

Esprinet Group



Interim management statement as at 31 March 2022

Approved by the Board of Directors on 10 May 2022

Parent Company:

Esprinet S.p.A.

VAT no.: IT 02999990969

Companies' Register of Milan, Monza and Brianza, Lodi and Tax Number: 05091320159 R.E.A.
(economic and administrative index) 1158694

Registered Office and Administrative HQ: Via Energy Park, 20 - 20871 Vimercate (MB)

Subscribed and paid-in share capital as at 31/03/2022: Euro 7,860,651

www.esprinet.com - info@esprinet.com

Company Officers

Board of Directors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2023)

Chairman	Maurizio Rota	
Deputy Chairman	Marco Monti	
Chief Executive Officer	Alessandro Cattani	(CSC)
Director	Chiara Mauri	(InD) (CSC)
Director	Angelo Miglietta	(InD) (RNC) (CRC)
Director	Lorenza Morandini	(InD) (CSC)
Director	Emanuela Prandelli	(InD) (RNC)
Director	Renata Maria Ricotti	(InD) (RNC) (CRC)
Director	Angela Sanarico	(InD) (CRC)
Secretary	Manfredi Vianini Tolomei	Studio Chiomenti

Key:

InD: Independent Director

CRC: Member of the Control and Risks Committee

RNC: Member of the Remuneration and Nomination Committee

CSC: Member of the Competitiveness and Sustainability Committee

Board of Statutory Auditors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2023)

Chairman	Maurizio Dallochio
Standing auditor	Maria Luisa Mosconi
Standing auditor	Silvia Muzi
Alternate auditor	Vieri Chimenti
Alternate auditor	Riccardo Garbagnati

Independent Auditors:

(Mandate expiring with approval of the financial statements for the year ending 31 December 2027)

PricewaterhouseCoopers S.p.A.

Waiver of obligation to provide information on extraordinary transactions

Pursuant to Article 70, paragraph 8, and Article 71, paragraph 1-bis, of the Issuers' Regulation issued by CONSOB, on 21 December 2012 the Board of Directors of Esprinet S.p.A. resolved to make use of the right to waive the obligation to publish the information documents stipulated for significant transactions relating to mergers, demergers, increases in capital by the contribution of goods in kind, acquisitions and transfers.

CONTENTS

Company Officers	page	2
1 Notes on financial performance for the period	page	4
2 Contents and format of the interim management statement	page	5
2.1 Consolidation policies, accounting principles and valuation criteria		
2.2 General information about the Esprinet Group		
2.3 Scope of consolidation		
2.4 Principal assumptions, estimates and roundings		
2.5 Amendments of accounting standards		
3 Consolidated income statement and notes	page	8
3.1 Consolidated income statement		
3.2 Consolidated statement of comprehensive income		
3.3 Notes on financial performance of the Group		
3.4 Notes to consolidated income statement items		
Sales		
- Sales by geographical area		
- Sales by products and services		
- Sales as 'Principal' or 'Agent'		
- Sales by product family and customer type		
Gross Profit		
Operating costs		
Reclassification by nature of some categories of operating costs		
- Labour costs and number of employees		
- Amortisation, depreciation, write-downs and accruals for risks		
Financial income and expense		
Taxes		
Net income and earnings per share		
4 Consolidated statement of financial position and notes	page	23
4.1 Consolidated statement of financial position		
4.2 Notes to the most significant statement of financial position items		
4.2.1 Gross investments		
4.2.2 Net financial position and covenants		
4.2.3 Goodwill		
5 Consolidated statement of changes in shareholders' equity	page	27
6 Consolidated statement of cash flows	page	28
7 Relationships with related parties	page	29
8 Segment information	page	30
8.1 Introduction		
8.2 Segment results		
9 Atypical and/or unusual operations	page	34
10 Significant non-recurring events and operations	page	34
11 Significant events occurring in the period	page	34
12 Subsequent events	page	34
13 Declaration of the manager responsible for preparing the accounting documents	page	36

1. Notes on financial performance for the period

(euro/000)	notes	Q1 2022	%	Q1 2021*	%	% var.
						22/21
Profit & Loss						
Sales from contracts with customers		1,139,435	100.0%	1,166,038	100.0%	-2%
Gross profit		57,297	5.0%	55,893	4.8%	3%
EBITDA	(1)	19,734	1.7%	20,298	1.7%	-3%
Operating income (EBIT)		15,617	1.4%	16,546	1.4%	-6%
Profit before income tax		13,779	1.2%	14,088	1.2%	-2%
Net income		10,074	0.9%	10,208	0.9%	-1%
Financial data						
Cash flow	(2)	14,191		13,960		
Gross investments		3,457		2,677		
Net working capital	(3)	263,425		(63,728)		
Operating net working capital	(4)	257,748		(75,832)		
Fixed assets	(5)	245,706		245,222		
Net capital employed	(6)	485,946		158,941		
Net equity		396,708		386,118		
Tangible net equity	(7)	286,084		275,390		
Net financial debt	(8)	89,238		(227,177)		
Main indicators						
Net financial debt / Net equity		0.2		(0.6)		
Net financial debt / Tangible net equity		0.3		(0.8)		
EBIT / Finance costs - net		8.5		6.7		
EBITDA / Finance costs - net		10.7		8.3		
Net financial debt/ EBITDA	(9)	1.1		(3.1)		
ROCE	(10)	15.2%		19.7%		
Operational data						
N. of employees at end-period		1,747		1,661		
Average number of employees	(11)	1,734		1,630		
Earnings per share (euro)						
- Basic		0.20		0.21		-5%
- Diluted		0.20		0.20		0%

(*) Financial data indicators are calculated on 31 December 2021 figures.

⁽¹⁾ EBITDA is equal to the operating profit (EBIT) gross of amortisation, depreciation and write-downs.

⁽²⁾ Sum of consolidated net profit and amortisation/depreciation.

⁽³⁾ Sum of current assets, non-current assets held for sale and current liabilities, gross of net current financial payables.

⁽⁴⁾ Sum of trade receivables, inventory and trade payables.

⁽⁵⁾ Equal to non-current assets net of non-current derivative financial assets.

⁽⁶⁾ Equal to invested capital as at period end, calculated as the sum of net working capital plus fixed assets net of non-current non-financial liabilities.

⁽⁷⁾ Equal to shareholders' equity less goodwill and intangible assets.

⁽⁸⁾ Sum of financial payables, financial liabilities for leasing, cash and cash equivalents, assets/liabilities for derivative instruments and financial receivables from factoring companies.

⁽⁹⁾ 12-month rolling EBITDA.

⁽¹⁰⁾ Calculated as the ratio of (i) EBIT, net of non-recurring items, the effects of IFRS 16 and taxes calculated at the effective tax rate of the latest issued consolidated financial statements, to (ii) average invested capital (calculated as the sum of net working capital and fixed capital) at the closing date of the period under review and the four previous quarters.

⁽¹¹⁾ Calculated as the average of opening balance and closing balance of consolidated companies.

The economic and financial results of this period and of the relative periods of comparison have been measured by applying the International Financial Reporting Standards ('IFRSs'), adopted by the EU in force in the reference period.

In the chart above, in addition to the conventional economic and financial indicators laid down by IFRSs, some 'alternative performance indicators', although not defined by the IFRSs, are presented. These 'alternative performance indicators', consistently presented in previous periodic Group reports, are not intended to substitute IFRSs' indicators; they are used internally by the management for measuring and controlling the Group's profitability, performance, capital structure and financial position since they are considered particularly significant.

As required by the ESMA/2015/1415 Guidelines issued by ESMA (European Securities and Market Authority) under Art. 16 of the ESMA Regulation, updating the previous recommendation CESR/05-178b of the CESR (Committee of European Securities Regulators) and adopted by CONSOB with Communication No. 0092543 of 03/12/2015, the basis of calculation adopted is defined below the table.

2. Contents and format of the interim management statement

2.1 Consolidation policies, accounting principles and valuation criteria

The ordinary shares of Esprinet S.p.A. (ticker: PRT.MI) have been listed on the STAR Milan (Euronext STAR Milan) segment of the EXM (Euronext Milan) market of the Italian Stock Exchange since 27 July 2001.

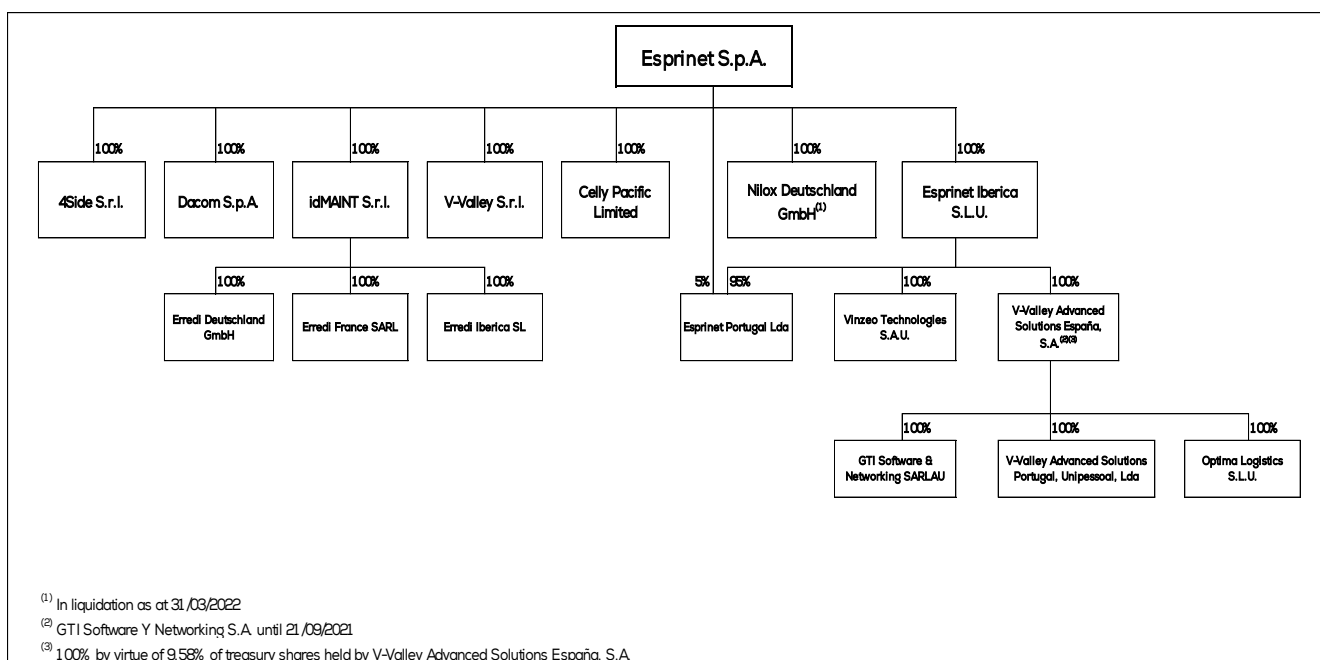
Due to this admission, the interim management statement as at 31 March 2022, non-audited, has been drawn up as per Article 2.2.3, paragraph 3 a) "Regulation of the markets organised and managed by Borsa Italiana S.p.A." (so-called "Stock Market Regulation") as provided for by Art. 154-ter, paragraph 5, of Italian Legislative Decree No. 58/1998 (T.U.F. - Finance Consolidation Act).

Financial data presented in this document result from the application of the same accounting principles (IFRSs - International Financial Reporting Standards), consolidation principles and methods, valuation criteria, conventional definitions and accounting estimates used in previous consolidated financial statements for interim and annual periods, unless otherwise indicated.

In compliance with CONSOB Communication No. DEM/8041082 of 30 April 2008 ('Quarterly reporting by listed issuers with Italy as their Member State of origin') the financial data in this document are comparable with those shown in previous periodic reports and are in line with the financial statements published in the annual report as at 31 December 2021 to which reference should be made for all the explanatory notes to the annual report.

2.2 General information about the Esprinet Group

The structure of the Esprinet Group as at 31 March 2022 is as follows:



From a legal standpoint, the parent company Esprinet S.p.A. was founded in September 2000 following the merger of two leading Italian distributors, Comprel S.p.A. and Celomax S.p.A.

The Esprinet Group later assumed its current composition as a result of the carve-out of micro-electronic components from the parent company and of various business combinations and establishment of new companies.

This report will refer to the 'Italian Subgroup' and the 'Iberian Subgroup'.

At period end, the Italian Subgroup includes not only the parent company Esprinet S.p.A., but also the companies it directly controls, V-Valley S.r.l., Celly Pacific LTD., Nilox Deutschland GmbH (in liquidation since 16 September 2019), 4Side S.r.l., Dacom S.p.A. and idMAINT S.r.l.

For the purposes of the representation under the Italian Subgroup, the subsidiary idMAINT S.r.l. is also understood to include its wholly-owned subsidiaries Erredi Deutschland GmbH, Erredi France SARL, Erredi Iberica S.L. (collectively the "idMAINT Group"), merely companies for procuring sales in service of Dacom S.p.A.

At the same date, the Iberian Subgroup is instead made up of the Spanish operating sub-holding Esprinet Iberica S.L.U. and its subsidiaries Esprinet Portugal Lda, Vinzeo Technologies S.A.U. and V-Valley Advanced Solutions España, S.A. (formerly GTI Software Y Networking S.A.). For the purposes of representation within the Iberian Subgroup, the subsidiary V-Valley Advanced Solutions España, S.A. is understood to also include its wholly-owned subsidiaries V-Valley Advanced Solutions Portugal Unipessoal Lda, GTI Software & Networking SARLAU, Optima Logistics S.L.U.

Esprinet S.p.A. has its legal and administrative headquarters in Vimercate, Italy (Monza and Brianza) and has its own logistic sites in Cambiago (Milan) and Cavenago (Monza and Brianza).

Esprinet S.p.A. uses the services provided by Intesa Sanpaolo S.p.A. for specialist activities.

2.3 Scope of consolidation

The consolidated financial statements are prepared on the basis of the interim accounts of the parent company and its direct and/or indirect subsidiaries or associated companies, approved by their respective Boards of Directors¹.

Wherever necessary, the interim accounts of subsidiaries have been suitably adjusted to ensure consistency with the accounting principles used by the parent company, and all relate to financial years with same closing date as the Parent Company.

The table below lists companies included in the scope of consolidation as at 31 March 2022, all consolidated on a line-by-line basis.

¹ With the exception of Celly Pacific LTD, Erredi Deutschland GmbH, Erredi France SARL, Erredi Iberica S.L. as they do not have said Body.

Name	Registered office	Share capital (euro) *	Group share	Shareholder	Share held
Parent Company:					
Esprinet S.p.A.	Vimercate (MB)	7,860,651			
Direct subsidiaries:					
Celly Pacific LTD	Hong Kong (China)	935	100.00%	Esprinet S.p.A.	100.00%
Esprinet Iberica S.L.U.	Saragozza (Spain)	55,203,010	100.00%	Esprinet S.p.A.	100.00%
Nilox Deutschland GmbH	Düsseldorf (Germany)	400,000	100.00%	Esprinet S.p.A.	100.00%
V-Valley S.r.l.	Vimercate (MB)	20,000	100.00%	Esprinet S.p.A.	100.00%
Dacom S.p.A.	Milan (MI)	3,600,000	100.00%	Esprinet S.p.A.	100.00%
idMAINT S.r.l.	Milan (MI)	42,000	100.00%	Esprinet S.p.A.	100.00%
4Side S.r.l.	Legnano (MI)	100,000	100.00%	Esprinet S.p.A.	100.00%
Indirect subsidiaries:					
Esprinet Portugal Lda	Porto (Portugal)	2,500,000	100.00%	Esprinet Iberica S.L.U. Esprinet S.p.A.	95.00% 5.00%
Vinzeo Technologies S.A.U.	Madrid (Spain)	30,704,180	100.00%	Esprinet Iberica S.L.U.	100.00%
Erredi Deutschland GmbH	Eschborn (Germany)	50,000	100.00%	idMAINT S.r.l.	100.00%
Erredi France SARL	Roissy-en-France (France)	50,000	100.00%	idMAINT S.r.l.	100.00%
Erredi Iberica S.L.	Santa Coloma de Cervellò (Spain)	5,000	100.00%	idMAINT S.r.l.	100.00%
V-Valley Advanced Solutions España, S.A. **	Madrid (Spain)	1,202,000	100.00%	Esprinet Iberica S.L.U. V-Valley Advanced Solutions	90.42%
Optima Logistics S.L.U.	Madrid (Spain)	3,005	100.00%	España, S.A.	100.00%
V-Valley Advanced Solutions Portugal, Unipessoal, Lda	Sacavém (Portugal)	10,000	100.00%	V-Valley Advanced Solutions España, S.A.	100.00%
GTI Software & Networking SARLAU	Casablanca (Morocco)	707,252	100.00%	V-Valley Advanced Solutions España, S.A.	100.00%

^(*) Share capital values, with reference to the companies publishing financial statements in a currency other than euro, are displayed at historical value.

^(**) 100% by virtue of 9.58% of treasury shares held by V-Valley Advanced Solutions España, S.A.

There were no changes in the scope of consolidation with respect to both 31 March 2021 and 31 December 2021.

By contrast, in relation to the individual companies, although with no impact on the overall scope, compared to 31 March 2021, note should be taken of the mergers by incorporation of V-Valley Iberian S.L.U. in V-Valley Advanced Solutions España S.A. (formerly GTI Software Y Networking S.A.) and of Celly S.p.A. in Esprinet S.p.A. resulting in the latter obtaining direct control of the investment in Celly Pacific Limited.

2.4 Principal assumptions, estimates and rounding

Within the scope of preparing these interim consolidated financial statements, several estimates and assumptions have been made on the values of sales, costs, assets and liabilities in the financial statements and on the information relating to potential assets and liabilities at the date of the interim financial statements. Unless otherwise stated, they have been consistently applied to all the years presented.

If these estimates and assumptions, which are based on the best valuation by the management, should differ from actual circumstances in the future, they will be suitably amended during the period in which those circumstances arise.

A detailed description of the assumptions and estimates adopted can be found in the Notes to the Consolidated Financial Statements of the Esprinet Group as at 31 December 2021, to which reference is made.

In this interim period, as permitted by IAS 34, income taxes were calculated based on the best estimate of the tax burden expected for the entire financial year. On the contrary, in the annual consolidated financial statement, current taxes have been calculated specifically based on the tax rates in force at the closing date of the financial statements.

Prepaid and deferred taxes have been instead estimated based on the tax rates expected to be in force at the time when the relevant assets or liabilities will be realised or settled.

Figures in this document are expressed in thousands of euro, unless otherwise indicated.

Furthermore, in some cases the tables might have some inaccuracies due to the rounding-up to thousands.

2.5 Amendments of accounting standards

No changes in the critical accounting estimates regarding previous periods, pursuant to IAS 8, have been made in this interim management statement.

3. Consolidated income statement and notes

3.1 Consolidated income statement

Below is the consolidated income statement, showing sales by 'function' in accordance with the IFRSs, along with the additional information required under CONSOB Resolution No. 15519 of 27 July 2006:

(euro/000)	Notes	Q1 2022	non-recurring	related parties*	Q1 2021	non-recurring	related parties*
Sales from contracts with customers	33	1,139,435	-	14	1,166,038	-	3
Cost of sales		(1,082,138)	-	-	(1,110,145)	-	-
Gross Profit	35	57,297	-		55,893	-	
Sales and marketing costs	37	(17,780)	-	-	(16,092)	-	-
Overheads and administrative costs	38	(24,113)	-	1	(23,235)	-	1
(Impairment loss)/reversal of financial assets	39	213	-		(20)	-	
Operating income (EBIT)		15,617	-		16,546	-	
Financial income/(expense)	42	(1,838)	-	-	(2,458)	-	-
Profit before income taxes		13,779	-		14,088	-	
Taxes	45	(3,705)	-	-	(3,880)	-	-
Net income		10,074	-		10,208	-	
- of which attributable to non-controlling interests		-			(25)		
- of which attributable to Group		10,074	-		10,233	-	
Earnings per share - basic (euro)	46	0.20			0.21		
Earnings per share - diluted (euro)	46	0.20			0.20		

⁽¹⁾ Emoluments to key managers excluded.

3.2 Consolidated statement of comprehensive income

(euro/000)	Q1 2022	Q1 2021
Net income	10,074	10,208
<i>Other comprehensive income to be reclassified in the consolidated income statement:</i>		
- Changes in 'translation adjustment' reserve	(12)	16
<i>Other comprehensive income not to be reclassified in the consolidated income statement:</i>		
- Changes in 'TFR' equity reserve	8	177
- Taxes on changes in 'TFR' equity reserve	(2)	(42)
Other comprehensive income	(6)	151
Total profit/(loss) for the period	10,068	10,359
- of which attributable to Group	10,068	10,379
- of which attributable to non-controlling interests	-	(20)

3.3 Notes on financial performance of the Group

MAIN CONSOLIDATED RESULTS AS AT 31 MARCH 2022

The Group's main results as at 31 March 2022 are hereby summarised:

(€/000)	Q1 2022	Q1 2021	% Var.
Sales from contracts with customers	1,139,435	1,166,038	-2%
Cost of goods sold excl. factoring/securitisation	1,080,934	1,108,970	-3%
Financial cost of factoring/securitisation ⁽¹⁾	909	934	-3%
Gross Profit⁽²⁾	57,592	56,134	3%
<i>Gross Profit %</i>	<i>5.05%</i>	<i>4.81%</i>	
Personnel costs	22,322	20,862	7%
Other operating costs	15,536	14,974	4%
EBITDA adjusted⁽³⁾	19,734	20,298	-3%
<i>EBITDA adjusted %</i>	<i>1.73%</i>	<i>1.74%</i>	
Depreciation and amortisation	1,364	1,136	20%
IFRS 16 Right of Use depreciation	2,753	2,616	5%
Goodwill impairment	-	-	n/s
EBIT adjusted⁽³⁾	15,617	16,546	-6%
<i>EBIT adjusted %</i>	<i>1.37%</i>	<i>1.42%</i>	
Non recurring costs	-	-	n/s
EBIT	15,617	16,546	-6%
<i>EBIT %</i>	<i>1.37%</i>	<i>1.42%</i>	
IFRS 16 interest expenses on leases	802	791	1%
Other financial (income) expenses	639	593	8%
Foreign exchange (gains) losses	397	1,074	-63%
Profit before income taxes	13,779	14,088	-2%
Income taxes	3,705	3,880	-5%
Net income	10,074	10,208	-1%
- of which attributable to non-controlling interests	-	(25)	-100%
- of which attributable to the Group	10,074	10,233	-2%

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

Sales from contracts with customers stood at 1,139.4 million euro, a decrease of -2% compared to 1,166.0 million euro in Q1 2021.

Gross profit amounted to 57.6 million euro, marking an increase of +3% compared to 56.1 million euro recorded in the first quarter of 2021, due to the improvement in the percentage margin, which increased from 4.81% to 5.05%, thanks also to the greater incidence of high profit margin business lines in line with the Group's strategy.

Adjusted EBITDA, which coincides with EBITDA given that no non-recurring costs were recorded in the two periods being compared, amounted to 19.7 million euro, marking a decrease of -3% compared to 20.3 million euro in Q1 2021, also due to a greater incidence of operating and structure costs,

mainly as a result of the trends linked to personnel flows. The incidence on sales is substantially in line, dropping to 1.73% from 1.74% in the first quarter of 2021.

Adjusted EBIT, which coincides with EBIT, amounted to 15.6 million euro, marking a further slight decrease compared to EBITDA, due in particular to the amortisation of the Customer list that emerged as part of the Purchase Price Allocation relating to the acquisition of the former GTI Group. The incidence on sales fell to 1.37%, compared to 1.42% in Q1 2021.

Profit before income taxes amounted to 13.8 million euro, -2% compared to 14.1 million euro in Q1 2021.

Net income, equal to 10.1 million euro, is in line with the result of the first quarter of 2021 (10.2 million euro).

The net income attributable to Group in the first quarter of 2022 coincides with the net income as there are no more non-controlling interests compared to the first quarter of 2021.

The Group's main equity and financial results as at 31 March 2022 are hereby summarised:

(euro/000)	31/03/2022	31/12/2021
Fixed assets	245,706	245,222
Operating net working capital	257,748	(75,832)
Other current assets/liabilities	5,677	12,104
Other non-current assets/liabilities	(23,185)	(22,553)
Total uses	485,946	158,941
Short-term financial liabilities	79,279	55,195
Lease liabilities	9,875	9,829
Current financial (assets)/liabilities for derivatives	-	2
Financial receivables from factoring companies	(3,044)	(3,128)
Current debts for investments in subsidiaries	1,015	1,854
Other current financial receivables	(10,425)	(9,857)
Cash and cash equivalents	(188,778)	(491,471)
Net current financial debt	(112,078)	(437,576)
Borrowings	99,896	106,531
Lease liabilities	100,705	102,253
Non - current debts for investments in subsidiaries	715	1,615
Net financial debt (A)	89,238	(227,177)
Net equity (B)	396,708	386,118
Total sources of funds (C=A+B)	485,946	158,941

Net Invested Capital as at 31 March 2022 amounted to 485.9 million euro and was financed by:

- shareholders' equity, amounting to 396.7 million euro (386.1 million euro as at 31 December 2021);
- negative net financial position of 89.2 million euro, an unusual inversion with respect to 31 December 2021 (positive for 227.2 million euro) but down slightly compared to 31 March 2021 (negative for 71.6 million euro).

The value of the exact net financial position as at 31 March is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring, confirming and securitisation) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net

financial indebtedness noted during the period. The aforementioned factoring and securitisation programmes, which define the complete transfer of risks and benefits to the assignees and therefore involve the derecognition of receivables from the statement of financial position assets in compliance with IFRS 9, determine an overall effect on the level of consolidated net financial payables as at 31 March 2022 of 461.8 million euro (561.0 million euro as at 31 December 2021 and 353.6 million euro as at 31 March 2021).

Equity and financial indicators confirm the strength of the Group.

MAIN CONSOLIDATED RESULTS BY GEOGRAPHICAL AREA

Subgroup Italy

The Subgroup Italy's main economic results as at 31 March 2022 are hereby summarised:

(€/000)	Q1 2022	Q1 2021	% Var.
Sales from contracts with customers	708,570	752,387	-6%
Cost of goods sold excl. factoring/securitisation	671,446	715,166	-6%
Financial cost of factoring/securitisation ⁽¹⁾	521	553	-6%
Gross Profit⁽²⁾	36,603	36,668	0%
<i>Gross Profit %</i>	<i>5.17%</i>	<i>4.87%</i>	
Personnel costs	13,998	13,333	5%
Other operating costs	11,925	11,520	4%
EBITDA adjusted⁽³⁾	10,680	11,815	-10%
<i>EBITDA adjusted %</i>	<i>1.51%</i>	<i>1.57%</i>	
Depreciation and amortisation	886	836	6%
IFRS 16 Right of Use depreciation	2,052	1,886	9%
Goodwill impairment	-	-	n/s
EBIT adjusted⁽³⁾	7,742	9,093	-15%
<i>EBIT adjusted %</i>	<i>1.09%</i>	<i>1.21%</i>	
Non recurring costs	-	-	n/s
EBIT	7,742	9,093	-15%
<i>EBIT %</i>	<i>1.09%</i>	<i>1.21%</i>	

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

Sales from contracts with customers stood at 708.6 million euro, a decrease of -6% compared to 752.4 million euro in Q1 2021.

Gross profit came to 36.6 million euro, essentially in line with the 36.7 million euro recorded in Q1 2021, and with an incidence on sales up to 5.17% due to the greater weight of the sales of high profit margin business lines.

Adjusted EBITDA, which coincides with EBITDA given that no non-recurring costs were recorded in the two periods being compared, amounted to 10.7 million euro, marking a decrease of -10% compared to 11.8 million euro in Q1 2021, down compared to the gross profit due to a greater incidence of operating and structure costs.

Adjusted EBIT, equal to EBIT, amounted to 7.7 million euro, showing a decrease of -15% compared to the corresponding quarter of 2021, more marked than the reduction in EBITDA due to higher amortisation of rights of use of assets in relation to the expansion of warehouses in Italy carried out at the end of the first quarter of 2021. The incidence on sales decreased to 1.09% from 1.21% in Q1 2021.

The Subgroup Italy's main equity and financial results as at 31 March 2022 are hereby summarised:

(euro/000)	31/03/2022	31/12/2021
Fixed assets	199,870	199,337
Operating net working capital	102,786	(61,426)
Other current assets/liabilities	22,882	30,725
Other non-current assets/liabilities	(10,922)	(10,800)
Total uses	314,616	157,836
Short-term financial liabilities	34,839	33,950
Lease liabilities	7,152	7,184
Current debts for investments in subsidiaries	1,015	1,854
Financial receivables from factoring companies	(3,044)	(3,128)
Financial (assets)/liab. from/to Group companies	(40,000)	(40,000)
Other current financial receivables	(10,425)	(9,857)
Cash and cash equivalents	(97,677)	(253,463)
Net current financial debt	(108,140)	(263,460)
Borrowings	46,973	48,515
Lease liabilities	81,633	82,931
Non - current debts for investments in subsidiaries	715	1,615
Net Financial debt (A)	21,181	(130,399)
Net equity (B)	293,435	288,235
Total sources of funds (C=A+B)	314,616	157,836

The net financial position was a negative 21.2 million euro, marking a reversal of the liquidity surplus of 130.4 million euro as at 31 December 2021, but shows an improvement with respect to the net indebtedness of 45.1 million euro recorded as at 31 March 2021.

The value of the exact net financial position as at 31 March is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring, confirming and securitisation) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net financial indebtedness noted during the quarter.

The aforementioned programmes for the factoring and securitisation of trade receivables, which define the complete transfer of risks and benefits to assignees and therefore allow the derecognition from balance sheet assets, determine an overall effect on the level of consolidated net financial payables as at 31 March of 285.5 million euro (319.6 million euro as at 31 December 2021 and 211.5 million euro as at 31 March 2021).

Subgroup Spain

The Subgroup Spain's main economic results as at 31 March 2022 are hereby summarised:

(€/000)	Q1 2022	Q1 2021	% Var.
Sales from contracts with customers	440,655	423,541	4%
Cost of goods sold excl. factoring/securitisation	419,323	403,687	4%
Financial cost of factoring/securitisation ⁽¹⁾	388	381	2%
Gross Profit⁽²⁾	20,944	19,473	8%
<i>Gross Profit %</i>	<i>4.75%</i>	<i>4.60%</i>	
Personnel costs	8,325	7,530	11%
Other operating costs	3,692	3,567	4%
EBITDA adjusted⁽³⁾	8,927	8,376	7%
<i>EBITDA adjusted %</i>	<i>2.03%</i>	<i>1.98%</i>	
Depreciation and amortisation	403	194	>100%
IFRS 16 Right of Use depreciation	701	730	-4%
Goodwill impairment	-	-	n/s
EBIT adjusted⁽³⁾	7,823	7,452	5%
<i>EBIT adjusted %</i>	<i>1.78%</i>	<i>1.76%</i>	
Non recurring costs	-	-	n/s
EBIT	7,823	7,452	5%
<i>EBIT %</i>	<i>1.78%</i>	<i>1.76%</i>	

⁽¹⁾ Cash discounts for 'non-recourse' advances of trade receivables as part of revolving factoring, confirming and securitisation programmes.

⁽²⁾ Gross of amortisation/depreciation that, by function, would be included in the cost of sales.

⁽³⁾ Adjusted given gross of non-recurring items.

Sales from contracts with customers stood at 440.7 million euro, an increase of +4% compared with 423.5 million euro in the first quarter of 2021.

Gross profit amounted to 20.9 million euro, an improvement of +8% compared to 19.5 million euro recorded in Q1 2021, due to both higher sales realised and the improvement in the percentage margin from 4.60% to 4.75%.

Adjusted EBITDA, which coincides with EBITDA given that no non-recurring costs were recorded in the two periods being compared, amounted to 8.9 million euro, marking an increase of +7% compared to 8.4 million euro in Q1 2021, due to the improvement in gross profit and despite the greater incidence of operating and structure costs.

Adjusted EBIT, which is the equivalent of EBIT, amounted to 7.8 million euro, marking an increase of +5% compared to the first quarter of 2021, down slightly on the improvement in EBITDA mainly due to the amortisation of the Customer list that emerged as part of the Purchase Price Allocation carried out in September 2021 in relation to the acquisition of the former GTI Group. The incidence on sales rose to 1.78% from 1.76% in Q1 2021.

The Subgroup Spain's main financial and equity results as at 31 March 2022 are hereby summarised:

(euro/000)	31/03/2022	31/12/2021
Fixed assets	120,488	120,490
Operating net working capital	155,164	(14,151)
Other current assets/liabilities	(17,205)	(18,622)
Other non-current assets/liabilities	(12,263)	(11,753)
Total uses	246,184	75,964
Short-term financial liabilities	44,440	21,245
Lease liabilities	2,723	2,645
Current financial (assets)/liabilities for derivatives	-	2
Financial (assets)/liab. from/to Group companies	40,000	40,000
Cash and cash equivalents	(91,101)	(238,008)
Net current financial debt	(3,938)	(174,116)
Borrowings	52,923	58,016
Lease liabilities	19,072	19,322
Net Financial debt (A)	68,057	(96,778)
Net equity (B)	178,127	172,742
Total sources of funds (C=A+B)	246,184	75,964

The net financial position was a negative 68.1 million euro, marking a decrease compared to both the liquidity surplus of 96.8 million euro as at 31 December 2021, and the net indebtedness of 26.5 million euro recorded as at 31 March 2021.

The value of the exact net financial position as at 31 March is influenced by technical factors like the seasonality of the business, the trend in 'non-recourse' factoring of trade receivables (factoring and confirming) and the trend in the behavioural models of customers and suppliers in the different periods of the year. Therefore, it is not representative of the average levels of net financial indebtedness noted during the quarter.

The aforementioned programmes for the factoring and confirming of trade receivables, which define the complete transfer of risks and benefits to assignees and therefore allow the derecognition from statement of financial position assets, determine an overall effect on the level of consolidated net financial payables as at 31 March of 176.3 million euro (241.4 million euro as at 31 December 2021 and 142.1 million euro as at 31 March 2021).

3.4 Notes to consolidated income statement items

In this section the paragraph numbers refer to the corresponding 'Notes' in the consolidated income statement.

33) Sales

The following provides a breakdown of the Group's sales performance during the period.

Sales by geographic area

(euro/million)	Q1 2022	%	Q1 2021	%	% Var.
Italy	690.4	60.6%	732.6	62.8%	-6%
Spain	415.9	36.5%	405.5	34.8%	3%
Portugal	23.0	2.0%	17.0	1.5%	35%
Other EU countries	6.4	0.6%	6.8	0.6%	-6%
Extra EU countries	3.7	0.3%	4.1	0.4%	-10%
Sales from contracts with clients	1,139.4	100.0%	1,166.0	100.0%	-2%

In the first three months of 2022, the Group recorded sales in Italy of 690.4 million euro (-6%) in a market that, according to Context data, fell by 5%, in particular due to the negative performance of sales in the consumer area. In Spain, the Group recorded sales of 415.9 million euro, +3% compared to the first three months of 2021, outperforming a market, which declined by 2%. Portugal, with sales of 23.0 million euro and growth of 35%, consolidated its share in a market, which reported an increase of +11%.

Sales by products and services

(euro/million)	Q1 2022	%	Q1 2021	%	Var.	% Var.
Product sales	694.5	61.0%	739.2	63.4%	(44.7)	-6%
Services sales	4.2	0.4%	3.3	0.3%	0.9	27%
Sales - Subgroup Italy	698.7	61.3%	742.5	63.7%	(43.8)	-6%
Product sales	439.6	38.6%	423.0	36.3%	16.6	4%
Services sales	1.1	0.1%	0.5	0.0%	0.6	120%
Sales - Subgroup Spain	440.7	38.7%	423.5	36.3%	17.2	4%
Sales from contracts with customers	1,139.4	100.0%	1,166.0	100.0%	(26.6)	-2%

Sales as 'Principal' or 'Agent'

In accordance with the IFRS 15 accounting standard, the Esprinet Group identified the distribution of the hardware and software products, the distribution of its own-brand products and the provision of non-intermediated services as the activities in which its role requires it to represent the sales as 'principal'. Conversely, the distribution of cloud software and the brokerage of services were detected as business lines to be disclosed as 'agent'.

The following table illustrates this distinction:

(euro/million)	Q1 2022	%	Q1 2021	%	Var.	% Var.
Sales from contracts with customers as 'principal'	1,135.8	99.7%	1,162.9	99.7%	(27.1)	-2%
Sales from contracts with customers as 'agent'	3.6	0.3%	3.1	0.3%	0.5	16%
Sales from contracts with customers	1,139.4	100.0%	1,166.0	100.0%	(26.6)	-2%

Sales by product family and customer type

(euro/million)	Q1 2022	%	Q1 2021	%	Var.	% Var.
PC (notebook, tablet, desktop, monitor)	401.0	35.2%	458.0	39.3%	(57.0)	-12%
Printing devices and supplies	91.6	8.0%	110.9	9.5%	(19.3)	-17%
Other IT products	86.7	7.6%	86.7	7.4%	-	0%
Total IT Clients	579.3	50.8%	655.6	56.2%	(76.3)	-12%
Smartphones	311.9	27.4%	291.9	25.0%	20.0	7%
White goods	22.7	2.0%	12.9	1.1%	9.8	76%
Gaming hardware and software	5.9	0.5%	4.0	0.3%	1.9	48%
Other consumer electronics products	63.8	5.6%	33.9	2.9%	29.9	88%
Total Consumer Electronics	404.3	35.5%	342.7	29.4%	61.6	18%
Hardware (networking, storage, server & others)	155.8	13.7%	125.9	10.8%	29.9	24%
Software, Services, Cloud	67.5	5.9%	81.6	7.0%	(14.1)	-17%
Total Advanced Solutions	223.3	19.6%	207.5	17.8%	15.8	8%
Adjustments	(67.5)	-5.9%	(39.8)	-3.4%	(27.7)	70%
Sales from contracts with customers	1,139.4	100.0%	1,166.0	100.0%	(26.6)	-2%

In the first three months of 2022, the *IT Clients* segment recorded a decrease of -12% for the Group, due to the performance of PCs (-12%) and Printers and Consumables (-17%). According to Context data, in the first quarter of 2022, the *IT Clients* segment reported a decrease of 11%, where PCs, due in particular to weak demand in the consumer area, recorded a decline of -16% and Printing posted a decrease of -5%, still suffering from product shortage problems.

By contrast, the Group recorded an increase of 18% in the *Consumer Electronics* segment, thanks to the contribution from Smartphones (+7%), Other Products (+88%), whose perimeter also includes Televisions, Household Appliances (+76%), and Gaming (+48%), outperforming the market. Indeed, according to Context data, in the distribution panel, in the first three months of 2022, the *Consumer Electronics* segment dropped by 1%, essentially due to the slowdown in Smartphones (-6%), not offset by the increases in: Other products (+9%), Household Appliances (+19%) and Gaming (+35%).

In the *Advanced Solutions* segment, the Group, in line with the market growth, again according to the data of the UK research company Context, registered an increase of 8% in sales, rising to 223.3 million euro, compared to 207.5 million euro in the January-March 2021 period. Note should also be taken of Esprinet's performance in the XaaS ('Everything as a Service') area, whose sales stood at 38.8 million euro in the first three months of 2022 (+27%).

In line with the Group's strategy of focusing on high profit margin business lines, the incidence of the *Advanced Solutions* sales rose to 20% (18% in the first quarter of 2021).

(euro/million)	Q1 2022	%	Q1 2021	%	Var.	% Var.
Retailers & E-Tailers	482.6	42.4%	481.1	41.3%	1.5	0%
IT Resellers	724.3	63.6%	724.7	62.2%	(0.4)	0%
Adjustments	(67.5)	-5.9%	(39.8)	-3.4%	(27.7)	70%
Sales from contracts with customers	1,139.4	100.0%	1,166.0	100.0%	(26.6)	-2%

In the first three months of 2022, the market recorded growth of 2% in the *Business Segment* (IT Reseller) and a decrease of 9% in the *Consumer Segment* (Retailer, E-tailer). Group sales show an essentially flat performance compared to the same period of the previous year, both in the *Consumer Segment* (482.6 million euro, 0%) and in the *Business Segment* (724.3 million euro, 0%).

35) Gross profit

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	% Var.	FY 2021	%
Sales from contracts with customers	1,139,435	100.00%	1,166,038	100.00%	(26,603)	-2%	4,690,947	100.00%
Cost of sales	1,082,138	94.97%	1,110,145	95.21%	(28,007)	-3%	4,459,057	95.06%
Gross profit	57,297	5.03%	55,893	4.79%	1,404	3%	231,890	4.94%

Gross profit amounted to 57.3 million euro, marking an increase of +3% compared to 55.9 million euro recorded in the first quarter of 2021, due mainly to the improvement in the percentage margin, which increased from 4.79% to 5.03%, thanks also to the greater incidence of high profit margin business lines in accordance with the Group's strategy.

As is common practice in the sectors where the Group operates, the cost of sales is adjusted downwards to take into account the premiums/rebates for the achievement of targets, development and co-marketing provisions, cash discounts (so-called 'prompt payment discounts') and other incentives. It is further reduced by the credit notes issued by vendors in relation to protection agreed for the value of stock.

The gross profit was impacted by the difference between the value of the receivables transferred as part of the revolving non-recourse factoring programme in place and the amounts collected. In the quarter under review, the latter effect was quantified at approximately 0.9 million euro as in the first quarter of 2021.

37-38-39) Operating costs

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	% Var.	FY 2021	%
Sales from contracts with customers	1,139,435		1,166,038		(26,603)	-2%	4,690,947	
Sales and marketing costs	17,780	1.56%	16,092	1.38%	1,688	10%	66,351	1.41%
Overheads and administrative costs	24,113	2.12%	23,235	1.99%	878	4%	97,482	2.08%
Impairment loss/reversal of financial assets	(213)	-0.02%	20	0.00%	(233)	+100%	(354)	-0.01%
Operating costs	41,680	3.66%	39,347	3.37%	2,333	6%	163,479	3.48%
- of which non recurring	-	0.00%	-	0.00%	-	0%	1,416	0.03%
'Recurring' operating costs	41,680	3.66%	39,347	3.37%	2,333	6%	162,063	3.45%

As at 31 March 2022, operating costs, standing at 41.6 million euro, recorded a reduction of 2.3 million euro compared to the same period of 2021, with an incidence of 3.66% on sales, up from 3.37% in the corresponding period of 2021.

Reclassification by nature of some categories of operating costs

For the purposes of providing more information, some categories of operating costs allocated by '*function*' have been reclassified by '*nature*'.

Labour costs and number of employees

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	% Var.
Sales from contracts with customers	1,139,435		1,166,038		(26,603)	-2%
Wages and salaries	16,109	1.41%	15,372	1.32%	737	5%
Social contributions	4,660	0.41%	4,541	0.39%	119	3%
Pension obligations	687	0.06%	575	0.05%	112	19%
Other personnel costs	554	0.05%	245	0.02%	309	126%
Employee termination incentives	149	0.01%	53	0.00%	96	181%
Share incentive plans	163	0.01%	76	0.01%	87	114%
Total labour costs⁽²⁾	22,322	1.96%	20,862	1.79%	1,460	7%

⁽²⁾ Cost of temporary workers excluded.

As at 31 March 2022, the cost of labour came to 22.3 million euro, an increase of +7% compared to the corresponding period in the previous year, with a change essentially in line with the increase in the average number of employees employed in the quarter with respect to the corresponding period of the previous year.

The item 'Share plans' refers to the pro-tempore costs of the 'Long-Term Incentive Plans' in place in the reference periods and which are, specifically and respectively, the Plan approved in April 2021 and the Plan approved in May 2018 by the Shareholders' Meetings of Esprinet S.p.A.

Details of the Group's employees² as at 31 March 2022 are provided below, broken down by contractual role:

² Trainees and temporary workers are excluded.

	Executives	Clerks and middle manager	Workers	Total	Average*
Esprinet S.p.A.	19	840	-	859	
Celly Pacific LTD	-	3	-	3	
Dacom S.p.A.	-	26	6	32	
idMAINT S.r.l.	-	12	-	12	
Erredi Deutschland GmbH	-	3	-	3	
Erredi France SARL	-	1	-	1	
Erredi Iberica SL	-	10	-	10	
Nilox Deutschland GmbH	-	-	-	-	
4Side S.r.l.	3	11	-	14	
V-Valley S.r.l.	-	-	-	-	
Subgroup Italy	22	906	6	934	926
Esprinet Iberica S.L.U.	-	263	80	343	
Vinzeo Technologies S.A.U.	-	242	-	242	
Esprinet Portugal Lda	-	46	-	46	
V-Valley Advanced Solutions España, S.A.	-	169	-	169	
Optima Logistics S.L.U.	-	-	-	-	
V-Valley Advanced Solutions Portugal, Unipessoal, Lda	-	-	-	-	
GTI Software & Networking SARLAU	-	13	-	13	
Subgroup Spain	-	733	80	813	808
Group as at 31 March 2022	22	1,639	86	1,747	1,734
Group as at 31 December 2021	21	1,613	86	1,720	1,659
Var 31/03/2022 - 31/12/2021	1	26	-	27	75
Var %	5%	2%	0%	2%	5%
Group as at 31 March 2021	24	1,544	93	1,661	1,630
Var 31/03/2022 - 31/03/2021	(2)	95	(7)	86	104
Var %	-8%	6%	-8%	5%	6%

* Average of the balance at period-beginning and period-end.

Amortisation, depreciation, write-downs and accrual for risk

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	%
						Var.
Sales from contracts with customers	1,139,435		1,166,038		(26,603)	-2%
Depreciation of tangible assets	1,098	0.10%	1,051	0.09%	47	4%
Amortisation of intangible assets	265	0.02%	85	0.01%	180	212%
Depreciation of right-of-use assets	2,753	0.24%	2,616	0.22%	137	5%
Amort. & depreciation	4,116	0.36%	3,752	0.32%	364	10%
Write-downs of fixed assets	-	0.00%	-	0.00%	-	0%
Amort. & depr., write-downs (A)	4,116	0.36%	3,752	0.32%	364	10%
Accruals for risks and charges (B)	101	0.01%	55	0.00%	46	84%
Amort. & depr., write-downs, accruals for risks (C=A+B)	4,217	0.37%	3,807	0.33%	410	11%

42) Financial Income and expense

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	% Var.	FY 2021	%
Sales from contracts with customers	1,139,435		1,166,038		(26,603)	-2%	4,690,947	
Interest expenses on borrowings	433	0.04%	468	0.04%	(35)	-7%	1,852	0.04%
Interest expenses to banks	41	0.00%	4	0.00%	37	>100%	172	0.00%
Other interest expenses	29	0.00%	-	0.00%	29	-100%	222	0.00%
Upfront fees amortisation	137	0.01%	133	0.01%	4	3%	527	0.01%
Financial charges for actualization	-	0.00%	(2)	0.00%	2	-100%	-	0.00%
IAS 19 expenses/losses	12	0.00%	5	0.00%	7	>100%	19	0.00%
IFRS financial lease interest expenses	802	0.07%	791	0.07%	11	1%	3,183	0.07%
Charges from fair value changes	-	0.00%	-	0.00%	-	-100%	2	0.00%
Total financial expenses (A)	1,454	0.13%	1,399	0.12%	55	4%	5,977	0.13%
Interest income from banks	(1)	0.00%	(1)	0.00%	-	0%	(5)	0.00%
Interest income from others	(10)	0.00%	(18)	0.00%	8	-44%	(29)	0.00%
Interest income for credit discounting	-	0.00%	-	0.00%	-	-100%	(6)	0.00%
Income from fair value changes	(2)	0.00%	4	0.00%	(6)	€100%	(9)	0.00%
Total financial income(B)	(13)	0.00%	(15)	0.00%	2	-13%	(49)	0.00%
Net financial exp. (C=A+B)	1,441	0.13%	1,384	0.12%	57	4%	5,928	0.13%
Foreign exchange gains	(291)	-0.03%	(319)	-0.03%	28	-9%	(750)	-0.02%
Foreign exchange losses	688	0.06%	1,393	0.12%	(705)	-51%	2,459	0.05%
Net foreign exch. (profit)/losses (D)	397	0.03%	1,074	0.09%	(677)	-63%	1,709	0.04%
Net financial (income)/costs (E=C+D)	1,838	0.16%	2,458	0.21%	(620)	-25%	7,637	0.16%

The overall balance between financial income and expense, negative for 1.8 million euro, is an improvement compared to the corresponding period of the previous year due to a more favourable trend in exchange rates.

45) Taxes

(euro/000)	Q1 2022	%	Q1 2021	%	Var.	% Var.	FY 2021	%
Sales from contracts with customers	1,139,435		1,166,038			-2%	4,690,947	
Current income taxes	3,130	0.27%	3,556	0.30%		-12%	13,259	0.28%
Deferred income taxes	576	0.05%	324	0.03%		78%	3,435	0.07%
Taxes	3,705	0.33%	3,880	0.33%		-5%	16,694	0.36%
Profit before taxes	13,778		14,088				60,774	
Tax rate	27%		28%				27%	

Income taxes, equal to 3.7 million euro, decreased by -5% compared with the same period of 2021 due to a lower taxable income.

The tax rate shows a slight decline substantially due to the effect of the higher incidence of the Spain Subgroup, subject to a lower tax rate, compared to the Italian Subgroup (ratio reversed at the closing date of the corresponding period of the previous year).

46) Net income and earnings per share

(euro/000)	Q1 2022	Q1 2021	Var.	% Var.
Net income	10,074	10,208	(134)	-1%
Weighted average no. of shares in circulation: basic	49,406,099	49,784,123		
Weighted average no. of shares in circulation: diluted	50,002,174	50,862,561		
Earnings per share in euro: basic	0.20	0.21	(0.01)	-5%
Earnings per share in euro: diluted	0.20	0.20	0.00	0%

1,528,024 own shares held in the portfolio were excluded from the calculation of the 'basic' earnings per share.

For the purposes of calculating 'diluted' earnings per share, 1,011,318 shares were considered, that will potentially be involved in the Stock Grant Plan approved on 7 April 2021 by the Shareholders' Meeting of Esprinet S.p.A. (number of shares quantified in relation to the level of attainment of the targets set in the Long-Term Compensation Plan and the continuation of the professional relationship by the individual beneficiaries).

4. Consolidated statement of financial position and notes

4.1 Consolidated statement of financial position

The table below shows the consolidated statement of financial position drawn up according to IFRSs, together with the information required pursuant to CONSOB Resolution No. 15519 of 27 July 2006:

(euro/000)	31/03/2022	related parties *	31/12/2021	related parties *
ASSETS				
Non-current assets				
Property, plant and equipment	16,044		13,856	
Right-of-use assets	105,783		107,504	
Goodwill	102,200		102,200	
Intangible assets	8,424		8,527	
Deferred income tax assets	10,797		10,713	
Receivables and other non-current assets	2,458	-	2,422	-
	245,706	-	245,222	-
Current assets				
Inventory	718,913		529,502	
Trade receivables	521,183	1	585,522	5
Income tax assets	50		310	
Other assets	70,162	-	70,330	-
Cash and cash equivalents	188,778		491,471	
	1,499,086	1	1,677,135	5
Total assets	1,744,792	1	1,922,357	5
EQUITY				
Share capital	7,861		7,861	
Reserves	378,773		334,074	
Group net income	10,074		44,183	
Group net equity	396,708		386,118	
Non-controlling interests	-		-	
Total equity	396,708		386,118	
LIABILITIES				
Non-current liabilities				
Borrowings	99,896		106,531	
Lease liabilities	100,705		102,253	
Deferred income tax liabilities	15,403		14,784	
Retirement benefit obligations	5,202		5,232	
Debts for investments in subsidiaries	715		1,615	
Provisions and other liabilities	2,580		2,537	
	224,501		232,952	
Current liabilities				
Trade payables	982,348	-	1,190,856	-
Short-term financial liabilities	79,279		55,195	
Lease liabilities	9,875		9,829	
Income tax liabilities	7,344		4,287	
Derivative financial liabilities	-		2	
Debts for investments in subsidiaries	1,015		1,854	
Provisions and other liabilities	43,722	-	41,264	-
	1,123,583	-	1,303,287	-
Total liabilities	1,348,084	-	1,536,239	-
Total equity and liabilities	1,744,792	-	1,922,357	-

^(*) Further information on operation with Related Parties can be found in the relevant section in the 'Interim Directors' Report on Operations'.

4.2 Notes to the most significant statement of financial position items

4.2.1 Gross investments

(euro/000)	31/03/2022			31/12/2021
	Esprinet Group	Subgroup Italy	Subgroup Iberian	Esprinet Group
Plant and machinery	130	6	124	1,856
Ind. And comm. Equipment & Other assets	1,492	1,037	455	3,559
Assets under construction and advances	1,673	1,670	3	302
Total Property, plant and equipment	3,295	2,713	582	5,717
Industrial patents and intellectual rights	34	34	-	355
Assets under construction and advances	128	128	-	110
Total intangible asstes	162	162	-	465
Total gross investments	3,457	2,875	582	6,182

Investments set out in the item '*Industrial and commercial equipment and other assets*', amounting to 1.4 million euro, refer primarily to the purchase of electronic machines by the parent company.

The investments pursuant to the item '*Assets under construction*' refer mainly to updates of the parent company's hardware systems and plants and machinery in the process of being installed in the new additional Italian warehouse in Cavenago.

4.2.2 Net financial debt and covenants

(euro/000)	31/03/2022	31/12/2021	Var.	31/03/2021	Var.
Short-term financial liabilities	79,279	55,195	24,084	95,759	(16,480)
Lease liabilities	9,875	9,829	46	9,567	308
Current debts for investments in subsidiaries	1,015	1,854	(839)	2,109	(1,094)
Current financial (assets)/liabilities for derivatives	-	2	(2)	(15)	15
Financial receivables from factoring companies	(3,044)	(3,128)	84	(16,669)	13,625
Other current financial receivables	(10,425)	(9,857)	(568)	(9,898)	(527)
Cash and cash equivalents	(188,778)	(491,471)	302,693	(219,720)	30,942
Net current financial debt	(112,078)	(437,576)	325,498	(138,867)	26,789
Borrowings	99,896	106,531	(6,635)	100,657	(761)
Lease liabilities	100,705	102,253	(1,548)	108,088	(7,383)
Non - current debts for investments in subsidiaries	715	1,615	(900)	1,730	(1,015)
Net financial debt	89,238	(227,177)	316,415	71,608	17,630

For the definition of financial payables adopted, please refer to the paragraph '*Main measurement criteria and accounting policies*' contained in the consolidated financial statements as at 31 December 2021.

The Group's net financial position, negative for 89.2 million euro, corresponds to a net balance of gross financial payables of 179.2 million euro, payables for purchase of equity investments of 1.7

million euro, financial receivables of 13.5 million euro, financial liabilities for leasing of 110.6 million euro and cash and cash equivalents equal to 188.8 million euro.

Cash and cash equivalents consist mainly of free and unrestricted bank deposits of a transitional nature as they are formed temporarily at the end of the month as a result of the Group's distinctive financial cycle.

A feature of this cycle is the high concentration of funds received from customers and factoring companies – the latter in the form of net income from the non-recourse assignment of trade receivables – normally received at the end of each calendar month, while payments to suppliers, also tending to be concentrated at the end of the period, are usually spread more equally throughout the month. For this reason, the spot figure at the end of a period does not represent the net financial indebtedness or the average treasury resources for the same period.

During the first quarter of 2022, within the framework of the working capital management policies, the programme of non-recourse definitive revolving factoring of receivables due from selected customer segments in Italy and Spain continued, for the most part belonging to the large-scale retail trade segment. In addition to this, the securitisation programme for additional trade receivables also continued during the period, launched in Italy in July 2015 and renewed uninterruptedly every three years, most recently in July 2021. Considering the fact that the aforementioned programmes entail the full transfer of the risks and benefits to the assignees, the receivables subject to assignment are eliminated from the statement of financial position assets in compliance with IFRS 9. The overall effect on the level of net financial payables as at 31 March 2022 is quantified at roughly 461.8 million euro (561.0 million euro as at 31 December 2021 and 353.6 million euro as at 31 March 2021).

The Group companies have medium/long-term loan agreements in place, some of which are secured by typical economic-financial covenant structures for transactions of said kind, which contain standard acceleration clauses for reimbursements in the event they are not respected.

Two unsecured 'amortising' 5-year loans expiring in February 2024, granted to the subsidiary Esprinet Iberica S.L.U. for a total value of 8.1 million euro in principal as at 31 March 2022, require the annual commitment of observance of (i) a given ratio of extended net financial indebtedness to EBITDA at consolidated level and (ii) a maximum value of medium/long-term loans in favour of Esprinet Iberica.

The unsecured amortising 5-year loan granted to Esprinet S.p.A. by Cassa Depositi e Prestiti S.p.A., expiring in December 2025, for a total of 28.0 million euro in principal as at 31 March 2022, also provides for the annual commitment of observance of a given ratio of net financial indebtedness to EBITDA at consolidated level, but also half-yearly observance of a given ratio of consolidated net financial indebtedness to consolidated shareholders' equity.

In addition to medium/long-term loans, also an 'unsecured' 3-year RCF-Revolving Credit Facility, expiring in September 2022, taken out by Esprinet S.p.A. with a pool of domestic and international banks for a total of 152.5 million euro (not drawn down in the previous year nor used in the first three months of the current year), is secured by the following structure of financial covenants, to be verified every six months on the basis of the data of the consolidated and certified financial statements:

- ratio of net financial indebtedness to EBITDA (only to be verified annually);
- ratio of extended net financial indebtedness to shareholders' equity;
- ratio of EBITDA to net financial expense;
- amount of 'gross net financial position'.

The various medium/long-term loan agreements, including those that do not make provision for financial covenants and on the above-mentioned Revolving Credit Facility, also contain the usual 'negative pledge', 'pari passu' and similar clauses that, at the date of drafting of this report, were respected.

4.2.3 Goodwill

Goodwill amounted to 102.2 million euro, coinciding with the value as at 31 December 2021.

The following table summarises the goodwill allocations to the 2 CGUs (Cash Generating Units) identified, in accordance with the combination of the operating segments used for Segment Information purposes required by the international accounting standards. The same table also shows the relationships between the operating segments and the legally autonomous entities, which form the Group:

(euro/000)	31/03/2022	31/12/2021	Var.	
Esprinet S.p.A.	19,384	19,384	-	CGU 1 B2B distribution of Information Technology and Consumer Electronics (Italy)
Esprinet Iberica S.l.u.	82,816	82,816	-	CGU 2 B2B distribution of Information Technology and Consumer Electronics (Spain)
Total	102,200	102,200	-	

The annual impairment test, required by IAS 36, was carried out in reference to the financial statements as at 31 December 2021 and no impairment loss was identified with reference to the CGUs existing at that date.

IAS 36 also requires that the impairment test on the goodwill be carried out more frequently in the presence of indicators of impairment loss ("triggering events"), which may be both external and internal as regards the company.

IAS 34 clarifies that, at the time of drafting of interim financial statements, where the presence of said triggering events is identified, the impairment test must be carried out with the same methods as the annual impairment test.

For the purposes of the drafting of this interim management statement, the Esprinet Group evaluated the existence, and in the case in point examined the actual implications, for each CGU, of the following indicators of impairment:

- any deterioration in the macroeconomic and macro-financial conditions;
- any deterioration in the economic environment and market of operations;
- operating discontinuity;
- discontinuity in cost factors;
- unfavourable trend in market rates or other capital remuneration rates as such to affect the discount rate used in calculating the value in use;
- any verification of negative operating events;
- reduction in the value of the stock market capitalisation with respect to reported shareholders' equity.

We reached the conclusion that, for both CGUs, none of the indicators listed suggested the existence of impairment.

Therefore, there was no need to carry out an impairment test on goodwill.

For more detailed information on goodwill and the impairment test performed as at 31 December 2021, please refer to the explanatory notes reported under item 'Goodwill' in the Notes to the *Consolidated Financial Statements* as at 31 December 2021.

5. Consolidated statement of changes in shareholders' equity

(euro/000)	Share capital	Reserves	Own shares	Profit for the period	Total net equity	Minority interest	Group net equity
Balance at 31 December 2020	7,861	354,110	(4,800)	31,792	388,963	2,095	386,868
Total comprehensive income/(loss)	-	151	-	10,208	10,359	(20)	10,379
Allocation of last year net income/(loss)	-	31,792	-	(31,792)	-	-	-
Dividend payment	-	(447)	-	-	(447)	(447)	-
Transactions with owners	-	31,345	-	(31,792)	(447)	(447)	-
Currently active Share plans	-	248	-	-	248	-	248
Other variations	-	14	-	-	14	-	14
Balance at 31 March 2021	7,861	385,868	(4,800)	10,208	399,137	1,628	397,509
Balance at 31 December 2021	7,861	354,440	(20,263)	44,080	386,118	-	386,118
Total comprehensive income/(loss)	-	(6)	-	10,074	10,068	-	10,068
Allocation of last year net income/(loss)	-	44,080	-	(44,080)	-	-	-
Transactions with owners	-	44,080	-	(44,080)	-	-	-
Equity plans in progress	-	529	-	-	529	-	529
Other variations	-	(7)	-	-	(7)	-	(7)
Balance at 31 March 2022	7,861	399,036	(20,263)	10,074	396,708	-	396,708

6. Consolidated statement of cash flows³

(euro/000)	Q1 2022	Q1 2021
Cash flow provided by (used in) operating activities (D=A+B+C)	(311,084)	(331,767)
Cash flow generated from operations (A)	20,256	19,761
Operating income (EBIT)	15,617	16,546
Income from business combinations	-	(168)
Depreciation, amortisation and other fixed assets write-downs	4,116	3,752
Net changes in provisions for risks and charges	43	(439)
Net changes in retirement benefit obligations	(49)	(178)
Stock option/grant costs	529	248
Cash flow provided by (used in) changes in working capital (B)	(330,227)	(350,162)
Inventory	(189,411)	(92,701)
Trade receivables	64,339	74,181
Other current assets	912	(22,283)
Trade payables	(208,633)	(313,892)
Other current liabilities	2,566	4,533
Other cash flow provided by (used in) operating activities (C)	(1,113)	(1,366)
Interests paid	(623)	(622)
Received interests	10	20
Foreign exchange (losses)/gains	(272)	(698)
Income taxes paid	(228)	(66)
Cash flow provided by (used in) investing activities (E)	(3,484)	(27,781)
Net investments in property, plant and equipment	(3,286)	(18,149)
Net investments in intangible assets	(162)	(150)
Net investments in other non current assets	(36)	(16)
Subsidiaries business combination	-	(9,466)
Cash flow provided by (used in) financing activities (F)	11,875	20,340
Medium/long term borrowing	-	750
Repayment/renegotiation of medium/long-term borrowings	(7,541)	(6,031)
Leasing liabilities reimbursement	(2,799)	14,516
Net change in financial liabilities	24,440	27,855
Net change in financial assets and derivative instruments	(486)	(16,303)
Deferred price acquisition	(1,739)	-
Dividend payments	-	(447)
Net increase/(decrease) in cash and cash equivalents (G=D+E+F)	(302,693)	(339,208)
Cash and cash equivalents at year-beginning	491,471	558,928
Net increase/(decrease) in cash and cash equivalents	(302,693)	(339,208)
Cash and cash equivalents at year-end	188,778	219,720

The table below shows the changes in the period and the correspondence with the exact position at the end of the same period:

³ Effects of relationships with related parties are omitted as non-significant.

(euro/000)	Q1 2022	Q1 2021
Net financial debt at year-beginning	(227,177)	(302,777)
Cash flow provided by (used in) operating activities	(311,084)	(331,767)
Cash flow provided by (used in) investing activities	(3,484)	(27,781)
Cash flow provided by (used in) changes in net equity	-	(447)
Total cash flow	(314,568)	(359,995)
Unpaid interests	(550)	(504)
Unpaid leasing interests	(265)	(273)
Lease liabilities posting	(1,032)	-
Net Financial debts (no cash) acquisitions	-	(10,224)
Deferred price acquisitions	-	(3,389)
Net financial debt at year-end	89,238	71,608
Short-term financial liabilities	79,279	95,759
Lease liabilities	9,875	9,567
Customers financial receivables	(10,425)	(9,898)
Current financial (assets)/liabilities for derivatives	-	(15)
Financial receivables from factoring companies	(3,044)	(16,669)
Current Debts for investments in subsidiaries	1,015	2,109
Cash and cash equivalents	(188,778)	(219,720)
Net current financial debt	(112,078)	(138,867)
Borrowings	99,896	100,657
Lease liabilities	100,705	108,088
Non current Debts for investments in subsidiaries	715	1,730
Net financial debt at year-beginning	89,238	71,608

7. Relationships with related parties

Group operations with related parties, as defined by IAS 24, were effected in compliance with current laws and according to mutual economic advantage.

Any products sold to individuals were sold under the same conditions as those usually applied to employees.

Transactions between the parent company Esprinet S.p.A. and its subsidiaries included in the scope of consolidation were de-recognised in the interim consolidated financial statements and therefore do not appear in this section.

During the period, relationships with related parties consisted essentially in the sale of products and services under market conditions between Group's entities and companies where the key management personnel or shareholders of Esprinet S.p.A. play important roles.

Relationships with key managers consisted in the compensation awarded for services rendered by the same.

Sales realised are related to the sales of consumer electronic products to business and private customers under normal market conditions.

The provision of services received refer primarily to the charge-backs for utilities or expenses for various administrative services.

The total value of the aforementioned transactions is not material compared with the total volume of the Group's activities.

8. Segment information

8.1 Introduction

An operating segment is a component of the Group:

- a) that engages in business activities from which it may earn sales and incur expenses (including sales and expenses relating to transactions with other components of the same Group);
- b) whose operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance;
- c) for which financial information is separately available.

The Esprinet Group is organised in the geographical business areas of Italy and the Iberian peninsula (operating segments) where it performs the 'business-to-business' (B2B) distribution of Information Technology (IT) products and consumer electronics.

The B2B IT and consumer electronics distribution is aimed at professional resellers, including large-scale distributors/retailers, and regards traditional IT products (desktop PCs, PC notebooks, printers, photocopiers, servers, standard software, etc.), advanced products (datacentre, networking, cybersecurity software, cloud solutions, support services), consumables (cartridges, tapes, toners, magnetic media), networking products (modems, routers, switches), tablets, smartphones and related accessories and state-of-the-art digital and entertainment products such as cameras, video cameras, videogames, LCD TVs and MP3 readers.

A 'geographical segment' is involved in investments and transactions aimed at providing products or services within a particular economic environment that is subject to risks and returns that are different from those achievable in other geographical segments.

The organisation by geographical segments represents the main form of management and analysis of Group results by the CODMs (Chief Operating Decision Makers).

8.2 Segment results

The separate income statement, statement of financial position and other significant information regarding each of the Esprinet Group's operating segments are as follows:

Separate income statement and other significant information by operating segments

(euro/000)	Q1 2022			
	Italy	Iberian Pen.	Elim. and other	Group
	Distr. IT & CE B2B	Distr. It & CE B2B		
Sales to third parties	698,780	440,655	-	1,139,435
Intersegment sales	9,790	-	(9,790)	-
Sales from contracts with customers	708,570	440,655	(9,790)	1,139,435
Cost of sales	(672,262)	(419,711)	9,835	(1,082,138)
Gross profit	36,308	20,944	45	57,297
Gross Profit %	5.12%	4.75%		5.03%
Sales and marketing costs	(11,757)	(6,023)	-	(17,780)
Overheads and admin. costs	(16,906)	(7,214)	7	(24,113)
Impairment loss/reversal of financial assets	97	116	-	213
Operating income (Ebit)	7,742	7,823	52	15,617
EBIT %	1.09%	1.78%		1.37%
Finance costs - net				(1,838)
Profit before income tax				13,779
Income tax expenses				(3,705)
Net income				10,074
- of which attributable to non-controlling interests				-
- of which attributable to Group				10,074
Depreciation and amortisation	2,937	1,104	75	4,116
Other non-cash items	1,305	98	-	1,403
Investments	2,875	582	-	3,457
Total assets	1,171,189	694,591	(120,989)	1,744,791

(euro/000)	Q1 2021			
	Italy	Iberian Pen.	Elim. and other	Group
	Distr. IT & CE B2B	Distr. IT & CE B2B		
Sales to third parties	742,497	423,541	-	1,166,038
Intersegment sales	9,890	-	(9,890)	-
Sales from contracts with customers	752,387	423,541	(9,890)	1,166,038
Cost of sales	(715,960)	(404,068)	9,883	(1,110,145)
Gross profit	36,427	19,473	(7)	55,893
Gross profit %	4.84%	4.60%		4.79%
Sales and marketing costs	(10,833)	(5,260)	1	(16,092)
Overheads and admin. costs	(16,555)	(6,687)	7	(23,235)
Impairment loss/reversal of financial assets	54	(74)	-	(20)
Operating income (Ebit)	9,093	7,452	1	16,546
EBIT %	1.21%	1.76%		1.42%
Finance costs - net				(2,458)
Profit before income tax				14,088
Income tax expenses				(3,880)
Net income				10,208
- of which attributable to non-controlling interests				(25)
- of which attributable to Group				10,233
Depreciation and amortisation	2,722	950	80	3,752
Other non-cash items	942	23	-	965
Investments	2,526	151	-	2,677
Total assets	1,108,862	571,021	(80,525)	1,599,358

Statement of financial position by operating segments

(euro/000)	31/03/2022			
	Italy	Iberian Pen.		Group
	Distr. IT & CE B2B	Distr. IT & CE B2B	Elim. and other	
ASSETS				
Non-current assets				
Property, plant and equipment	12,417	3,627	-	16,044
Right-of-use assets	85,103	20,680	-	105,783
Goodwill	19,384	81,777	1,039	102,200
Intangible assets	872	7,552	-	8,424
Investments in others	75,758	-	(75,758)	-
Deferred income tax assets	4,360	6,370	67	10,797
Receivables and other non-current assets	1,976	482	-	2,458
	199,870	120,488	(74,652)	245,706
Current assets				
Inventory	460,321	258,794	(202)	718,913
Trade receivables	305,833	215,350	-	521,183
Income tax assets	50	-	-	50
Other assets	107,439	8,858	(46,135)	70,162
Cash and cash equivalents	97,677	91,101	-	188,778
	971,320	574,103	(46,337)	1,499,086
Total assets	1,171,190	694,591	(120,989)	1,744,792
EQUITY				
Share capital	7,861	54,693	(54,693)	7,861
Reserves	280,903	117,921	(20,051)	378,773
Group net income	4,671	5,352	51	10,074
Group net equity	293,435	177,966	(74,693)	396,708
Non-controlling interests	-	161	(161)	-
Total equity	293,435	178,127	(74,854)	396,708
LIABILITIES				
Non-current liabilities				
Borrowings	46,973	52,923	-	99,896
Lease liabilities	81,633	19,072	-	100,705
Deferred income tax liabilities	3,333	12,070	-	15,403
Retirement benefit obligations	5,202	-	-	5,202
Debts for investments in subsidiaries	715	-	-	715
Provisions and other liabilities	2,387	193	-	2,580
	140,243	84,258	-	224,501
Current liabilities				
Trade payables	663,368	318,980	-	982,348
Short-term financial liabilities	34,839	84,440	(40,000)	79,279
Lease liabilities	7,152	2,723	-	9,875
Income tax liabilities	5,673	1,671	-	7,344
Debts for investments in subsidiaries	1,015	-	-	1,015
Provisions and other liabilities	25,465	24,392	(6,135)	43,722
	737,512	432,206	(46,135)	1,123,583
Total liabilities	877,755	516,464	(46,135)	1,348,084
Total equity and liabilities	1,171,190	694,591	(120,989)	1,744,792

(euro/000)	31/12/2021			
	Italy	Iberian Pen.		Group
	Distr. IT & CE B2B	Distr. IT & CE B2B	Elim. and other	
ASSETS				
Non-current assets				
Property, plant and equipment	10,577	3,279	-	13,856
Right-of-use assets	86,617	20,887	-	107,504
Goodwill	19,384	81,777	1,039	102,200
Intangible assets	801	7,726	-	8,527
Investments in others	75,725	-	(75,725)	-
Deferred income tax assets	4,284	6,348	81	10,713
Receivables and other non-current assets	1,949	473	-	2,422
	199,337	120,490	(74,605)	245,222
Current assets				
Inventory	349,006	180,751	(255)	529,502
Trade receivables	351,984	233,538	-	585,522
Income tax assets	89	221	-	310
Other assets	105,552	8,594	(43,816)	70,330
Cash and cash equivalents	253,463	238,008	-	491,471
	1,060,094	661,112	(44,071)	1,677,135
Total assets	1,259,431	781,602	(118,676)	1,922,357
EQUITY				
Share capital	7,861	54,693	(54,693)	7,861
Reserves	258,447	95,707	(20,080)	334,074
Group net income	21,927	22,193	63	44,183
Group net equity	288,235	172,593	(74,710)	386,118
Non-controlling interests	-	149	(149)	-
Total equity	288,235	172,742	(74,859)	386,118
LIABILITIES				
Non-current liabilities				
Borrowings	48,515	58,016	-	106,531
Lease liabilities	82,931	19,322	-	102,253
Deferred income tax liabilities	3,144	11,640	-	14,784
Retirement benefit obligations	5,232	-	-	5,232
Debts for investments in subsidiaries	1,615	-	-	1,615
Provisions and other liabilities	2,424	113	-	2,537
	143,861	89,091	-	232,952
Current liabilities				
Trade payables	762,416	428,440	-	1,190,856
Short-term financial liabilities	33,950	61,245	(40,000)	55,195
Lease liabilities	7,184	2,645	-	9,829
Income tax liabilities	3,978	309	-	4,287
Derivative financial liabilities	-	2	-	2
Debts for investments in subsidiaries	1,854	-	-	1,854
Provisions and other liabilities	17,953	27,128	(3,817)	41,264
	827,335	519,769	(43,817)	1,303,287
Total liabilities	971,196	608,860	(43,817)	1,536,239
Total equity and liabilities	1,259,431	781,602	(118,676)	1,922,357

9. Atypical and/or unusual operations

The management does not believe that any transactions were atypical or unusual according to the definition provided by CONSOB in communication No. DEM 6064293 of 28 July 2006.

10. Significant non-recurring events and operations

In the first quarter of 2022, no non-recurring operations and events were identified, the same as in the quarter of the corresponding comparative period.

11. Significant events occurring in the period

The significant events that occurred during the period are briefly described as follows:

Developments in tax disputes

Esprinet S.p.A. has a number of pending lawsuits involving requests for the payment of indirect taxes brought against the Company, in relation to transactions undertaken between 2011 and 2013. Since several customers had filed declarations of intent but, subsequent to a tax audit, failed to fulfil the requirements needed to qualify as a frequent exporter, the tax authority is now claiming VAT from the Company on those sales transactions.

The total value of the aforementioned disputes amounts to 25.2 million euro plus penalties and interest, in relation to which 32.1 million euro in the form of an all-inclusive amount has already been paid, as envisaged by the administrative procedure, pending the final judgement, and booked to the financial statements under the item 'Other tax receivables' (23.3 million euro paid between February and March 2021).

As part of the aforementioned disputes, on 28 February, a negative ruling was filed pertaining to the second instance hearing held on 14 February 2022 relating to a dispute concerning the 2013 tax year (disputed tax equal to 14.5 million euro). With the support of its advisors, Esprinet will file an appeal against this ruling to the Supreme Court.

12. Subsequent events

Relevant events occurred after period end are briefly described below:

Annual Shareholders' Meeting of the parent company Esprinet S.p.A.

The Ordinary and Extraordinary Shareholders' Meeting of Esprinet S.p.A. was held on 14 April 2022, which, as regards the various items on the agenda:

Ordinary session:

- approved the financial statements for the year ended 31 December 2021, allocating 18.5 million euro of the net income realised to increase the extraordinary reserve;
- resolved the distribution of a dividend of 0.54 euro per share, excluding own shares in the portfolio as at 25 April 2022;
- acknowledged the Consolidated Financial Statements and the Sustainability Report as at 31 December 2021;
- approved the Report on Remuneration;
- authorised the purchase of own ordinary shares for 18 months from the approval date and, nonetheless, up to a maximum limit of 5% of the Company's share capital;

- approved the integration of the remuneration of the independent auditors following the expansion of the consolidation scope and the auditing of the ESEF financial statements.

Extraordinary session:

- approved the cancellation of 516,706 own ordinary shares in the Company's portfolio, acquired in implementation of the Shareholders' Meeting resolution of 7 April 2021, with no reduction of share capital.

Non-binding expression of interest aimed at promoting a public tender offer for all of the ordinary shares of Cellularline S.p.A.

On 6 May 2022, Esprinet S.p.A., in line with the provisions of the 2022-24 Strategic Plan, which provides, as part of the organic growth of the transactional model, a strong focus on higher profit margin areas such as own brand consumer accessories, sent to the Board of Directors of Cellularline S.p.A., an Italian company listed on Euronext STAR Milan, a non-binding expression of interest aimed at promoting a voluntary public tender offer concerning all the ordinary shares of Cellularline aimed at delisting.

The price indicated in the Expression of Interest is equal to 4.41 euro for each share and includes the dividend in kind and in cash approved by the Shareholders' Meeting of Cellularline on 27 April 2022, totalling 0.16 euro per share. This indicative price represents a premium of approximately 27.5% compared to the closing price of Cellularline shares as at 5 May 2022 and approximately 18% compared to the weighted arithmetic average of the official prices recorded by Cellularline shares in the three months preceding the date of 5 May 2022.

The Potential Tender Offer, expected before the summer break subject to new authorisation by the Board of Directors of Esprinet following the analysis of the results of the limited confirmatory due diligence activities usually envisaged for these types of transactions, will also be subject to the following conditions:

- that Esprinet comes to hold, as a result of subscriptions to the same and/or any purchases made outside the Potential Offer, a direct and/or indirect shareholding at least equal to 90% of the share capital of Cellularline;
- the non-occurrence of circumstances that could adversely affect Cellularline's equity, economic, financial and/or operating situation;
- obtaining antitrust and golden power authorisations.

If, as a result of the Potential Offer, the necessary shareholding thresholds are reached, Esprinet will proceed with the delisting of Cellularline.

Following the Transaction, the organisational structures of Cellularline and the Celly division will be preserved, with operational continuity in the respective offices of Reggio Emilia and Vimercate.

Vimercate, 10 May 2022

On behalf of the Board of Directors
The Chairman
Maurizio Rota

13. Declaration of the manager responsible for preparing the accounting documents

DECLARATION UNDER ARTICLE 154-bis, par. 2 of the Financial Consolidation Act.

OBJECT: Interim management statement as at 31 March 2022

The undersigned Pietro Aglianò, the manager responsible for preparing the accounting documents of

ESPRINET S.p.A.

in accordance with the provisions set forth in Article 154 bis, of the "Finance Consolidation Act"

HEREBY DECLARES

that the Interim management statement as at 31 March 2022 corresponds to the accounting documents, books and records.

Vimercate, 10 May 2022

The Manager responsible for preparing
the company accounting documents

(Pietro Aglianò)