instruments (IFRS 9, IFRS 7)	NO	January 1, 2026
Annual Improvements Volume 11	NO	January 1, 2026
IFRS 19 – Subsidiaries Without Public Accountability	NO	January 1, 2027
IFRS 18 – Presentation and Disclosures in Financial Statements	NO	January 1, 2027
Sale or contribution of assets between an investor and its associate or joint venture (Amendments to IFRS 10 and IAS 28)	NO	*Deferred until completion of the IASB equity method project*

It should be noted that the adoption of the above-mentioned standards and amendments, based on the information available to date, will not have any impact on the Company's Financial Statements.

Accounting standards, amendments and interpretations endorsed by the EU but not yet adopted by the Company

Accounting standards, amendments and interpretations endorsed by the EU but not yet adopted by the Company.

Accounting standard/amendment	Endorsed by the EU	Effective date
Amendments to IAS 21 "Effects of changes in foreign currency exchange rates: lack of interchangeability"	NO	January 1, 2025

No impacts are expected on the Company's Financial Statements deriving from the future application of these accounting standards or amendments.

The Company has not adopted in advance any new standard, interpretation or amendment issued but not yet in force.

New accounting standards, interpretations and amendments adopted by the Company

The Company applied for the first-time certain standards and amendments effective for annual periods beginning on or after January 1, 2024, in particular:

Changes to IAS 1 – Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current; Non-Current Liabilities with Covenants

The modifications to IAS 1 – Presentation of Financial Statements, regarding the classification of liabilities as current or non-current, and the treatment of non-current liabilities with covenants, clarify the distinction between current and non-current liabilities by specifying the criteria for classification based on the company's substantial rights to defer payment for at least 12 months.

These changes to IAS 1 have not had any impact on the Company’s Financial Statements.

Changes to IAS 7 – Statement of Cash Flows and IFRS 7 – Financial Instruments: Supplementary Information – "Supplier Finance Arrangements"

The modifications to these standards address, respectively, the need to provide additional information on changes in liabilities arising from financing activities - including both cash and non-cash flows - and the requirement to disclose information on supplier finance arrangements, highlighting their impact on cash flows and the company’s liquidity position.

These changes have not had any impact on the Company’s Financial Statements.

Changes to IFRS 16 – Leases: Right-of-Use Liabilities in Sale and Leaseback Transactions

The modifications to IFRS 16 clarify how to measure the right-of-use liabilities in sale and leaseback transactions, specifying that the entity must continue to consider the initial contract terms when measuring the liabilities - even in the event of changes to the asset’s value - unless there are formal modifications to the underlying contract.

These changes have not had any impact on the Company’s Financial Statements.

4. ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with relevant accounting standards and methods in certain cases requires management to make estimates and assumptions based on difficult and subjective judgments, in turn based on past experience and hypotheses considered reasonable and realistic, given the information known at the time.

Such estimates have an effect on the amounts reported in the financial statements, including the statement of financial position, the income statement, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows and the related notes. Actual results may then differ, even significantly, from those reported in the financial statements due to changes in the factors considered in determining the estimates, given the uncertainties that characterize the assumptions and conditions on which estimates are based.
The accounting estimates that more than others involve a high degree of subjectivity and judgement on the part of management, and where a change in the conditions underlying the assumptions could have a significant effect on the Company's financial results, are detailed below:

e) *Useful life of property, plant and equipment and intangible assets:* useful life is determined when the asset is first recognized in the financial statements. Considerations regarding an asset's useful life are based on historical experience, market conditions and expected future events that may affect them, such as technological changes. An asset's actual useful life may, therefore, differ from its estimated useful life.

f) *Use of valuation models for the measurement of investments in subsidiaries*: investments in subsidiaries are assessed to establish whether there was a decrease in value, to be recorded with impairment, if there are indications that it will be difficult to recover their net accounting value. To establish the presence of said indications, Directors must make subjective assessment on the basis of information available within the Company and the market, as well as historical experience. Moreover, if it is determined that a potential impairment loss may be generated, the Company calculates this loss using appropriate measurement techniques. The proper identification of elements indicating the existence of a potential impairment loss, and the estimates for calculating the amount of such losses, depend on factors that may vary over time, affecting the assessments and estimates made by Directors. In particular, the key assumptions used by management are estimates of future increases in sales, operating cash flows, growth rate of operating cash flows beyond the explicit forecast period for the purpose of estimating the terminal value, and the weighted average cost of capital (discount rate).

g) *Inventories*: final inventories of products that are obsolete or slow-moving are periodically tested for impairment and written down if their recoverable amount is lower than their carrying amount. The write-downs made are based on assumptions and estimates made by management based on their experience and historical results.

h) *Sales with right of return*: the accounting of assets for sales with right of return and liabilities for sales with right of return is based on assumptions regarding the quantity of products expected to be returned and the estimated realizable value of these returned products.

i) *Provision for risks and charges*: identification of the existence of a current (legal or constructive) obligation is in certain cases not a simple matter. Management reviews such matters on a case-by-case basis, together with estimates of the outflow of resources required to satisfy the obligation. When managers believe the likelihood of a liability occurring to be only possible, the relevant risks are disclosed in the note on risks and charges, but no provision is made.

5. MANAGEMENT OF FINANCIAL RISKS

In terms of business-related risks faced, the main risks identified, monitored and actively managed by the Company as described below, are the following:

- market risk, deriving from fluctuations in exchange rates between the Euro and other currencies in which the Company operates, and in particular USD;
- credit risk, relating to the risk of default on the part of a counterpart;
- liquidity risk, relating to a lack of financial resources to meet financial obligations.

The Company aims at maintaining a balanced approach in managing its financial exposure by matching assets and liabilities and achieving operational flexibility through the use of liquidity generated by current operating activities and bank loans.

The Company's ability to generate liquidity from operations together with its borrowing capacity enable it to satisfy its operational requirements to fund working capital, invest and meet its financial obligations.

The Company's financial policy and the management of related financial risks are centrally managed and monitored.

The following paragraphs provide qualitative and quantitative information relating to the Company's exposure to the aforementioned financial risks.

5.1 Market risk

Exchange rate risk

Exposure to the risk of fluctuations in exchange rates derives from the Company's commercial activities, which are also denominated in currencies other than the Euro. Revenues and costs denominated in foreign currency may be influenced by fluctuations in exchange rates, with impacts commercial margins (business risk); similarly, trade and financial payables and receivables denominated in foreign currency may be affected by the translation rates used, with an impact on profit and loss (transaction risk).
Revenue is generally denominated in Euro and USD. The Company sometimes uses derivative financial instruments for the purpose of hedging foreign exchange risk on transactions in foreign currency. For the years ended December 31, 2024 and 2023, the Company recorded an exchange gain amounting to Euro 15,430 thousand and an exchange loss amounting to Euro 3,600 thousand, respectively.

Sensitivity analysis related to exchange rate risk

For the purposes of the sensitivity analysis on the exchange rate, statement of financial position items as of December 31, 2024 and 2023 (financial assets and liabilities) denominated in currencies other than the functional currency of the company were identified. In assessing the potential effects on net income deriving from changes in exchange rates, intercompany payables and receivables denominated in currencies other than the functional currency were also taken into account.
For the purpose of this analysis, two scenarios were considered, which are affected respectively by an appreciation and a depreciation of 5% of the exchange rate between the currency in which the statement of financial position item is denominated and the reporting currency.
The following table sets forth the results of the analysis conducted.

(In thousands of Euro)	**As of December 31, 2024**		**As of December 31, 2023**	
Currency	**Positive currency exchange rate of 5%**	**Negative currency exchange rate of 5%**	**Positive currency exchange rate of 5%**	**Negative currency exchange rate of 5%**
USD	(10,213)	11,288	(2,581)	2,853
KRW	(599)	662	-	-
TWD	(1,878)	2,076	-	-
JPY	107	(118)	70	(78)
CHF	2	(2)	-	-
GBP	1	(1)	-	-
Total	**(12,580)**	**13,905**	**(2,511)**	**2,775**

Interest rate risk

The Company has available liquidity that marginally invests in market instruments based on market conditions and according to its own interest. In fact, the Company's liquidity is mainly deposited in primary credit institutions. Interest rates changes have an impact on the cost and yield of the various forms of funding and investment, thus affecting finance income and expenses. During the financial years under review the Company did not have floating-rate financial liabilities and, therefore, did not enter into derivative financial instruments designed to hedge the risk of fluctuations in interest rates.

Sensitivity analysis related to interest rate risk

With reference to interest rate risk, a sensitivity analysis was carried out to determine the effect on the income statement and the statement of changes in equity that would result from a hypothetical positive and negative change of 50 bps in interest rates compared with those recorded in each period.
The analysis was carried out having regard primarily to the following items:

- Cash and cash equivalents;
- Current and non-current financial liabilities.

In relation to cash and cash equivalents, the average amount and the average rate of return for the period were considered, whilst regarding current and non-current financial liabilities, the impact was calculated precisely.
The following table sets forth the results of the analysis.

(In thousands of Euro)	**Effect on profit and equity (net of tax)**	
	- 50 bps	**+ 50 bps**
Year ended December 31, 2024	(1,429)	1,429
Year ended December 31, 2023	(933)	933

A positive sign indicates a higher profit and an increase in equity; a negative sign indicates a lower profit and a decrease in equity.

5.2 Credit risk

The Company faces its exposure to credit risk inherent in the possibility of default and/or impairment in the creditworthiness of customers by means of instruments to assess each individual counterparty through a dedicated organizational structure, equipped with the appropriate tools to constantly monitor customers' behaviour and creditworthiness.

The Company is currently structured to perform a continuous monitoring process for receivables, with different collection levels, which vary based on specific knowledge of the customer and past due days, to optimize working capital and minimize the aforementioned risk.

The following table sets forth the breakdown of trade receivables as of December 31, 2024 and 2023, grouped by past due period, net of allowance for doubtful receivables.

(In thousands of Euro)	**Current**	**1-90 days past due**	**91-180 days past due**	**Over 181 days past due**	**Total**
Trade receivables (gross) as of December 31, 2024	134,826	10,580	1,954	11,701	**159,061**
Allowance for doubtful receivables	-	-	(699)	(91)	**(790)**
Trade receivables as of December 31, 2024	**134,826**	**10,580**	**1,255**	**11,610**	**158,271**
Trade receivables (gross) as of December 31, 2023	96,011	5,106	1,729	8,469	**111,315**
Allowance for doubtful receivables	-	(275)	(445)	(70)	**(790)**
Trade receivables as of December 31, 2023	**96,011**	**4,831**	**1,284**	**8,399**	**110,525**

Net trade receivables as of December 31, 2024 include Euro 23,445 thousand referring to past due positions (Euro 14,514 thousand as of December 31, 2023), of which Euro 12,865 thousand (Euro 9,683 thousand as of December 31, 2023) related to positions past due by more than 90 days.

5.3 Liquidity risk

Liquidity risk is represented by the possibility that the Company's financial resources may not be sufficient to ensure current operations and the fulfilment of obligations falling due, or that these resources may be available at a high cost.
In order to mitigate this risk, the Company: *(i)* periodically verifies forecast financial requirements on the basis of management needs, in order to act promptly to find any additional resources needed, *(ii)* implements all the actions for such finding, *(iii)* manages an adequate composition in terms of deadlines, tools and level of availability.
Cash and cash equivalents as of December 31, 2024 amounted to Euro 532,085 thousand (Euro 220,258 thousand as of December 31, 2023) and consisted of balances in current accounts and fixed-term deposit accounts releasable on request at leading banking institutions mainly in Italy.
The Company believes that the cash flows that will be generated by operating activities will be sufficient to meet its financial requirements in terms of capital expenditure, working capital management and the repayment of financial liabilities when due.
The following tables set forth a maturity analysis, based on contractual repayment obligations, outstanding as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2024**					
	Within 1 year	**1 to 2 years**	**3 to 5 years**	**Over 5 years**	**Contractual amount**	**Carrying amount**
Financial liabilities	585	-	-	-	**585**	**585**
Lease liabilities	656	803	2,308	3,458	**7,225**	**6,571**
Trade payables	48,443	-	-	-	**48,443**	**48,443**
Other liabilities	32,484	18	-	-	**32,502**	**32,502**

(In thousands of Euro)	**As of December 31, 2023**					
	Within 1 year	**1 to 2 years**	**3 to 5 years**	**Over 5 years**	**Contractual amount**	**Carrying amount**
Financial liabilities	-	-	-	-	**-**	**-**
Lease liabilities	562	735	1,470	4,928	**7,696**	**6,925**
Trade payables	40,603	-	-	-	**40,603**	**40,603**
Other liabilities	27,004	14	-	-	**27,018**	**27,018**

The amounts shown in the above tables represent non-discounted nominal values, determined with reference to the remaining contractual due dates, for both principal and interest portion.

5.4 Capital management

The Company's capital management is aimed at guaranteeing solid credit ratings and adequate capital indicators to support its investment plans, while meeting contractual obligations with lenders.

5.5 Financial assets and liabilities by category and information on fair value

Financial assets and liabilities by category

The following table provides the breakdown, in accordance with IFRS 9, of financial assets by category as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
FINANCIAL ASSETS:		
Financial assets measured at amortized cost:		
Non-current financial assets	45	136
Other non-current assets	1,395	1,732
Trade receivables	158,271	110,525
Other receivables (*)	344	-
Current financial assets	134,831	67,288
Cash and cash equivalents	532,085	220,258
Financial assets measured at fair value through income statement:		
Derivative financial assets (**)	-	-
TOTAL FINANCIAL ASSETS	**826,971**	**399,939**

(*) Other receivables are included in the line-item Other current assets.
(**) Derivative financial instruments are included in the line-item Current financial assets.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
FINANCIAL LIABILITIES:		
Financial liabilities measured at amortized cost:		
Non-current lease liabilities	5,916	6,362
Current financial liabilities	3	-
Current lease liabilities	654	562
Trade payables	48,443	40,603
Other current liabilities (*)	25,571	21,759
Financial assets measured at fair value through income statement:		
Derivative financial liabilities (**)	582	-
TOTAL FINANCIAL LIABILITIES	**81,169**	**69,286**

(*) Other current liabilities include payables to employees, social security institutions, directors and other payables recorded under other current liabilities.
(**) Derivative financial liabilities are included in the line item "Current financial liabilities".

In view of the nature of current financial assets and liabilities, for most of them the carrying amounts are deemed to be reasonable approximations of their fair value.

Non-current financial assets and liabilities are settled or measured at market rates, consequently, their fair values are deemed to be substantially in line with their carrying amounts.

Information on fair value

For assets and liabilities recognized at fair value in the statement of financial position, IFRS 13 requires that such values be classified according to a hierarchy of levels that reflects the significance of the inputs used in the calculation of fair value. The fair value hierarchy classifies the inputs to valuation techniques used to measure fair value as follows:

- **Level 1**: fair value is calculated with reference to (unadjusted) prices quoted in active markets for identical financial instruments. Accordingly, the emphasis within Level 1 is on determining both of the following: (a) the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability; and (b) whether the entity can enter into a transaction for the asset or liability at the price in that market at the measurement date.

- **Level 2**: fair value is calculated using valuation techniques based on observable inputs in active markets. Level 2 inputs include the following: (a) quoted prices for similar assets or liabilities in active markets; (b) quoted prices for identical or similar assets or liabilities in markets that are not active; (c) inputs other than quoted prices that are observable for the asset or liability, for example: interest rates and yield curves observable commonly quoted intervals, implied volatilities and credit spreads and market-corroborated inputs.

- **Level 3**: fair value is calculated using valuation techniques based on unobservable market inputs.

The following tables provide the breakdown of financial assets and liabilities at fair value, split by fair value hierarchy level, as of December 31, 2024. There were financial liabilities recognized at fair value as of December 31, 2024 for an amount of Euro 582 thousand.

(In thousands of Euro)	**As of December 31, 2024**		
	Level 1	**Level 2**	**Level 3**
Non-current financial assets	-	-	-
Derivative financial assets (*)	-	-	-
Total assets at fair value	**-**	**-**	**-**
Derivative financial assets (**)	-	(582)	-
Total liabilities at fair value	**-**	**(582)**	**-**

(*) Derivative financial assets are included in the line-item Current financial assets.
(**) Derivative financial liabilities are included in the line-item, Current financial liabilities.

There were no transfers between fair value hierarchy levels during the periods under review.

6. BUSINESS COMBINATIONS

Acquisition of DIS Tech

On May 27, 2024, the Company acquired from Teradyne Inc, the Device Interface Solutions ("DIS Tech") division, specialized in the design and production of Device Interface Boards, for a consideration of Euro 82 million (USD 89 million) of which Euro 2,430 thousand (USD 2,634 thousand) pertaining to Technoprobe SpA relating to the single Italian business unit acquired.The acquisition will further strengthen the positioning of the Technoprobe Group in the market of printed circuit boards ("PCB"), through the creation of synergies in order to reinforce technological expertise in the design of high-performance PCBs and the acceleration of the path of penetration into the final testing market through the development of new products. Thanks to the acquisition, the Technoprobe Group will further strengthen its technological expertise in the PCB market and high-performance interfaces, vertically consolidating its production process.

The following table provides details of the fair value of the acquired assets and assumed liabilities identifiable at the acquisition date, taking into account the final effects of the purchase price allocation process.

(In thousands of Euro)	**Fair value at the acquisition date**
ASSETS	
Property, plant and equipment	1,051
Total Assets	**1,051**
LIABILITIES	
Other liabilities	394
Total liabilities	**394**
Total net assets acquired (A)	**657**
Consideration (B)	**2,430**
Goodwill (B)-(A)	**1,773**

Goodwill, determined as the excess between the fair value of the identifiable net assets of the acquired company and the consideration paid, equal to Euro 1,773 thousand, is attributable to the ability of the acquired company to generate future economic benefits.

The following table shows the net cash flow for the acquisition of DIS:

(In thousands of Euro)	**At the acquisition date**
Consideration paid	(2,430)
Acquired cash and cash equivalents	-
Net cash flow (investing activities)	**(2,430)**

Merger by incorporation of DIS Tech Italia S.r.l. into Technoprobe S.p.A

On 10 October 2024, the Board of Directors of Technoprobe S.p.A. approved the merger by incorporation plan drawn up pursuant to Articles 2501-ter and 2505 of the Italian Civil Code, of the wholly owned subsidiary DIS Tech Italia S.r.l. into Technoprobe S.p.A.. The merger by incorporation arises from the need to proceed with the concentration of the activities carried out by the company being absorbed by the company to be absorbed and to shorten the chain of control of the corporate group. The transactions carried out by DIS Tech Italia S.r.l. were charged to the financial statements of Technoprobe S.p.A. as of 1 January 2024, the date on which the merger by incorporation took effect. Since this is a transaction under common control, IFRS 3 was not applied, but the assets and liabilities of the merged company were recognized maintaining the historical book values. The main accounting effects deriving from the merger have been described in the notes to the financial statements in the appropriate items impacted and the related economic effect is equal to Euro 270 thousand.

7. NOTES TO THE STATEMENT OF FINANCIAL POSITION

7.1 Property, plant and equipment

The following table provides the breakdown and movements of property, plant and equipment for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Land and buildings	Plant and machinery	Industrial and commercial equipment	Right of use	Leasehold improvement	Other assets	Property, plant and equipment in progress and advances	Total
Historical cost as of December 31, 2023	**35,823**	**189,022**	**15,000**	**8,223**	**3,903**	**20,964**	**24,511**	**297,446**
Additions	14	10,906	1,835	294	3	1,348	20,290	**34,690**
Disposals	-	(1,326)	(9)	-	-	(162)	-	**(1,496)**
Business combination	-	-	-	-	919	132	-	**1,051**
Reclassifications	1	19,745	1,177	-	90	(11,222)	(12,439)	**(2,648)**
Historical cost as of December 31, 2024	**35,838**	**218,347**	**18,004**	**8,517**	**4,915**	**11,061**	**32,362**	**329,043**
Accumulated depreciation as of December 31, 2023	**(6,011)**	**(92,785)**	**(6,760)**	**(848)**	**(310)**	**(9,927)**	**-**	**(116,641)**
Depreciation	(997)	(27,759)	(3,514)	(779)	(866)	(1,214)	-	**(35,130)**
Disposals	-	824	5		-	159	-	**988**
Reclassifications	-	(4,517)	-		-	4,517	-	**-**
Accumulated depreciation as of December 31, 2024	**(7,008)**	**(124,237)**	**(10,269)**	**(1,627)**	**(1,176)**	**(6,466)**	**-**	**(150,783)**
Net book value as of December 31, 2023	**29,812**	**96,237**	**8,240**	**7,375**	**3,593**	**11,037**	**24,511**	**180,805**
Net book value as of December 31, 2024	**28,830**	**94,110**	**7,735**	**6,890**	**3,738**	**4,595**	**32,362**	**178,260**

Property, plant and equipment mainly includes land and buildings and plant and machinery used in the production process. Property, plant and equipment in progress and advances as of December 31, 2024 and 2023 mainly include buildings, plant and machinery that will be used in the production process.

Investments in property, plant and equipment for the year ended December 31, 2024 amounted to Euro 34,690 thousand (Euro 47,413 thousand for the year ended December 31, 2023), are mainly attributable to plant and machineries and new buildings not yet entered in operations aimed to increase the production capacity.

The changes relating to business combinations that occurred during the year ended December 31, 2024 mainly refer to Leasehold improvements and Other assets, deriving from the business acquired as part of the deal with Teradyne. For more information, please refer to note 6 – "Business combinations".

Reclassifications mainly refers to the reclassification of the "Cleanroom" from Other assets to Plant and machinery and the reclassification of some machinery under production to the inventory, following the Company’s decision to make such machinery available for sale to customers.

As of December 31, 2024 and 2023, there were no indicators of possible impairment with respect to property, plant and equipment.

As of December 31, 2024 and 2023, there were no property, plant and equipment encumbered by any type of guarantee provided in favour of third parties.

Right of use assets and lease liabilities

The following table sets forth the main financial information for the lease contracts of the Company, that mainly operates as lessee.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Net book value of right of use assets	**6,890**	**7,375**
Current lease liabilities	656	562
Non-current lease liabilities	5,916	6,363
Total lease liabilities	**6,570**	**6,925**

The following table sets forth the main income statement information for the lease contracts of the Company, that mainly operates as lessee.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Total depreciation of right of use assets	**779**	**518**
Lease interest expenses	**180**	**82**
Total other expenses	**87**	**317**
Total lease expenses	**648**	**458**

Right of use assets related to buildings mainly relate to the lease of buildings.

As of December 31, 2024 and 2023, the Company has not identified any indicators of impairment with respect to right of use assets.

The following table sets forth the undiscounted contractual flows of the Company's lease liabilities as of December 31, 2024 and 2023.

(In thousands of Euro)	**Within 1 year**	**1 to 2 years**	**3 to 5 years**	**After 5 years**	**Contractual amount**	**Carrying amount**
As of December 31, 2024	656	803	2,308	3,458	**7,225**	**6,571**
As of December 31, 2023	562	735	1,470	4,928	**7,696**	**6,925**

Lease payments due are discounted using the incremental borrowing rate, which is the rate of interest that the Company would have to pay to borrow a similar sum over a similar term as the lease contract.

7.2 Intangible assets

The following table provides the breakdown and movements of intangible assets for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Goodwill	Software and Patents	Intangible assets in progress and advances	Total
Historical cost as of December 31, 2023	**-**	**4,573**	**473**	**5,046**
Additions	19,913	1,998	590	**22,501**
Business combination	1,773	-	-	**1,773**
Reclassifications	-	108	(471)	**(362)**
Historical cost as of December 31, 2024	**21,686**	**6,679**	**592**	**28,958**
Accumulated amortization as of December 31, 2023	**-**	**(2,615)**	**-**	**(2,615)**
Amortization		(1,847)	-	**(1,847)**
Accumulated amortization as of December 31, 2024	**-**	**(2,615)**	**-**	**(2,615)**
Net book value as of December 31, 2023	**-**	**1,958**	**473**	**2,431**
Net book value as of December 31, 2024	**21,686**	**2,203**	**592**	**24,482**

As of December 31, 2024 and 2023, the Company has not identified any indicators of impairment with respect to intangible assets.

Investments in intangible assets for the year ended December 31, 2024 and 2023, amounted to Euro 22,501 thousand and Euro 344 thousand respectively, mainly due to the goodwill (Euro 19,913 thousand) and the purchase of software used in the production process.

Goodwill for the year ended December 31, 2024, for a total amount of Euro 21,686 thousand, refers for Euro 19,913 thousand to the merger by incorporation of DIS Tech Italia Srl as part of the transaction aimed at centralizing activities and streamlining the chain of control and for Euro 1,773 thousand to the business acquired as part of the deal with Teradyne. For more information, see note 6 - "Business combinations".

7.3 Investments in subsidiaries

The table provides the detail of investments in subsidiaries as of December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Technoprobe US Holding LLC	45,699	44,873
Microfabrica Inc.	-	32,978
Yee Wei Inc.	16,976	16,976
Technoprobe Asia Pte Ltd.	10,200	10,200
Technoprobe France S.a.s.	7,500	7,500
Technoprobe (Suzhou) Co. Ltd.	3,183	3,183
Technoprobe Korea Co Ltd.	2,785	2,785
Technoprobe Taiwan Co. Ltd.	1,361	1,361
Technoprobe America Inc.	33,831	853
Technoprobe Germany Gmbh	300	300
Technoprobe Japan KK	266	266
DIS Tech Singapore, Pte, Ltd	3,123	-
DIS Tech Japan, G.K.	4,377	-
DIS Tech Philippines, LLC	697	-
DIS Tech Taiwan, LLC	47,116	-
Device Interface Solutions Technology (Shanghai), Co. Ltd	553	-
Total	**177,966**	**121,275**

The increase in the item under review as of December 31, 2024 compared to December 31, 2023 is mainly attributable to the recognition of the investment in the subsidiaries of the DIS Tech Group, previously held by DIS Tech Italia Srl subsequently merged by incorporation into Technoprobe SpA starting from January 1, 2024.
In addition, following the merger by incorporation of Microfabrica Inc. into Technoprobe America Inc., the value of the Investments in subsidiaries as of December 31, 2024 is increased by the respective value of the merged company. A similar situation is attributable to the increase in the value of Technoprobe US Holding LLC, whose book value has increased due to the merger by incorporation between its subsidiary Harbor Electronics and DIS Tech America LLC.

***

The following table provides the main details of the subsidiaries as of December 31, 2024.

	Country	Currency	Share capital	Percentage
Technoprobe France S.a.s.	France	EUR	500,000	100%
Technoprobe (Suzhou) Co. Ltd.	China	CNY	24,515,750	100%
Technoprobe Asia Pte Ltd.	Singapore	USD	60	85%
Technoprobe Korea Co Ltd.	South Korea	KRW	2,000,010,000	100%
Technoprobe Japan KK	Japan	JPY	22,500,000	100%
Technoprobe America Inc.	USA	USD	1,250,000	100%
Technoprobe Taiwan Co. Ltd.	Taiwan	TWD	46,500,000	100%
Technoprobe Germany Gmbh	Germany	EUR	300,000	100%
Yee Wei Inc.	Taiwan	TWD	79,250,000	85%
Technoprobe US Holding LLC	USA	USD	25,000,000	100%
DIS Tech Singapore, LLC	Singapore	USD	3.386.625	100%
DIS Tech Japan, G.K.	Japan	USD	1	100%
DIS Tech Philippines, LLC	USA	USD	10,000	100%
DIS Tech Taiwan, LLC	USA	USD	5,000,000	100%
Device Interface Solutions Technology (Shanghai) Co., Ltd	China	USD	7,000,000	100%

7.4 Deferred tax assets and deferred tax liabilities

The following tables provide breakdown and movements of deferred tax assets for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2023**	**Provisions/releases to income statement**	**As of December 31, 2024**
Revaluation of property, plant and equipment	4,281	(537)	3,744
Inventory write-downs	7,524	945	8,469
Additional statutory depreciation	702	232	702
Estimated negative exchange rate differences	643	(642)	1
Unpaid directors' compensation	180	-	180
Impairment of derivative instruments	-	140	140
Other deductible temporary differences	120	(57)	63
Total deferred tax assets	**13,450**	**(152)**	**13,298**

(In thousands of Euro)	**As of December 31, 2022**	**Provisions/releases to income statement**	**As of December 31, 2023**
Revaluation of property, plant and equipment	5,627	(1,346)	4,281
Inventory write-downs	4,005	3,519	7,524
Additional statutory depreciation	470	232	702
Estimated negative exchange rate differences	608	35	643
Unpaid directors' compensation	264	(84)	180
Impairment of derivative instruments	-	-	-
Other deductible temporary differences	(30)	150	120
Total deferred tax assets	**10,944**	**2,506**	**13,450**

Deferred tax assets are recognized to the extent to which it is probable that future taxable profit will be available against which they can be utilized.

The following tables provide breakdown and movements of deferred tax liabilities for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31, 2023**	**Provisions/releases to income statement**	**As of December 31, 2024**
Reduction in statutory depreciation	575	(575)	-
Estimated positive exchange rate differences	127	(127)	-
Other taxable temporary differences	150	-	150
Total deferred tax liabilities	**852**	**(702)**	**150**

(In thousands of Euro)	**As of December 31, 2022**	**Provisions/releases to income statement**	**As of December 31, 2023**
Reduction in statutory depreciation	575	-	575
Estimated positive exchange rate differences	-	127	127
Revaluation of derivative instruments	408	(408)	-
Other taxable temporary differences	-	150	150
Total deferred tax liabilities	**983**	**(131)**	**852**

7.5 Non-current financial assets

Non-current financial assets, amounting to Euro 45 thousand and Euro 136 thousand as of December 31, 2024 and 2023, respectively, mainly refers to security deposits.

7.6 Other non-current assets

Other non-current assets, amounting to Euro 1,395 thousand and Euro 1,732 thousand as of December 31, 2024 and 2023, respectively, mainly refers to tax receivables.

7.7 Inventories

The following table provides the breakdown of inventories as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Raw materials, supplies and consumables	62,778	69,557
Work in progress	69,181	67,123
Finished products and goods	3,729	385
Inventories (gross)	**135,688**	**137,065**
Provisions for inventory write-downs	(30,357)	(26,967)
Inventories	**105,331**	**110,098**

Net provisions for inventory write-downs amounted to Euro 3,390 thousand and Euro 12,615 thousand for the years ended December 31, 2024 and 2023, respectively.
The decrease in inventories in the year ended December 31, 2024 is mainly due to an increase in raw materials and finished prodcuts consumptions as part of the production process, partially offset by a slight increase in work-in-progress and semi-finished products, as well as an increase in the inventory provision due to the increase in their technological obsolescence.

7.8 Trade receivables

The following table provides the breakdown of trade receivables as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**

Trade receivables due from subsidiaries (gross)	134,650	89,741
Trade receivables due from third party (gross)	24,411	21,574
Allowance for doubtful receivables	(790)	(790)
Trade receivables	**158,271**	**110,525**

The following table provides the breakdown and movement of allowance for doubtful receivables as of December 31, 2024 and 2023.

(In thousands of Euro)	**Allowance for doubtful receivables**
As of December 31, 2023	**790**
Net provision	-
Utilization	-
As of December 31, 2024	**790**

There are no trade receivables due beyond 5 years as of December 31, 2024.

7.9 Current financial assets

The following table provides the breakdown of current financial assets as of December 31, 2024 and 2023:

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Security deposits	338	-
Loans from subsidiaries	126,593	65,713
Receivables from banks for interest	6,626	1,575
Other receivables from related parties	1,274	1,575
Current financial assets	**134,831**	**67,288**

Loans to subsidiaries mainly refer to loans mainly includes the loans granted to the subsidiaries for a total amount of Euro 126,593 thousand and Euro 65,713 thousand. The increase is related to the new loans given to the DIS Tech companies, Harbor Electronics Inc and to the higher funds disbursed to Yee Wei Inc.

7.10 Current tax receivables and current tax payables

Current tax receivables amounted to Euro 14,887 thousand and Euro 36,280 thousand as of December 31, 2024 and 2023, respectively.

Current tax payables amounted to a null value, Euro 16,301 thousand and a null value as of December 31, 2024 and 2023 respectively.

7.11 Other current assets

The following table provides the breakdown of other current assets as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Tax receivables	13,990	13,382
Prepaid expenses	2,622	2,133
Prepayments and advance	1,148	62
Other receivables	344	-
Other current assets	**18,104**	**15,577**

Tax receivables are mostly VAT receivables and tax credits not related to current income taxes.

As of December 31, 2024, prepaid expenses include, among others, the prepayment of a multi-year insurance policy signed at the time of the EGM Listing.

7.12 Cash and cash equivalents

The following table provides the breakdown of cash and cash equivalents as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Bank and postal deposits	532,084	220,256
Cash and cash on hand	1	2
Cash and cash equivalents	**532,085**	**220,258**

As of December 31, 2024 and 2023, bank and postal deposits are not subject to restrictions or limitations, except for the use of term deposit accounts that can be released upon request in order to optimize the return on the liquidity in stock.

Refer to the statement of cash flows for details on changes in cash and cash equivalents for the years ended December 31, 2024 and 2023.

7.13 Total equity

The following table provides the breakdown of total equity as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	**2023**
Share capital	6,533	6,010
Legal reserve	1,202	1,202
Share premium reserve	523,338	139,116
Treasury shares reserve	(46,416)	(11,747)
Demerger surplus reserve	31,289	31,289
Revaluation reserves	1,305	1,305
Reserve for unrealized exchange gains	531	348
Other reserves (including IFRS F.T.A.)	37	(211)
Retained earnings	616,601	496,528
Net profit	115,787	120,255
Total equity	**1,250,207**	**784,095**

Share capital

The share capital of the Company, fully subscribed and paid-up, amounted to Euro 6,533 thousand as of December 31, 2024 (Euro 6,010 thousand as of December 31, 2023), consisted of 215,576,087 ordinary shares and 437,684,783 ordinary shares with increased voting rights, the latter held by T-PLUS and the Crippa family. The shares are registered, with no par value and are issued in dematerialized form.

In May 2024, a reserved paid-in capital increase of 52,260,870 shares (representing 8% of the share capital) was subscribed by Teradyne International Holding B.V. at an issue price of €7.362 each, for a total amount of €384,744 thousand, of which 523 thousand was recognized in share capital and the remaining part in the share premium reserve.

Legal reserve

The legal reserve, amounted to Euro 1,202 thousand as of December 31, 2024 and Euro 1,202 thousand as of December, 2023.

Share premium reserve

The share premium reserve, amounting to Euro 523,338 thousand as of December 31, 2024 (Euro 139,116 thousand as of December 31, 2023), was generated in the year ended December 31, 2022 as a result of the capital increase subscribed in February 2022 during the Company's share listing on the Euronext Growth Milan market ("**EGM Listing**"). The increase recorded during 2024 refers to the capital increase subscribed by Teradyne International Holding B.V.

Treasury shares reserve

The “Treasury shares reserve” includes the equivalent value of the n. 6,532,608 treasury shares purchased by the Company in the financial year ended December 31, 2024.

The movements that affected shareholders' equity for the year ended December 31, 2024 are related to:
- a total of Euro 384,744 thousand, of which 523 thousand are recognised as share capital and the remainder as share premium reserve;
- the purchase of 5,032,608 treasury shares for an amount of Euro 34,669 thousand;
- the recognition of the reserve for stock grant plans for an amount of Euro 250 thousand; and
- recognition of the total comprehensive income for the year of Euro 115,787 thousand.

The movements that affected shareholders' equity for the year ended December 31, 2023 are related to:
- recognition of the total comprehensive income for the year of Euro 120,255 thousand; and
- the purchase of treasury shares for Euro 11,747 thousand.

As of December 31, 2024, the Company's share capital and reserves were as follows according to origin, possibility of utilisation and distribution as follows:

(In thousands of Euro)	**Amount**	**Possibility of use (*)**	**Available amount**
Share capital	6,533		-
Legal reserve	1,202	B	1,202
Share premium reserve	523,338	A, B, C	523,338
Treasury shares reserve	(46,416)		-
Demerger surplus reserve	31,289	B	3,544
Revaluation reserves	1,305	A, B	1,305
Reserve for unrealized exchange gains	531		-
Other reserves (including IFRS F.T.A.)	37	A, B, C	37
Retained earnings	616,601	A, B, C	616,601
Total	**1,134,419**		**1,146,027**
Of which distributable			**1,146,027**

(*) Legend:
A - for capital increase
B - for loss coverage
C - for distribution to shareholders

7.14 Employee benefits obligations

The following table provides the breakdown of employee benefits obligations as of December 31, 2024 and 2023.

(In thousands of Euro)	**Employee severance indemnity**	**End of mandate indemnity**	**Total employee benefits obligations**
As of December 31, 2023	**288**	**-**	**288**
Provisions	4,694	-	4,694
Benefits paid	(4,557)	-	(4,557)
As of December 31, 2024	**425**	**-**	**425**

This item includes Company directors' end of mandate indemnity and employee severance indemnity.

It should be noted that in the year ended December 31, 2024, the provision for termination indemnity was fully settled and no further accruals were recognized.

The following table reports the breakdown of the average number of employees for the years ended December 31, 2024 and 2023.

	Year ended December 31,	
	2024	2023
Executive	20	16
White collar	732	661
Blue collar	891	843
Total	**1,643**	**1,520**

7.15 Provision for risks and charges

The Company recorded a provision for risks and charges of Euro 20,073 thousand and Euro 20,073 thousand as of December 31, 2023, respectively, following the accrual made in relation to risk mainly of a fiscal nature. In fact, in its business operations, the Company puts in place several transactions with foreign third parties. The complexity of such transactions implies the risk that the relevant taxation authorities might provide for a treatment for these transactions different from that adopted by the Company.

7.16 Trade payables

The following table provides the breakdown of trade payables as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31,	
	2024	2023
Trade payables	34,285	32,444
Trade payables to subsidiaries	14,158	8,159
Trade receivables	**48,443**	**40,603**

Trade payables are mainly attributable to transactions for the purchase of raw materials, components and services.

7.17 Current financial liabilities

The following table provides the breakdown of current financial liabilities as of December 31, 2024 and 2023.

(In thousands of Euro)	As of December 31, 2023	
	2024	2023
Bank liabilities	3	-
Derivative financial instruments	582	-
Total current financial liabilities	**585**	**-**

Bank liabilities

Bank liabilities amount to Euro 3 thousand and a null value as of December 31, 2024 and 2023 respectively, mainly refer to the debt opened for commissions and bank charges.

Derivative financial liabilities

Derivative financial liabilities, amount to Euro 582 thousand as of December 31, 2024 and a null value as of December 31, 2023, refer to contracts signed to mitigate the exchange rate risk on currency transactions.

Derivative contracts have not been designated as hedging financial instruments in accordance with IFRS. Consequently, changes in the fair value of derivatives are recognised in the income statement under foreign exchange gains (losses).

***

The table below shows for the years ended December 31, 2024 and 2023, in accordance with IAS 7, the changes in financial liabilities arising from cash flows generated and/or absorbed by financing activities, as well as arising from non-cash items.

(In thousands of Euro)	**Current financial liabilities**
As of December 31, 2023	**-**
Issuance	(3)
Fair value change	(582)
Other non-cash movement	-
As of December 31, 2024	**(585)**

The change relating to fair value elements which occurred in the year ended December 31, 2024 refers entirely to derivatives valuation subscribed to mitigate the exchange rate risk on currency transactions.

***

The table below shows the composition of the Company's net financial position as of December 31, 2024 and 2023 determined in accordance with the provisions of CONSOB communication DEM/6064293 of July 28, 2006 as amended by CONSOB Attention Notice no. 5/21 of April 29, 2021 and in accordance with the ESMA Recommendations 32-382-1138 of March 4, 2021.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
A, Cash	532,085	220,258
B, Cash equivalents	-	-
C, Other current financial assets	134,831	67,288
D, Liquidity (A+B+C)	**666,916**	**287,546**
E, Current financial debt	(3)	-
F, Current portion of non-current financial debt	(654)	(562)
G, Current financial indebtedness (E+F)	**(657)**	**(562)**
- of which guaranteed	-	-
- of which not guaranteed	*(657)*	*(562)*
H, Net current financial indebtedness (G-D)	**666,259**	**286,984**
I, Non-current financial debt	(5,916)	(6,362)
J, Debt instruments	-	-
K, Non-current trade and other payables	-	-
L, Non-current financial indebtedness (I+J+K)	**(5,916)**	**(6,362)**
- of which guaranteed	-	-
- of which not guaranteed	*(5,916)*	*(6,362)*
M, Net financial position (surplus) (*) (H-L)	**660,343**	**280,622**

(*) As of December 31, 2024, Euro 6,570 thousand referred to the financial liability related to IFRS 16 (Euro 6,924 thousand as of December 31, 2023), of which Euro 654 thousand was current (Euro 562 thousand as of December 31, 2023) and Euro 5,916 thousand non-current (Euro 6,362 thousand as of December 31, 2023).

7.18 Other current liabilities

The following table provides the breakdown of other current liabilities as of December 31, 2024 and 2023.

(In thousands of Euro)	**As of December 31,**	
	2024	**2023**
Payables due to employees	16,075	13,173
Payables due to social security institutions	8,881	7,596
Tax payables	2,564	2,079
Payables to directors	601	990

Deferred income	4,349	3,166
Other	14	-
Other current liabilities	**32,484**	**27,004**

Payables due to employees primarily refer to payroll, production bonuses, MBOs and deferred expenses, such as vacation, leave and additional monthly payments.

Payables due to social security institutions primarily refer to liabilities to pension and social security institutions for the payment of contributions.

Tax payables primarily include amounts due to non-income taxes, primarily consisting of withholding taxes on employees, and other indirect taxes.

8. NOTES TO THE INCOME STATEMENT

8.1 Revenue

The following table provides the breakdown of Revenue for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Revenue from sales	392,904	327,888
Other revenues	-	98
Revenue	**392,904**	**327,986**

The following table provides the breakdown of Revenue by geographical area for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Asia	253,516	173,133
America	112,773	121,626
Europe (excluding Italy)	15,260	22,497
Italy	11,356	10,730
Revenue	**392,904**	**327,986**

Almost all the contracts with customers entered into by the Company do not include variable consideration.

The Company considers that there is no contract containing a significant financial component, i.e. for which the period between the transfer to the customer of the promised good and the related payment exceeds twelve months. Therefore, the Company has not made any adjustment to the consideration received to take into account the time value of money.

8.2 Cost of revenue

The following table provides the breakdown of cost of revenue for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Raw materials, supplies, consumables and goods	114,188	89,681
Personnel expenses	59,795	55,116
Depreciation, amortization and impairment	28,810	22,803
Outsourced services and industrial services	8,852	8,772
Maintenance and repairs	3,454	3,115
Utilities	3,557	3,426
Lease and rental costs	680	979
Other minor costs	1,072	966
Cost of revenue	**220,408**	**184,858**

8.3 Research and development

The following table provides the breakdown of research and development for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Personnel expenses	29,253	27,619
Consultancy and professional services	10,842	10,269
Depreciation, amortization and impairment	6,530	6,587
Raw materials, supplies, consumables and goods	2,791	3,040
Software licences	2,269	1,353
Maintenance and repairs	89	348
Utilities	222	224
Other minor costs	149	148
Research and development cost	**52,145**	**49,588**

The Company's research and development activities are aimed at both introducing new products and implementing new production processes.

8.4 Selling, general and administrative

The following table provides the breakdown of selling, general and administrative for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Personnel expenses	13,826	12,028
Sales commissions and fees	17,683	9,405
Consultancy and professional services	8,557	9,095
Office costs	143	192
Depreciation, amortization and impairment	1,737	1,423
Transportation costs	120	201
Lease and rental costs	624	584
Maintenance and repairs	1,035	641
Travel costs	1,299	174
Utilities	529	460
Directors' compensation	2,388	2,659
Other minor costs	3,472	2,800
Selling, general and administrative	**51,413**	**39,662**

8.5 Other income (expenses)

Other income (expenses), net amounting to net income of Euro 2,655 thousand and to Euro 3,883 thousand for the years ended December 31, 2024 and 2023, respectively.
Other income, net recorded in the year ended December 31, 2024 and 2023 were mainly attributable to other revenues deriving from the tax credit for research and development.

8.6 Finance income

The following table provides the breakdown of finance income for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Dividend income from subsidiaries	34,971	40,718
Interest income	21,701	9,187
Other finance income	81	43
Finance income	**56,753**	**49,948**

The finance income is mainly attributable to the dividends received from subsidiaries and interest income, accrued from cash and cash equivalents in bank current accounts and term deposit accounts which can be released upon request, as well as the interests related the loans granted to the subsidiaries.

8.7 Finance expenses

The following table provides the breakdown of finance expenses for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Interests on lease and other minor liabilities	180	82
Finance expenses	**180**	**82**

The finance expenses are mainly attributable to interest expenses on lease liabilities.

8.8 Foreign exchange gains (losses)

The following table provides the breakdown of foreign exchange gains (losses) for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Foreign exchange gains	21,383	6,051
Foreign exchange losses	(5,371)	(9,651)
Derivative financial instruments impairment	(582)	-
Foreign exchange gains (losses)	**15,430**	**(3,600)**

The item includes the gains and losses on foreign exchange including exchange rate derivatives.

8.9 Income tax expenses

The following table provides the breakdown of income tax expenses for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	**Year ended December 31,**	
	2024	**2023**
Current taxes	(27,939)	(15,948)
Prior periods taxes	(421)	29,540
Deferred taxes	550	2,637
Income tax (benefit) expense	**(27,810)**	**16,229**

For details of the item “Deferred tax assets and liabilities”, see Note 6.3 – “Deferred tax assets and deferred tax liabilities”.

The following table provides a reconciliation of the theoretical and the reported tax charge with respect to the Italian Corporate Income Tax (IRES) for the years ended December 31, 2024 and 2023.

(In thousands of Euro)	Year ended December 31,	
	2024	**2023**
Profit before tax	143,597	104,026
Theoretical tax rate %	24%	24%
Theoretical tax charge	**34,463**	**24,966**
Non-taxable revenues and income	(3,872)	(4,176)
Non-deductible costs	870	220
Excluded share of dividends received	(7,973)	(9,284)
Deduction for equity capital employed (ACE)	-	(1,491)
Patent box benefit related to prior years	(421)	(31,326)
IRAP and other taxes/benefits	4,743	4,862
Net effective tax expense (benefit)	**27,810**	**(16,229)**

9. RELATED PARTY TRANSACTIONS

Related party transactions, identified on the basis of the IAS 24 criteria, are mainly of a financial nature and are carried out at normal market conditions.

The following table provides details of the Company's statement of financial position transactions with related parties as of December 31, 2024.

(In thousands of Euro)	As of December 31, 2024			
	Trade receivables	**Current financial assets**	**Trade payables**	**Current financial liabilities**
Technoprobe France S.a.s.	2,531	-	563	-
Technoprobe Asia Pte Ltd	28,686	-	613	-
Technoprobe America Inc.	10,666	-	6,731	-
Technoprobe Korea Co. Ltd	13,220	-	599	-
Technoprobe Japan KK	13,096	-	-	-
Technoprobe Taiwan Co. Ltd	64,148	-	739	-
Microfabrica Inc.	51	-	194	-
Technoprobe (Suzhou) Co Ltd	-	-	663	-
Technoprobe Germany Gmbh	-	105,421	1,185	-
Yee-Wei Co Ltd	-	7,911	509	-
Technoprobe US Holding LLC	10	606	-	-
DIS Tech America, LLC	40	985	-	-
DIS Tech Japan G.K.	66	-	-	-
DIS Tech Philippines, LLC	210	885	-	-
DIS Tech Taiwan, LLC	1,147	8,955	574	-
DIS Semiconductor Technology (Shanghai) Co.	591	1,829	-	-
Teradyne Group	189	1,274	1,787	-
Total	**134,651**	**127,866**	**14,158**	

The following table provides details of the Company's statement of financial position transactions with related parties as of December 31, 2023.

(In thousands of Euro)	As of December 31, 2023			
	Trade receivables	**Current financial assets**	**Trade payables**	**Current financial liabilities**
Technoprobe France S.a.s.	1,817	-	62	-
Technoprobe Asia Pte Ltd	19,586	-	793	-
Technoprobe America Inc.	9,229	-	2,028	-
Technoprobe Korea Co. Ltd	15,808	-	470	-
Technoprobe Japan KK	10,560	-	-	-
Technoprobe Taiwan Co. Ltd	31,866	-	505	-
Microfabrica Inc.	-	-	2,712	-
Technoprobe (Suzhou) Co Ltd	868	-	184	-
Technoprobe Germany Gmbh	-	-	321	-
Yee-Wei Co Ltd	5	65,713	806	-
Technoprobe US Holding LLC	2	-	278	-
Total	**89,741**	**65,713**	**8,159**	**-**

The Company's statement of financial position transactions mainly include:

- trade receivables and trade payables mainly related to *(i)* transfer pricing contract between the Company and Technoprobe Asia Pte Ltd, Technoprobe Korea Co. Ltd, Technoprobe Taiwan Co. Ltd, Technoprobe France S.a.S and Technoprobe Germany Gmbh; *(ii)* supply and services contract between the Company and Technoprobe Asia Pte Ltd, Technoprobe Korea Co. Ltd, Technoprobe America Inc and Technoprobe France S.a.s; *(iii)* distribution and service contract between the Company and Technoprobe Taiwan Co. Ltd.; and *(iv)* supply of components made by Technoprobe America Inc (after merging Microfabrica Inc.) to the Company;
- current financial assets mainly related to the loans granted by the Company to Yee Wei Inc. for a

total value of Euro 105,421 thousand and Euro 65,713 thousand as of December 31, 2024 and 2023, to Technoprobe US Holding, LLC for a total value of Euro 7,911 thousand and a null value as of December 31, 2024 and 2023 and to the companies of the DIS Tech Group for a total value of Euro 13,260 thousand as of December 31, 2024. These loans are aimed at supporting the operations of the subsidiaries.

The following table provides details of the Company's income statement transactions with related party for the year ended December 31, 2024.

(In thousands of Euro)	**Year ended December 31, 2024**				
	Revenue	**Cost of revenue**	**Research and development**	**Selling, general and administrative**	**Finance income**
Technoprobe France S.a.s.	5,612	367	-	-	-
Technoprobe Asia Pte Ltd	63,160	1,665	203	33	6,813
Technoprobe America Inc.	77,474	4,547	907	5,872	27,460
Technoprobe Korea Co. Ltd	39,000	3,123	12	-	698
Technoprobe Japan KK	1,788	-	-	-	-
Technoprobe Taiwan Co. Ltd	127,532	2,776	5	-	-
Microfabrica Inc.	2	11,558	2,379	-	26
Technoprobe (Suzhou) Co Ltd	739	1,131	-	-	-
Technoprobe Germany Gmbh	-	-	-	1,306	-
Yee-Wei Co Ltd	48	4,849	231	-	5,139
Technoprobe US Holding LLC	2	4,928	176	-	202
DIS Tech Singapore, Pte, Ltd	10	-	-	-	9
DIS Tech America, LLC	38	-	-	-	22
DIS Tech Japan G.K.	63	133	-	-	4
DIS Tech Philippines, LLC	202	-	-	-	18
DIS Tech Taiwan, LLC	1,112	2,261	126	-	280
Device Interface Solutions Technology (Shanghai) Co.	567	-	-	-	-
Teradyne Group	391	180	224	1,512	-
Total	**317,741**	**37,518**	**4,263**	**8,723**	**40,641**

The following table provides details of the Company's income statement transactions with related party for the year ended December 31, 2023.

(In thousands of Euro)	**Year ended December 31, 2023**				
	Revenue	**Cost of revenue**	**Research and development**	**Selling, general and administrative**	**Finance income**
Technoprobe France S.a.s.	11,203	518	-	-	-
Technoprobe Asia Pte Ltd	48,328	2,334	75	142	-
Technoprobe America Inc.	99,896	373	61	3,500	31,306
Technoprobe Korea Co. Ltd	35,415	2,314	31	243	2,145
Technoprobe Japan KK	3,626	-	-	-	-
Technoprobe Taiwan Co. Ltd	73,872	2,718	-	57	-
Microfabrica Inc.	3	16,611	1,964	-	7,267
Technoprobe (Suzhou) Co Ltd	1,754	1,117	-	105	-
Technoprobe Germany Gmbh	-	-	-	1,147	-
Yee-Wei Co Ltd	18	3,551	453	-	1,194
Technoprobe US Holding LLC	2	2,673	107	-	-
Total	**274,117**	**32,209**	**2,691**	**5,194**	**41,912**

The Company's income statement transactions with related party include:

- revenue from *(i)* transfer pricing contract between the Company and Technoprobe Asia Pte Ltd, Technoprobe Korea Co. Ltd, Technoprobe Taiwan Co. Ltd, Technoprobe France S.a.S and Technoprobe Germany Gmbh; *(ii)* supply and services contract between the Company and Technoprobe Asia Pte Ltd, Technoprobe Korea Co. Ltd, Technoprobe America Inc; *(iii)* distribution and services contract between the Company and Technoprobe Taiwan Co. Ltd; and *(iv)* supply of components made by Technoprobe America Inc (after merging Microfabrica Inc.) to the Company;

- cost of revenue mainly attributable to the supply of components by Technoprobe America Inc (after merging Microfabrica Inc.) to the Company.
- financial income related to the dividends paid by Technoprobe Asia Pte Ltd, Technoprobe America Inc and Technoprobe Korea Co. Ltd, as well as the loan interests from Yee Wei Inc., Technoprobe US Holding, LLC and to the companies of the DIS Tech Group.

In addition to the statement of financial position and income statement transactions with related parties presented in the tables above, it should be noted that:

(In thousands of Euro)	Teradyne Group	Top management	Total	Total line item	Impact on the line item
Trade receivables					
As of December 31, 2024	189	-	***189***	157,566	*0.1%*
As of December 31, 2023	-		-	110,525	-
Trade payables					
As of December 31, 2024	1,787	-	***1,787***	47,737	*3.7%*
As of December 31, 2023	-	-	-	40,603	
Other current liabilities					
As of December 31, 2024	-	909	***909***	32,484	*2.8%*
As of December 31, 2023	-	990	***990***	27,004	*3.7%*
Other current assets					
As of December 31, 2024	1,274	-	***1,274***	18,104	*7.0%*
As of December 31, 2023	-	-	-	15,577	-

(In thousands of Euro)	Teradyne Group	Top management	Total	Total line item	Impact on the line item
Revenue					
As of December 31, 2024	391	-	***391***	392,904	*0.1%*
As of December 31, 2023			-	327,986	
Cost of revenue					
As of December 31, 2024	180	-	***180***	220,408	*0.1%*
As of December 31, 2023			-	184,858	
Research and development					
As of December 31, 2024	224	363	***588***	52,145	*1.1%*
As of December 31, 2023		94	***94***	49,588	*0.2%*
Selling, general and administrative					
As of December 31, 2024	1,512	2,216	***3,728***	51,412	*7.3%*
As of December 31, 2023		1,813	***1,813***	39,662	*4.6%*

Teradyne Group

Transactions with the Teradyne Group, a minority shareholder of the Company since May 27, 2024, are of a commercial nature and with reference to the purchase and sale of goods and services carried out by DIS Tech and financial with reference to the purchase price adjustment of DIS Tech.

Top Management

Top Management includes: the members of the Company's Board of Directors and the managers with strategic responsibilities identified in the following figures: (i) Chief Executive Officer (CEO); (ii) Chief Financial Officer (CFO); (iii) Chief Commercial Officer (CCO); and (iv) Chief Technology Officer (CTO).

10. OTHER INFORMATION

Compensation to directors and statutory auditors

Compensation to directors and statutory auditors for the years ended December 31, 2024 and 2023 amounted to Euro 2,396 thousand and Euro 2,503 thousand, respectively.

Fees due to independent auditors

Pursuant to applicable regulations, the total fees for the year ended December 31, 2024 for audit and non-audit services rendered by PricewaterhouseCoopers S.p.A. and entities both within and outside its network are shown below.

(In thousands of Euro)	**Service provider**	**Recipient**	**Fees**
Audit services	PricewaterhouseCoopers S.p.A.	Technoprobe S.p.A.	483
Non-audit services	PricewaterhouseCoopers S.p.A.	Technoprobe S.p.A.	155
	Network PricewaterhouseCoopers	Technoprobe S.p.A.	60

Disclosure on subsidies and public contributions

In compliance with the transparency and disclosure requirements provided for pursuant to law no. 124 of August 4, 2017 article 1 paragraphs 125-129 (as replaced by article 35 of decree-law no. 34 of April 30, 2019), we report that the Company has received grants, subsidies, advantages, contributions or aid, not of a general nature and without consideration, remuneration or compensation, from public administrations and/or parties assimilated to them for the amounts listed below:

(In thousands of Euro)	**Lending entity**	**Year ended December 31,**	
		2024	**2023**
Energy and gas credit	Italian State	-	380
Sanitation tax credit	Italian State	-	6

Commitments

The Company has not undertaken any commitments that have not been recognized in the statement of financial position, with the exception of commitments made with suppliers that amounted to Euro 36 million as of December 31, 2024.

Guarantees

As of December 31, 2024, the Company has not provided guarantees.

Contingent liabilities

The Company has not assumed any contingent liabilities that have not been recognized in the financial statements, with the exception of those described in Note 7.15 – ‘Provisions for liabilities and charges’.

11. SIGNIFICANT EVENTS OCCURRING AFTER THE END OF THE PERIOD

On 7 January 2025, T-PLUS S.p.A., the shareholder that holds Technoprobe S.p.A. by right, pursuant to the agreement made with Teradyne International Holdings B.V. and the related shareholders' agreements contained therein and signed on 7 November 2023, signed a binding agreement for the sale of Technoprobe shares, equal to 2.5% of the latter's share capital, Advantest Europe GmbH, a wholly owned subsidiary of Advantest Corporation, a leading company in the design and manufacture of automatic testing equipment (ATE). Following the sale of 2.5% of Technoprobe shares, T-PLUS will hold a 57.96% stake in the Company's share capital and 70.47% of the voting rights.

12. PROPOSAL FOR THE ALLOCATION OF PROFIT

This financial statement as of December 31, 2024 report a net profit of Euro 115,786,932, in relation to which we propose the following destination:

- for Euro 104,552 to the "Legal reserve";
- for Euro 14,855,852 to the "Reserve for unrealised exchange rate gains";
- for Euro 100,826,557 to the specific "Retained earnings" budget reserve.

The Company’s Board of Directors proposes that the Shareholders' Meeting approve the financial statements of Technoprobe S.p.A. for the year ended December 31, 2024, including the explanatory notes and the Directors’ report on operations, which show shareholder’s' equity of Euro 1,250,207,115 including profit for the year.

MANAGEMENT'S ATTESTATION TO THE SEPARATE FINANCIAL STATEMENTS

The undersigned Stefano Felici and Stefano Beretta in their capacity respectively as CEO and Manager in Charge of Company's Financial Reports of Technoprobe S.p.A., certify, also taking into account the provisions of the art. 154-bis, paragraphs 3 and 4, of Legislative Decree February 24 1998, n. 58:

- the adequacy in relation to the characteristics of the company and
- the effective application of the administrative and accounting procedures for the preparation of the Separate Financial Statements as of December 31, 2024.

No significant aspects emerged in this regard.

It is also certified that the Separate Financial Statements as of December 31, 2024:

- are drawn up in compliance with the applicable international accounting standards recognized in the European Community pursuant to Regulation (EC) no. 1606/2002 of the European Parliament and of the Council of July 19, 2002;
- corresponds to the results of the accounting books and records;
- is suitable for providing a true and correct representation of the equity, economic and financial situation of the issuer.

Cernusco Lombardone, March 24, 2025

Technoprobe SpA

Stefano Felici	**Stefano Beretta**
(Chief Executive Officer)	(Manager in Charge of Company's Financial Reports)

INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITOR'S REPORT
IN ACCORDANCE WITH ARTICLE 14 OF LEGISLATIVE DECREE N° 39 OF 27 JANUARY 2010, AND ARTICLE 10 OF REGULATION (EU) N° 537/2014

TECHNOPROBE SPA

FINANCIAL STATEMENTS AS OF 31 DECEMBER 2024

pwc

Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010 and article 10 of Regulation (EU) No. 537/2014

To the shareholders of Technoprobe SpA

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Technoprobe SpA (the Company), which comprise the statement of financial position as of 31 December 2024, the income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and explanatory notes to the financial statements, including material accounting policy information.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as of 31 December 2024, and of the result of its operations and cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of this report. We are independent of the Company pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

PricewaterhouseCoopers SpA

Sede legale: **Milano** 20145 Piazza Tre Torri 2 Tel. 02 77851 Fax 02 7785240 Capitale Sociale Euro 6.890.000,00 i.v. C.F. e P.IVA e Reg. Imprese Milano Monza Brianza Lodi 12979880155 Iscritta al n° 119644 del Registro dei Revisori Legali - Altri Uffici: **Ancona** 60131 Via Sandro Totti 1 Tel. 071 2132311 - **Bari** 70122 Via Abate Gimma 72 Tel. 080 5640211 - **Bergamo** 24121 Largo Belotti 5 Tel. 035 229691 - **Bologna** 40124 Via Luigi Carlo Farini 12 Tel. 051 6186211 - **Brescia** 25121 Viale Duca d'Aosta 28 Tel. 030 3697501 - **Catania** 95129 Corso Italia 302 Tel. 095 7532311 - **Firenze** 50121 Viale Gramsci 15 Tel. 055 2482811 - **Genova** 16121 Piazza Piccapietra 9 Tel. 010 29041 - **Napoli** 80121 Via dei Mille 16 Tel. 081 36181 - **Padova** 35138 Via Vicenza 4 Tel. 049 873481 - **Palermo** 90141 Via Marchese Ugo 60 Tel. 091 349737 - **Parma** 43121 Viale Tanara 20/A Tel. 0521 275911 - **Pescara** 65127 Piazza Ettore Troilo 8 Tel. 085 4545711 - **Roma** 00154 Largo Fochetti 29 Tel. 06 570251 - **Torino** 10122 Corso Palestro 10 Tel. 011 556771 - **Trento** 38122 Viale della Costituzione 33 Tel. 0461 237004 - **Treviso** 31100 Viale Felissent 90 Tel. 0422 696911 - **Trieste** 34125 Via Cesare Battisti 18 Tel. 040 3480781 - **Udine** 33100 Via Poscolle 43 Tel. 0432 25789 - **Varese** 21100 Via Albuzzi 43 Tel. 0332 285039 - **Verona** 37135 Via Francia 21/C Tel. 045 8263001 - **Vicenza** 36100 Piazza Pontelandolfo 9 Tel. 0444 393311

www.pwc.com/it

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
Inventories valuation *Explanatory notes: 2.4 Accounting Principles and Evaluation Criteria, 7.7 Inventories* As of 31 December 2024, the inventories of raw materials, work-in-progress, and finished products recorded in the Company's separate financial statements of the issuer amount to €105 million, which is 8% of total assets, and are presented net of an allowance for impairment of €30 million. In accordance with the IFRS, inventories are recognized and measured at the lower of cost and net realizable value. The cost of inventories includes all purchase costs, transformation costs, and other costs incurred to bring the inventories to their current location and condition. In compliance with IAS 2, the weighted average cost method is used to determine the cost of inventories. When the net realizable value is lower than the cost, the excess is immediately written down in the income statement. The valuation of inventories represents an estimate characterized by complexity and uncertainty, requiring a high degree of judgment from management and may be influenced by both exogenous and endogenous factors. The industry in which the Company operates is characterized by rapid and significant technological changes, the continuous introduction of new products and services, evolving industry standards, and changing customer needs and preferences. For the reasons outlined above, we have considered the valuation of inventories a key aspect of the audit.	The audit procedures included, among others, the following: • updating our understanding and evaluating of the Company's internal control system in relation to the inventory business process; • performing test of details and analytical procedures summarized below: – performing analytical procedures to understand fluctuations in inventories; – verifying the existence of quantities on hand as of 31 December 2024, in the owned warehouse through a sample physical count and obtaining confirmations of inventory from external custodians; – for a sample of inventory codes, verifying the correct application of the methodology adopted for determining the cost, through analysis of the supporting documentation, interviews with management as well as through the recalculation of the production or purchase cost; – for a sample of inventory codes, verifying the reasonableness of the net realizable value and the assumptions underlying the estimate of the inventory impairment allowances through discussions with the relevant business functions and gathering and verifying supporting documents, as well as comparing with historical data; - analyzing the movement of inventories in the period following the fiscal year closing date in order to

pwc

Key Audit Matters	*Auditing procedures performed in response to key audit matters*
	corroborate the assumptions adopted on the basis of the estimate of the provisions for inventory write-downs; - assessing the completeness and adequacy of the information provided in the financial statement's disclosure relating to inventories.

Responsibilities of the Directors and the Board of Statutory Auditors for the Financial Statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and adopted by the European Union, as well as with the regulations issued to implement article 9 of Legislative Decree No. 38/05 and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

The directors are responsible for assessing the Company's ability to continue as a going concern and, in preparing the financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern. In preparing the financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised our professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- We evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

We also provided those charged with governance with a statement that we complied with the regulations and standards on ethics and independence applicable under Italian law and communicated with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate the related risks, or safeguards applied.

From the matters communicated with those charged with governance, we determined those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We described these matters in our auditor's report.

Additional Disclosures required by Article 10 of Regulation (EU) No 537/2014

On 6 April 2023, the shareholders of Technoprobe SpA in general meeting engaged us to perform the statutory audit of the Company's and consolidated financial statements for the years ending 31 December 2023 to 31 December 2031.

We declare that we did not provide any prohibited non-audit services referred to in article 5, paragraph 1, of Regulation (EU) No. 537/2014 and that we remained independent of the Company in conducting the statutory audit.

We confirm that the opinion on the financial statements expressed in this report is consistent with the additional report to the board of statutory auditors, in its capacity as audit committee, prepared pursuant to article 11 of the aforementioned Regulation.

Report on Compliance with other Laws and Regulations

Opinion on compliance with the provisions of Commission Delegated Regulation (EU) 2019/815

The directors of Technoprobe SpA are responsible for the application of the provisions of Commission Delegated Regulation (EU) 2019/815 concerning regulatory technical standards on the specification of a single electronic reporting format (ESEF - European Single Electronic Format) (hereinafter, the "Commission Delegated Regulation") to the financial statements as of 31 December 2024, to be included in the annual report.

We have performed the procedures specified in auditing standard (SA Italia) No. 700B in order to express an opinion on the compliance of the financial statements with the provisions of the Commission Delegated Regulation.

In our opinion, the financial statements as of 31 December 2024 have been prepared in XHTML format in compliance with the provisions of the Commission Delegated Regulation.

Opinions and statement in accordance with article 14, paragraph 2, letters e), e-bis) and e-ter) of Legislative Decree No. 39/10 and with article 123-bis, paragraph 4, of Legislative Decree No. 58/98

The directors of Technoprobe SpA are responsible for preparing a report on operations and a report on the corporate governance and ownership structure of Technoprobe SpA as of 31 December 2024, including their consistency with the relevant financial statements and their compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to:

- express an opinion on the consistency of the report on operations and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98, with the financial statements;
- express an opinion on the compliance with the law of the report on operations and of the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98;
- issue a statement on material misstatements, if any, in the report on operations and in the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98.

In our opinion, the report on operations and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98 are consistent with the financial statements of Technoprobe SpA as of 31 December 2024.

Moreover, in our opinion, the report on operations and the specific information included in the report on corporate governance and ownership structure referred to in article 123-bis, paragraph 4, of Legislative Decree No. 58/98 are prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e-ter), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

PricewaterhouseCoopers SpA

Signed by

Francesco Ferrara
(Partner)

Milan, 8 April 2025

As disclosed by the Directors, the accompanying financial statements of Technoprobe S.p.A. constitute a non-official version which is not compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815. This independent auditor's report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.

STATUTORY BOARD OF AUDITORS' REPORT

TECHNOPROBE SpA

Head of office at Cernusco Lombardone (LC),

Via Cavalieri di Vittorio Veneto n. 2

Share capital: Euro 6,532,608.70 iv

Company Register of Como-Lecco registration number and Tax Identification n. 02272540135

Economic Administrative Index- LC – 283619

* * *

REPORT OF THE BOARD OF STATUTORY AUDITORS

TO THE SHAREHOLDERS' MEETING

In accordance with Article 153 of Legislative Decree 24 February 1998, n. 58

Shareholders,

This report, which was prepared in accordance with article 153 of Legislative Decree no. 58/1998 (hereinafter also "TUF"), relates to the activities of the Board of Statutory Auditors (the "Board") of Technoprobe SpA (hereinafter "Technoprobe" or also the "Company") for the year ending 31 December 2024.

The Board of Auditors, in its current composition, was appointed by the Shareholders' Meeting of 24 April 2024 and will remain in office until the approval of the financial statements at 31 December 2026.

During the 2024 financial year, starting from its appointment, the Board of Statutory Auditors performed its duties in accordance with the Italian Civil Code, the TUF, the guidelines issued by Consob in its communication no. 1025564 of 6 April 2001 as emended, Legislative Decree no. 39/2010 as emended, the statutory provisions and the provisions issued by the Supervisory Authorities. It also took into account the Corporate Governance Code for listed companies published in 2020 by the Corporate Governance Committee, compliance with which was confirmed by the Company (the "Corporate Governance Code"), as well as the rules of conduct for the board of statutory auditors of listed companies laid down by the Italian National Council of Accountants and Tax Consultants, most recently updated in December 2024 (the "Rules of Conduct").

The Board of Statutory Auditors has also complied with the regulations applicable to entities of public interest in accordance to art. 16 of Legislative Decree no. 39/2010, such as Technoprobe as a listed company, in its capacity as the "Committee for Internal Control and Accoutns Auditing", by performing

1

additional specific control and monitoring duties with regard to financial and sustain reporting, as provided for in article 19 of the Legislative Decree no. 39/2010, as amended by Legislative Decree no. 125/2024 enacting Directive 2022/2464/EU ("CSRD").

The Board of Statutory Auditors now reports on its activities during 2024 and provides the relevant information in accordance with the applicable provisions.

1. Activities of the Board of Statutory Auditors during the year ending 31 December 2024

The Board of Statutory Auditors performed its activities by holding 17 meetings in 2024 financial year, from the date of its appointment.The previously appointed Board of Statutory Auditors held 2 meetings from 1 January 2024 to 24 April 2024. The Board also attended 12 meetings of the Board of Directors (of which 3 attended by the Board in the previous composition), and was present, either through all of its members or or through its chairman and/or another auditor:

- at 10 meetings of the Control, Risk and Sustainability Committee (CCRS), of which 5 meetings were held jointly with the Board of Statutory Auditors;
- at no. 8 meetings of the Nominations and Remuneration Committee (CNR);
- to n.5 meetings of the Related Parties Committee (CPC).

As part of its control activity, the Board, among other things:

- oversaw compliance with the laws, the company bylaws and the industry regulations;
- oversaw compliance with the principles of sound administration;
- oversaw the adequacy of the Company's organizational structure for the aspects within its capabilities, the internal control and administrative-accounting system, as well as the reliability of the latter in representing operations accurately;
- oversaw the methods to implement the Corporate Governance Code;
- checked that the criteria and verification procedures used by the Board to assess the independence requirements for directors have been properly applied;
- checked that the Board of Directors' policy on related-parties transactions conformed to the principles of Consob Resolution no. 17221 of 12 March 2010, as emended, and oversaw compliance with the policy;
- oversaw the adoption of remuneration policies that are subject to approval by the shareholders' meeting.

2

Furthermore, the Board of Statutory Auditors:

- met the Supervisory Body set up in accordance with Legislative Decree 231/2001 for the purpose of exchanging of information. In this regard, the Board took note of the expiry of the mandate of the Supervisory Board on 28 October 2024 and the appointment of a new Supervisory Body on 11 February 2025 upon resolution of the Board of Directors;
- held meetings with the competent bodies of the Holding for the construction of adequate information flows with foreign subsidiaries;
- held meetings and obtained information, also by attending the meetings of the CCRS, from the Financial Reporting Officer also appointed to certify sustainability reporting, and from the Head of the Internal Audit and the heads of other company departments involved from time to time in the Board's supervisory activities;
- in the context of the relationship between the supervisory body and auditor in accordance with the third paragraph of art. 150 of the TUF and in light of the Board of Statutory Auditors' powers as the Internal Control and Accounts Auditing Committee pursuant to art. 19 of Legislative Decree 39/2010, held specific and periodic meetings basis with the appointed auditors, PricewaterhouseCoopers SpA ("PWC"), to exchange information and data relevant to their respective duties.

  PWC was appointed by the Shareholders' Meeting on 6 April 2023, in accordance with art. 17 of Legislative Decree 39/2010, to perform the statutory audit of the financial statements and consolidated financial statements of Technoprobe SpA (including the verification of the proper keeping of accounts and the correct recording of management events in the accounting records) for the nine-year period 2023-2031.

  The Shareholders' Meeting also granted PWC, at the meeting of 20 December 2024 for a period of 3 years, from 2024 to 2026, the task of certifying the conformity of the consolidated sustainability reporting, pursuant to Legislative Decree 6 September 2024, n. 125 following a reasoned opinion issued on 19 November 2024 by the Board of Statutory Auditors.

  The Board also met with PWC also in its capacity as the entity in charge of certifying sustainability reporting pursuant to Legislative Decree 125/2024.

2. Transaction of major economic, financial and patrimonial significance. Other notable events.

3

2.1. Activities carried of the Board

The Board of Statutory Auditors oversaw the Company's compliance with the law, the Company bylaws and the principles of sound administration, with particular reference to operations that were significant in terms of economic, financial and equity perspective, by regularly attending the meetings of the Board of Directors, the Internal Board Committees and by examining the documents provided.

In this regard, the Board of Statutory Auditors received information from the Chief Executive Officer and the Board of Directors on the activities carried out and on the most significant economic, financial and asset operations resolved and implemented by the Company, including through directly or indirectly controlled companies; that information is represented in the Board od Directors' Report, to which reference is made.

On the basis of the information made available to the Board, it can reasonably be considered that these operations were carried out in accordance with the law, the company bylaws, and the principles of sound administration, and that they were not manifestly imprudent, reckles nor did they conflict with the resolutions passed by the shareholders' meeting, nor would they compromise the integrity of the company's assets.

2.2 Significant events

Information about the significant events involving the Company and the Group in 2024 is contained in the Annual Report and in the Corporate Governance and Ownership Structure. These events include, in particular:

(i) On 24 April 2024, the Ordinary Shareholders' Meeting of the Company resolved to authorise the purchase of ordinary shares of Technoprobe SpA up to a maximum number not exceeding 1% of the share capital of the Company in order, among other things, to provide itself with a portfolio of own shares to be used consistently with the strategic lines of the Company - in the context of any extraordinary transactions - and to be allocated to service stock option plans, stock grants or in any case stock incentive plans.

(ii) On May 27, 2024, the Company finalized the acquisition from Teradyne Inc. ("Teradyne") of the Device Interface Solutions division ("DIS Tech") specialized in the design and production of Device Interface Boards. Concurrently with the acquisition of DIS Tech, Teradyne, through a wholly-owned subsidiary (Teradyne International Holdings BV), completed the acquisition of a 10% stake in Technoprobe.

4

(iii) On August 9, 2024, the Boards of Directors of Technoprobe America Inc. and Microfabrica Inc., wholly-owned companies, approved the plan for the merger of Microfabrica Inc. into Technoprobe America Inc.. The merger was effective as of October 1, 2024.

(iv) On 10 October 2024, the Board of Directors of Technoprobe SpA approved the plan for the merger by incorporation of the wholly-owned subsidiary DIS Tech Italia Srl into Technoprobe SpA; on 24 December 2024, the merger deed was signed.

(v) On November 25, 2024, the Boards of Directors of DIS Tech America LLC and Harbor Electronics Inc. approved the plan for the merger by incorporation of DIS Tech America LLC (a company wholly owned by Technoprobe SpA) into Harbor Electronics Inc, (a company owned by Technoprobe US Holding LLC, in turn directly controlled by Technoprobe SpA). Harbor Electronics Inc., following the merger, was renamed DIS Tech America Inc.

3. Related-party and intragroup transactions. Atypical and/or unusual operations

As required by Consob Regulation 17221/2010 as emended and by art. 2391-bis of the Italian Civil Code, the Company has a "Procedure for the regulation of transactions with related parties" ("RPC Procedure"), last updated on 21 March 2023.

The Board of Statutory Auditors consider that the procedure meets the requirements of Consob Regulation 17221/2010, in its current form: during the year, the Board of Statutory Auditors oversaw the Company's compliance with it.

The Annual Report, which includes the Board of Directors' Report, the Consolidated Financial Statements and the 2024 Separate Financial Statements of Technoprobe, contains information about the income-related and equity effects of related parties transactions, and also describes the main relationships.

In 2024, no operations classified as "major" under the Related Parties Procedure, were brought to the attention of the Related Party Transactions Committee.

No related party transactions were executed on an urgent basis.

The Board of Statutory Auditors judged as adequate the information given by the Board of Directors in 2024 Annual Report of the Company in relation to intragroup and related party transactions.

As far as the Board of Statutory Auditors is aware, during the financial year 2024, no atypical and/or unusual transactions were carried out.

4. Oversight of the adequacy of the organizational structure. Organisational structure of the Company and Group, relations with subsidiaries.

The Board of Statutory Auditors gained knowledge on and oversaw, within the scope of its capacities, the adequacy of the organizational structure of the Company through the information obtained from the Board of Directors, the Chief Executive Officer and the heads of corporate functions, as well as through information flows from the sbusidiaries through the parent company functions.

The organisational structure of the Company and of the Group, and the related developments have been described in detail in the Report on Corporate Governance and Ownership Structure.

The Company's organisational structure includes the duties and responsibilities of the Company's functions, the hierarchical and functional relations between them and the coordination arrangements.

The Board of Statutory Auditors oversaw the overall adequacy of the organisational structure of the Company and the Group and also monitored the process of the setting and granting authorities.

Within the scope of its supervisory activity, the Board of Statutory Auditors further met with the Supervisory Body, which was set up pursuant to Legislative Decree 231/2001, and whose task is to oversee the functioning and observance of the231 Model adopted in accordance with Legislative Decree 39/2010 (so-called Model 231) and of the Corporate Code of Conduct. It also obtained information about the organizational and procedural activities carried out pursuant to Legislative Decree 231/2001.

The Board of Statutory Auditors oversaw the adequacy of the instructions given by the Company to its subsidiaries pursuant to art. 114, paragraph 2, of the TUF in order to duly obtain the information required to fulfil the discosure obligations provided for by law and by Regulation (EU) no. 596/2014.

In addition, in accordance with art. 151 TUF, the Board of Statutory Auditors started exchanges with the Chairman, the Chief Executive Officer, and the heads of the main corporate functions regarding the functioning of the corporate activity of the main subsidiaries in order to verify the adequacy of the organizational structure.

5. Oversight of the adequacy of the internal control and risk management system, and of the administration and accounting system; monitoring of the financial reporting and sustainability reporting process.

5.1 Internal control and risk management system

The Report on Corporate Governance and Ownership Structure describes the main characteristics of the system for internal control and risk management.

The internal control and risk management system ("SCIGR") is the set of rules, procedures and organisational structures which operates to allow the effective functioning of the Company and the Group and in order to identify, manage and monitor the main risks to which they are exposed. The SCIGR is an integrated system that involves the whole of the organisational structure; the bodies of the Company and its departments, including the control functions, are required to make a coordinated and interdependent contribution to the functioning of this system.

The Chief Executive Officer oversees the organizational, administrative and accounting structure so that the internal control and risk management system is adequate for the nature and size of the Company and reports to the Board and specifically to the Control, Risk and Sustainability Committee. The Chief Executive Officer himself is responsible for establishing and maintaining the SCIGR, thus holding the role of "Director in charge of the internal control and risk management system" pursuant to the Corporate Governance Code. It should be noted that, also pursuant to the Corporate Governance Code and the internal governance rules, the Board of Directors expresses its overall assessment of the adequacy of the SCIGR system, having consulted the Control, Risk and Sustainability Committee at least on the occasion of the approval of the Annual and Half-Yearly Financial Report, on the activity carried out and on the adequacy of the internal control and risk management system.

The Board of Statutory Auditors oversaw the adequacy of the SCIGR adopted by the Company and the Group, and checked that it functioned correctly. In particular, the Board of Statutory Auditors:

(i) noted the adequacy rating given by the Board of Directors in relation to the SCIGR, after consulting the CCRS; in this regard, refer to the Report on Corporate Governance and Ownership Structure;

(ii) examined the semi-annual report of the CCRS provided to assist the Board of Directors;

7

(iii) examined the documents summarising the assessment of the adequacy and effecacy of the internal control and risk management system prepared by the Internal Audit Function;

(iv) attended all the meetings of the CCRS, sometimes in joint sessions, also obtaining information about any project that the Committee considered appropriate to arrange or request in response of specific issues;

(v) obtained knowledge of the trend in the organisational structures and activities performed by the Internal Audit Function;

(vi) examined the report on the activity of the Internal Audit Function which was brought to the attention of the CCRS and the Board of Directors;

(vii) verified the autonomy, independence and functionality of the Internal Audit Function, as well as implemented and maintained an adequate and constant connection with it;

(viii) examined the Audit Plan prepared by the Internal Audit Function and approved by the Board of Directors, observed compliance with the same and received information flows on the audit outcomes and the actual implementation of the related mitigation initiatives and corrective actions. In this regard, the Board paid particular attention to the definitive implementation of all remedial actions carried out following the fraud suffered by the subsidiary Technoprobe America Inc. in November 2023 and mainly concerning the strengthening of the treasury and procurement procedure;

(ix) discussed the results of the auditing firm's work also with reference to the report issued by the latter pursuant to art.11of EU Regulation 537/2014;

(x) maintained dialogue with the Financial Market Supervisory Authority (Consob);

(xi) noted the evolution of the structure of the procedures adopted by the Group.

Ultimately, with regard to the adequacy and effectiveness of the internal control and risk management system - having also taken note of the assessments expressed in the 2024 annual report of the Internal Audit function and the considerations of the Chief Executive Officer as the person in charge of the internal control system and of the Manager in charge - the Company believes that there is substantial protection of the risks inherent in the company processes and therefore, as represented in the Report on Corporate Governance and Ownership Structure, it has deemed the Internal Control and Risk Management System adequate and effective with respect to the characteristics of the company and the risk profile

8

assumed.

At the initiative of this Board and of the Control, Risk and Sustainability Committee, given the importance of a constant evolution of the internal control and risk management system and in line with the current significant growth of the Company and the Group, various projects were launched during 2024 aimed on the one hand at verifying the level of maturity of the current SCIGR (Maturity Assessment) and identifying any evolutionary scenarios of the same - in line with the reference best practices - and, on the other, at carrying out a complete reconnaissance exercise of the risk factors to which the Company is exposed and of their evaluation and prioritization (Risk Assessment), on the basis of appropriately updated models and tools.

Furthermore, starting from the second half of 2023, the Company has undertaken a process of complete renewal of its Enterprise Resource Planning ("ERP") system, adopting the "SAP S/4 HANA" cloud solution, later renamed the digital transformation project. This project is aimed at ensuring greater automation and integration of applications to support the management of the main business processes and information and accounting flows - including the legacy systems currently in use in the production area, which will be replaced by a single Manufacturing Execution System (MES) software, natively interfaced with SAP S/4 HANA. To date, there are no significant delays in the implementation of the project, which is expected to be completed by 2026.

This project, starting from the SAP S/4 HANA cloud solution, will be progressively extended to the Group in relation to the assessments of the specific needs and characteristics of each subsidiary.

In light of all the above, taking into account the circumstance that the SCIGR is a constantly evolving system, from the analyses carried out and on the basis of the information acquired, no elements emerged that could lead this Board to consider the internal control and risk management system of the Company as inadequate, as a whole.

5.2 Administratiation and accounting system, and the financial reporting process

With regard to the accounting and administration system and the financial reporting process, the Board of Statutory Auditors oversaw the adequacy of mentioned system and its ability to report operations accurately.

The Board of Statutory Auditors performed its oversight activity by, inter alia, examing the reports of Financial Reporting Officer.

The Report on Corporate Governance and Ownership Structure describe the main characteristics of the system.

The Board of Statutory Auditors held periodic meetings with the managers of the independent auditors for the legally required exchange of information. Discussions with the above managers to exchange information relevant to the performance of our respective duties pursuant to art. 150, paragraph 3, TUF, did not reveal any issue that would require a mention in this report.

At the meeting of 3 April 2025, the Board of Statutory Auditors received from the PWC partner responsible for the audit, an illustration of the contents of the Additional Report prepared by the said audit firm pursuant to art. 11 of EU Regulation 537/2014, issued today, and noted that it does not reveal any significant shortcomings in the internal control system in relation to the financial reporting process, except for the recommendation to complete the implementation process of the group's automated management application system (digital transformation), illustrated in the previous paragraph, also in order to reduce the degree of manual work in preparing financial information useful to directors for carrying out their activities and for making operational and strategic decisions for the Group. With regard to this recommendation, the company reported that there is a progressive consolidation of the administrative and accounting procedures that will be completed with the completion of the digital transformation process. The contents of the Report were discussed and examined in depth during the periodic exchanges of information between the Board of Statutory Auditors and the auditing firm.

5.3 Sustainability reporting process

The Board of Statutory Auditors recalls that, starting from the financial year 2024, pursuant to Legislative Decree 125/2024 trasporting the CSRD, the Company is required to prepare and include the Sustainability Reporting ("Sustainability Reporting") in a special section of the Board of Directors' Report.

As provided for in art. 10, paragraph 1, Legislative Decree 125/2024, the Board of Statutory Auditors, within the framwork of performing the functions assigned to it by the regulations, monitored compliance with the provisions of Legislative Decree 125/2024.

10

In particular, it monitored compliance with the provisions governing the preparation and publication of Sustainability Reporting, also taking into account the provisions of EU Regulation 2020/852 (the so-called Taxonomy Regulation).
The Board of Auditors also supervised the process of producing the information included in the Sustainability Report.
As part of its supervisory activities, including by attending meetings of the Board of Directors and the Board Committees, the Board of Statutory Auditors noted that during 2024, the Company, with the support of an external consultant, worked on the development of an internal control system in the area of sustainability (in compliance with the indications of the European Sustainability Reporting Standards ("ESRS") prepared by EFRAG and issued by the European Commission with Delegated Regulation (EU) 2023/2772).
The project involved the definition of the governance model of the Internal Control System in the sustainability field and identified the processes, roles and responsibilities, the operating model, the support tools, the information flows and the coordination methods between the Sustainability Function, recently established within Technoprobe, and the other company functions involved in the sustainability information collection process.
Starting from 2025, the Internal Audit Function will carry out independent testing of the internal control system in the sustainability area, in line with what has been done on financial reporting.
The Board of Statutory Auditors verified the approval of the Sustainability Report by the Board of Directors on 24 March 2025.
On 8 April 2025, PWC issued the Report on the limited examination of the Consolidated Sustainability Report pursuant to art. 14-bis of Legislative Decree 39/2010. The contents of which confirms the information exchanged in previous discussions.
In that report, PWC attested that, on the basis of its work, nothing had come to its attention that would lead it to consider that the Consolidated Sustainability Reporting at 31 December 2024 had not been drafted, in all its material aspects, in accordance with the ESRS and that the information on the Taxonomy had not been drafted, in all material aspects, in compliance with Article 8 of the Taxonomy Regulation.
The Board of Statutory Auditors observed, in turn, that on the basis of its it had not receveid any indications of any elements of non-conformity to the regulatory provisions on sustainability reporting.

11

6. Legal auditing of the accounts

6.1 Activities of the Board of Statutory Auditors in the 2024 financial year

In accordance with article 19 of Legislative Decree no. 39/2010, the Board of Statutory Auditors, in its capacity as the "Internal Control and Accounts Auditing Committee" performed the required oversight ot the work of the External Auditing Firm within the limits required by the applicable regulations.

During the year, the Board held meetings with the managers of the external auding firm as required by article 150, paragraph 3, of the TUF. In the context of its supervisory role pursuant to article 19 of Legislative Decree 39/2010, the Board of Statutory Auditors acquired information from PWC with reference to the planning and execution of the audit activity. During the meetings, appropriate exchanges of data and information relevant to the performance of their respective duties were carried out and no issue which requires a mention in this report was raised.

On 8 April 2025, the auditing firm issued the reports pursuant to art. 14 of Legislative Decree 39/2010 and art. 10 of Regulation (EU) 537/2014 for the separate financial statements and for the consolidated financial report to 31 December 2024. The content of the reports confirms the information exchanged in previous discussions.

In particular, the external auditing firm, in its reports:

– gave an opinion which indicates that the separate and the consolidated financial statements of Technoprobe provide a true and accurate representation of the financial and equity situation of Technoprobe and the Group to 31 December 2024, and of the profit and cash flows for the year ending on that date in accordance with the International Financial Reporting Standards adopted by the European Union, and with the provisions issued in implementation of article 9 of Legislative Decree 38/05;
– issued an opinion on the conformity of the separate and consolidated financial statements with the provisions of Regulation (EU) 2019/815 ("ESEF Regulation"), stating the following: "*some information contained in the notes to the consolidated financial statements, when extracted from the XHTML format into an XBRL file, may not be reproduced identically to the corresponding information presented in the consolidated financial statements in XHTML format due to certain technical limitations*".
– issued a declaration of consistency on the Board of Directors' Report (which accompanies the annual financial statements and the consolidated financial

statements as of 31 December 2024) and of certain specific information contained in the Report on Corporate Governance and Ownership Structures indicated in article 123-bis, paragraph 4, of the TUF, with the annual and consolidated financial statements;

- issued a declaration of consistency which shows that the Board of Directors' Report accompanying the financial statements and the consolidated financial statements as of 31 December 2024, excluding the section on sustainability reporting, and the specific information in the Report on Corporate Governance and Ownership Structures indicated in art. 123-bis, paragraph 4, of the TUF, was prepared in accordance with the provisions of law;
- issued a declaration on the conformity to the law of the Board of Directors' Report, excluding the section on sustainability reporting, and of some specific information in the Report on Corporate Governance and Ownership Structures indicated in article 123-bis, paragraph 4, TUF;
- declared that they had nothing to report, in terms of any significant errors in the Board of Directors' Report, on the basis of their knowledge and understanding of the company and its context acquired during in the course of the audit activity.

After attending the meetings of the CCRS, which were attended by the Financial Reporting Officer and the managers of the indipendent auditors, the Board of Statutory Auditors, has no observations to make as to the proper use of accounting standards or their consistent use in the preparation of the consolidated financial report.

On 8 April 2025, the External Auditing Firm also gave to the Board of Statutory Auditors a supplementary Report as required by article 11 of Regulation (EU) no. 537/2014. In an annex to that Report, the external auditing firm also gave the Board of Statutory Auditors a declaration on independence, as required by article 6 of Regulation (EU) no. 537/2014, which did not reveal any situations that could compromise independence. In acocrdance with the provisions of article 19, paragraph 1, letter a), of Legislative Decree 39/2010, the Board duly sent the supplementary Report to the Board of Directors, without making any observations.

In accordance with article 19, paragraph 1, letter e), of Legislative Decree no. 39/2010, the Board of Statutory Auditors, again in its role as Internal Control and Accounts Auditing Committee, verified and monitored the independence of the auditing firm. In conducting these audits, no situations were found that could

13

compromise the independence of the auditing firm, nor were there any causes of incompatibility, within the meaining of the applicable regulations. This has also been confirmed by the declaration given by PWC under article 6, paragraph 2, letter a) of EU Regulation 537/2014.

6.2 Activities of the Board of Statutory Auditors with reference to non-audit services

During 2024, in accordance with the provisions of article 19, paragraph 1, letter e), of Legislative Decree no. 39/2010 and article 5, paragraph 4, of EU Regulation 537/2014, the Board of Statutory Auditors, in its role as the Internal Control and Auccounts Auditing Committee, pre-reviewed the proposals submitted for its attention regarding the conferral of non-audit services to the Auditing firm or to companies in its network.

In its assessments, the Board of Statutory Auditors verified that these services were compatible with the prohibitions imposed in Article 5 of EU Regulation 537/2014, and also the absence of potential risks to the auditors' independence deriving from the provision of non-audit services, in view of the provisions of Legislative Decree no. 39/2010 (Articles 10 et seq.), in the Issuers' Regulation (Article 149-bis et seq.) and the "Code of professional ethics, confidentiality and professional secrecy, as well as independence and objectivity of persons authorized to perform the legal auditing of accounts" published on 30 March 2023 and adopted by decision of the Sate General Accounting Office of the Ministry of Economy and Finance dated 23 March 2023.

Where the legal requirements were met, the Board approved the conferral of the service to PWC or to other companies in its network.

The fees paid for the non-audit services provided to the Company and its subsidiaries in the 2024, by the Exteranl Auditing Firm or by other companies in its network, have been itemised, with details of audit services, attestation and other services, in paragraph 11 of the Notes to the consolidated accounts, to which please refer.

7. Adoption of the Corporate Governance Code. Composition of the Board of Directors. Remuneration. Board Self Assessment.

The Company has adopted the Corporate Governance Code.

14

The Board of Statutory Auditors has assessed the way in which Technoprobe has implemented the provisions of the Corporate Governance Code, in the terms illustrated in the Report on Corporate Governance and Ownership Structure, and has no having observations to make in that regard.

The Board of Statutory Auditors notes that the Board of Directors has assessed the function, size and composition of the Board and of its Committees in accordance with article 4 of the Corporate Governance Code. The Board self-assessment process is described in the Report on Corporate Governance and Ownership Structure, to which please to refer.

The process and results of the Board's self-assessment for the 2024 financial year were presented, discussed and agreed by the Board of Directors at the Board meeting of 24 March 2025 which was attended by the Board of Statutory Auditors.

The Board of Statutory Auditors has verified the correct application of the process and criteria used by the Board of Directors to evaluate the independence of the directors qualified as "independent".

In line with the recommendations of Standard Q.1.7 of the Rules of Conduct of the Board of Statutory Auditors of Listed Companies prepared by the CNDCEC, the Board of Statutory Auditors, with reference to the 2024 financial year, also conducted its own self-assessment with regard to its composition and functioning, as well as issued declarations about the compliance with independence, honorability and professionalism requirements required by the applicable regulatory and legislative framework, and discussed and shared the results of the meeting held on 20 March 2025.

Through the predominantly total participation of its members in all the meetings of the CNR and CCRS, meetings sometimes held jointly between the Board and the latter Committee, the Board of Statutory Auditors has verified the corporate procedures that led to the definition of the Company's remuneration policies, with particular reference to the remuneration and incentive criteria of the heads of the Control Functions and of the Financial Reporting Officer.

8. Opinions given by the Board of Statutory Auditors during the year.

On 26 January 2024, the Board of Statutory Auditors previously in office, pursuant to the Corporate Governance Code (Article 6, Recommendation 33, letter c.), gave its favourable opinion on the approval of the Audit Plan for 2024.

This Board of Statutory Auditors gave its favourable opinion:

- on 24 April 2024, on the specific item on the agenda of the Board of Directors, on the appointment of the CFO, Dr. Stefano Beretta, as Manager responsible for preparing accounting and corporate documents pursuant to art. 154-bis of the TUF;

- on 14 May 2024, in relation to the proposal, pursuant to art. 2389 3rd paragraph of the Italian Civil Code, on the remuneration of directors holding particular positions;
- on 27 May 2024 in relation to the proposal for co-optation of a director pursuant to art. 2386 of the Italian Civil Code;
- on 19 November 2024 with a reasoned opinion on the assignment of the task of certifying the conformity of sustainability reporting to the company PWC;
- In accordance with the Audit Plan for 2025, approved by the Board of Directors on 11 February 2025.

9. Complaints pursuant to art. 2408 of the Italian Civil Code. Any omissions, reprehensible facts or irregularities found.

The Board of Statutory Auditors did not receive any complaints under Artcile 2408 of the Italian Civil Code during the 2024 financial year and in the first months of the 2025.

During the course of the activity performed, and on the basis of the information obtained, no omissions, reprehensible events, irregularities or any other significant circumstances have emerged that would require reporting to the Supervisory Authorities or mention in this Report.

*****

Referring to all the considerations made in this Report, the Board of Statutory Auditors, taking into account the specific duties of the External Auditing Firm with regard to the control of accounting and verification of the reliability of the financial statements, has no observations to make to the Shareholders' Meeting pursuant to Article 153 of the TUF regarding approval of the Financial Statements for the year ended 31 December 2024, accompanied by the Management Report as presented by the Board of Directors and the proposed allocation of profit as made by the Board.

***

Cernusco Lombardone, April 8, 2025

BOARD OF STATUTORY AUDITORS

Nadia Fontana

Edward Columbus

Diana Rizzo

TECHNOPROBE