

24ORE

2023 Annual Financial
Report
and
2023 Non-Financial
Statement

REPORT OF THE BOARD OF DIRECTORS	4
<i>Composition of Corporate Bodies</i>	5
<i>Structure of the 24 ORE Group at 31 December 2023</i>	7
<i>24 ORE Group in 2023 - Summary figures and information</i>	8
<i>Report on performance of business areas</i>	19
<i>Comments on the economic and financial results</i>	37
<i>Report on Corporate Governance and Ownership Structure (article 123-bis of Legislative Decree 58 of 24 February 1998)</i>	50
<i>Main risks and uncertainties</i>	51
<i>Ownership structure and treasury shares</i>	73
<i>Organization and Control Model pursuant to Legislative Decree 231, 8 June 2001</i>	75
<i>Transactions with related parties</i>	79
<i>Reconciliation of consolidated and Parent Company profit (loss) and equity</i>	80
<i>Significant events occurring after 31 December 2023</i>	80
<i>Outlook</i>	81
CONSOLIDATED FINANCIAL STATEMENTS OF THE 24 ORE GROUP AT 31 DECEMBER 2023	82
<i>Consolidated financial statements</i>	83
NOTES TO THE FINANCIAL STATEMENTS	89
<i>1. General information</i>	89
<i>2. Form, content and international accounting standards</i>	90
<i>3. Financial Statements</i>	91
<i>4. Principles of consolidation</i>	93
<i>5. Measurement criteria</i>	94
<i>6. Changes in Accounting standards, errors and changes in estimates</i>	118

7. <i>Financial instruments and risk management</i>	121
8. <i>Key sources of estimation uncertainties</i>	132
9. <i>Scope of consolidation</i>	133
10. <i>Key reclassified figures of the financial statements of subsidiaries, associates and joint ventures</i>	135
11. <i>Notes to the financial statements</i>	136
12. <i>Segment reporting</i>	168
13. <i>Further information</i>	172
<i>Directors' assessment of the going concern assumption</i>	181
<i>Outlook</i>	182
<i>Proposed allocation of the profit (loss) of FY 2023</i>	183
<i>Certification of the consolidated Financial Statements pursuant to article 81 -ter of Consob Regulation no. 11971 of 14 May 1999, as amended</i>	184
ADDITIONS AT THE REQUEST OF CONSOB PURSUANT TO ARTICLE 114 OF LEGISLATIVE DECREE NO. 58/1998	186
FINANCIAL STATEMENTS OF THE PARENT COMPANY IL SOLE 24 ORE S.P.A. AS AT 31 DECEMBER 2023	195
<i>Financial statements</i>	196
NOTES TO THE FINANCIAL STATEMENTS	202
1. <i>General information</i>	202
2. <i>Form, content and international accounting standards</i>	203
3. <i>Financial Statements</i>	203
4. <i>Measurement criteria</i>	205
5. <i>Changes in Accounting standards, errors and changes in estimates</i>	229
6. <i>Financial instruments and risk management</i>	231
7. <i>Key sources of estimation uncertainties</i>	242
8. <i>Notes to the financial statements</i>	243

9. <i>Further information</i>	277
<i>Directors' assessment of the going concern assumption</i>	288
<i>Outlook</i>	289
<i>Proposed allocation of the profit (loss) of FY 2023</i>	290
<i>Certification of the Financial Statements as at 31 December 2023 pursuant to article 81 -ter of Consob Regulation no. 11971 of 14 May 1999, as amended</i>	291
ADDITIONS AT THE REQUEST OF CONSOB PURSUANT TO ARTICLE 114 OF LEGISLATIVE DECREE NO. 58/1998	293
2023 CONSOLIDATED NON-FINANCIAL STATEMENT	302
<i>Independent auditors' report pursuant to articles 14 and 16 of Legislative Decree no. 39 of 27 January 2010</i> <i>- Consolidated Financial Statements</i>	
<i>Independent auditors' report pursuant to articles 14 and 16 of Legislative Decree no. 39 of 27 January 2010</i> <i>- Financial statements</i>	
<i>Independent auditors' report on the consolidated non-financial statement pursuant to article 3, paragraph 10 of Legislative Decree 254/2016 and article 5 of Consob Regulation no. 20267</i>	
<i>Report of the Board of Statutory Auditors to the Shareholders' Meeting of Il Sole 24 ORE S.p.A. pursuant to article 153 of Legislative Decree 58/98 and pursuant to article 2429, paragraph 3 of the Civil Code</i>	

2024 CORE

Report of the Board
of Directors at 31
December 2023

The 2023 Annual Financial Report has been translated into the English language solely for the convenience of international readers and constitutes a non-official version which is not compliant with the provisions of the Commission Delegated Regulation (EU) 2019/815.

■ Composition of Corporate Bodies

The Board of Directors and the Board of Statutory Auditors of Il Sole 24 ORE S.p.A. (the "Company") were elected by the Ordinary Shareholders' Meeting on 27 April 2022.

The Board of Directors and the Board of Statutory Auditors shall remain in office until the Shareholders' Meeting called to approve the financial statements for the year 2024.

■ Board of Directors

Chairperson	Edoardo GARRONE
Deputy Chairperson	Claudia PARZANI
Chief Executive Officer	Mirja CARTIA d'ASERO
Directors	Roberta COCCO ¹ Diamante Ortensia D'ALESSIO Veronica DIQUATTRO Marco LIERA Ferruccio RESTA Alexander John ROSS Alessandro TOMMASI Gianmario VERONA ²

■ Control, Risk and Related Parties Committee

Chairperson	Ferruccio RESTA
Members	Veronica DIQUATTRO Claudia PARZANI

■ Appointments and Remuneration Committee

Chairperson	Ferruccio RESTA
Members	Diamante Ortensia D'ALESSIO Veronica DIQUATTRO

¹ Appointed by the Ordinary Shareholders' Meeting of 27 April 2023

² Appointed by the Ordinary Shareholders' Meeting of 27 April 2023

■ Committee on compliance with the 24 ORE Group's Editorial Mission

Chairperson	Roberta COCCO ³
Members	Veronica DIQUATTRO Alexander John ROSS

■ ESG and Technological Innovation Committee

Chairperson	Claudia PARZANI
Members	Marco LIERA Alexander John ROSS Alessandro TOMMASI

■ Board of Statutory Auditors

Chairperson	Tiziana VALLONE
Standing Auditors	Myriam AMATO Giuseppe CRIPPA
Alternate Auditors	Marianna GIROLOMINI Roberto MENEGAZZI

Common representative of special category shareholders	Marco PEDRETTI
---	----------------

Manager in charge of financial reporting	Elisabetta FLOCCARI ⁴
---	----------------------------------

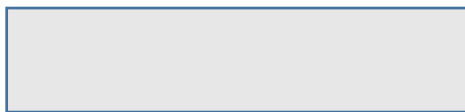
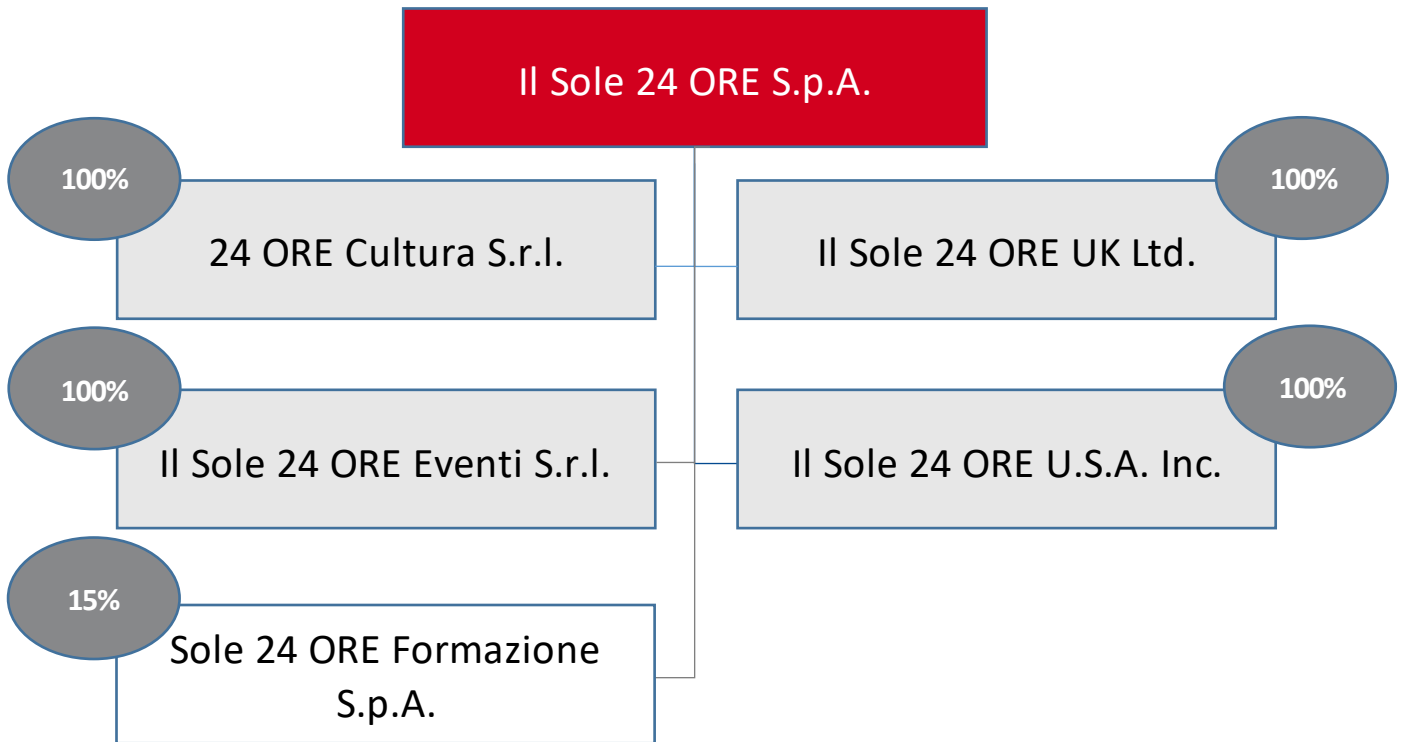
Internal Audit Manager	Katia AONDIO
-------------------------------	--------------

Independent Auditors	EY S.p.A.
-----------------------------	-----------

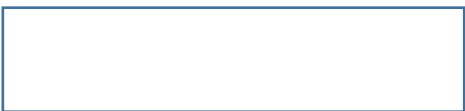
³ Appointed by the Board of Directors on 10 May 2023

⁴ Appointed by the Board of Directors on 1 August 2023

STRUCTURE OF THE 24 ORE GROUP AT 31 DECEMBER 2023



Fully consolidated company



Associate consolidated using the equity method

24 ORE GROUP AT 31 DECEMBER 2023 - SUMMARY FIGURES AND INFORMATION

■ Group Profile

The 24 ORE Group is the main multimedia publishing group active in Italy in the economic-financial, professional and cultural information market, offering its services to the public, professional categories, businesses and financial institutions.

Through its diversified media, the Group aims to have a significant impact on the country's culture and social trends: the cornerstone of public discussion, it aims to provide a platform for analysis, reflection and debate on a broad range of topics, from economic and financial issues to culture, from social issues to climate change and innovation. Founded on a history of over 150 years, the Group is committed to promoting transparency, efficiency and open markets through independent, quality journalism.

The information offered by Il Sole 24 ORE, the leading daily newspaper in economic, financial and regulatory news, is integrated with the press agency Radiocor Plus (Italian leader in financial information), the portal www.ilsole24ore.com and the news & talk radio station Radio 24.

The Group's reference market for advertising consists of the press (excluding local advertising), radio and digital media.

The Group has a leadership position in services for professionals and businesses, entirely owned in Italy, with an integrated range of publishing products and services aimed at meeting the needs of professionals, businesses and the public administration for updates and in-depth analysis on tax, legal, regulatory and economic-financial issues. The Group is also present on the software market with products focused on professional clients.

The 24 ORE Group also boasts an important presence in the organization of exhibitions and cultural events through the company 24 ORE Cultura S.r.l., one of the main players in the market which, with twenty years of experience and over 200 major exhibitions produced, can boast a consolidated network of relationships with leading institutions in Italy and around the world.

The Group operates in the management and organization, promotion and sale, both in Italy and abroad, of conferences, events and meetings, also in collaboration with public and private entities through the company Il Sole 24 ORE Eventi S.r.l.

In September 2022, the 24 ORE Group re-entered the training business, in particular also through its partnership with the Multiversity Group, through the organization, management, promotion and sale of a quality training proposal in different product types and formats.

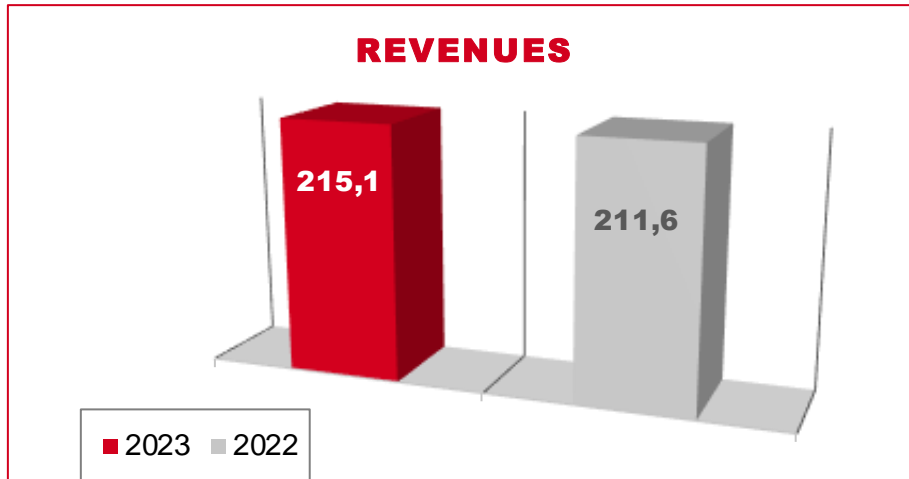
■ Key summary figures of the 24 ORE Group

In 2023, the macroeconomic and geopolitical environment continues to be characterized by elements of uncertainty such as the conflicts in Ukraine and the Middle East, high inflation, albeit declining compared to 2022, mainly due to the slowdown in energy prices, and a cost of living that has risen over just two years as much as in the previous twenty (source: *Eurostat data processing*). In this context, the 24 ORE Group recorded revenue growth thanks to the effective reorganization policies implemented, the continuous development of products in the Professional Services and Training area, the good performance of the Events area, and the stability of advertising revenues, as well as product and content credibility, high quality and innovation.

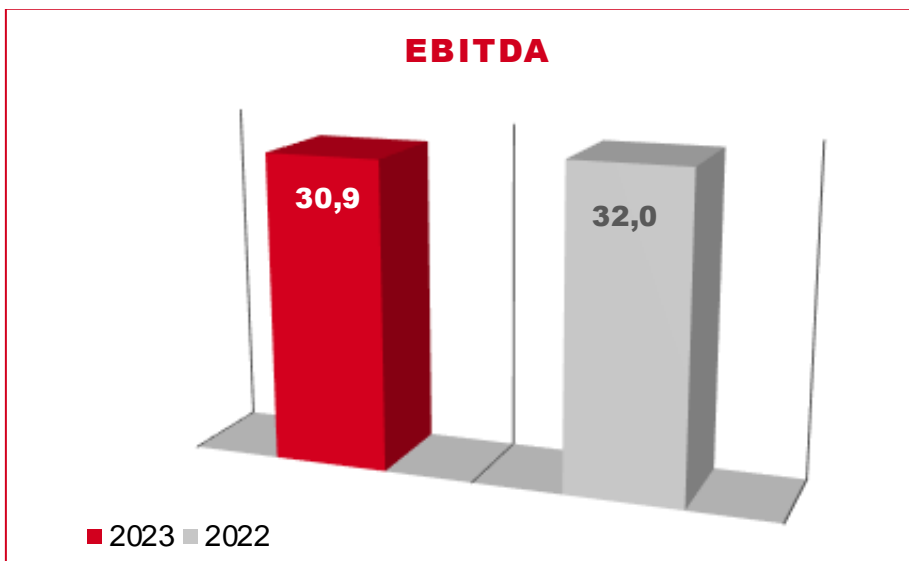
Below are the main economic, equity and financial figures of the 24 ORE Group as at 31 December 2023 derived from the consolidated financial statements and compared with the results of the previous year:

KEY CONSOLIDATED FIGURES OF THE 24 ORE GROUP		
Euro thousands	FY 2023	FY 2022
Economic data		
Revenues	215,068	211,556
Gross operating margin (EBITDA)	30,880	31,951
Operating profit (loss) (EBIT)	14,381	11,478
Profit (loss) before taxes	10,688	7,441
Net profit (loss)	7,696	534
	31.12.2023	31.12.2022
Balance sheet figures		
Non-current assets	100,694	114,032
Current assets	150,324	131,733
Total assets	251,018	245,765
Group equity	23,598	15,925
Minority interests	-	-
Total Equity	23,598	15,925
Non-current liabilities	105,291	107,417
Current liabilities	122,128	122,423
Total liabilities	227,420	229,840
Total equity and liabilities	251,018	245,765
Net financial position	(22,176)	(43,803)

In 2023, the 24 ORE Group reported **consolidated revenues** of Euro 215.1 million (Euro 211.6 million in 2022), up Euro 3.5 million (+1.7%) compared to 2022.



The **gross operating margin (EBITDA)** of the area was a positive Euro 30.9 million as at 31 December 2023 (14.4% as a percentage of revenues) and compares with a positive EBITDA of Euro 32.0 million (15.1% as a percentage of revenues) in 2022. *EBITDA* reflected higher costs totalling Euro 2.5 million and lower operating income of Euro 2.1 million, partly offset by the Euro 3.5 million increase in revenues.



The 24 ORE Group closed 2023 with a positive EBIT of Euro 14.4 million and a net profit of Euro 7.7 million. Equity amounted to Euro 23.6 million, an increase of Euro 7.7 million compared to equity in the consolidated financial statements at 31 December 2022, which amounted to Euro 15.9 million.

The **net financial position** at 31 December 2023 was a negative Euro 22.2 million and compares with a negative Euro 43.8 million at 31 December 2022, an improvement of Euro 21.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Key summary figures of the 24 ORE Group net of non-recurring income and expenses

Below are the Group's key financial figures for 2023, net of non-recurring income and expenses:

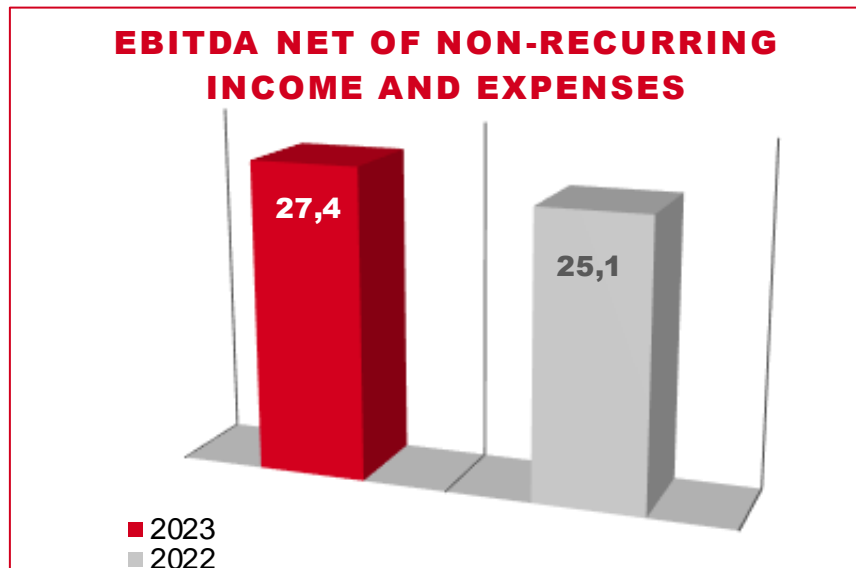
KEY CONSOLIDATED FIGURES NET OF NON-RECURRING INCOME AND EXPENSES

Euro thousands	FY 2023	FY 2022
Revenues	215,068	211,556
EBITDA net of non-recurring income and expenses	27,365	25,102
EBIT net of non-recurring income and expenses	12,039	8,842
Profit (loss) before taxes net of non-recurring income and expenses	8,347	4,804
Net profit (loss) net of non-recurring income and expenses	7,055	1,396

The **gross operating margin** (EBITDA), net of non-recurring income and expenses at 31 December 2023 was a positive Euro 27.4 million, compared to a positive Euro 25.1 million in 2022.

Indeed, 2023 EBITDA benefited from non-recurring income of Euro 3.5 million from:

- tax credit for Euro 2.1 million, granted to newspaper and periodical publishing companies registered with the ROC (Register of Communication Operators) on the expenses incurred in 2020 for the distribution of published titles, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021;
- release of Euro 0.7 million of the liability recognized in previous years for charges that the Group could have incurred in connection with the disposal of the Carsoli (AQ), Milan and Medicina (BO) production plants, for which the risk has been eliminated with the sale or disposal of the related properties;
- partial restatement of the liability recognized in the financial statements for restructuring expenses to personnel, which resulted in the recognition of a gain of Euro 0.4 million;
- collection of Euro 0.2 million as a settlement amount related to the liability action brought against the former Editorial Director.



Below is the breakdown of non-recurring income and expenses compared to 2022:

BREAKDOWN OF CONSOLIDATED NON-RECURRING INCOME AND EXPENSES		
Euro thousands	FY 2023	FY 2022
Gross operating margin (EBITDA)	30,880	31,951
Distribution contributions	2,146	
Release of provision for risks - disposal of production plants	720	
Recalculation of payable for personnel restructuring expenses	449	555
Settlement of the liability action with the former Editorial Director	200	
Covid-19 contributions		2,449
Partial settlement of the liability action		2,600
Release (allocation) of provision for social security risks		121
Releases (allocations) for tax risks		1,123
Total non-recurring income and expenses with impact on EBITDA	3,515	6,848
EBITDA net of non-recurring income and expenses	27,365	25,102
Operating profit (loss) (EBIT)	14,381	11,478
Total non-recurring income and expenses with impact on EBITDA	3,515	6,848
Write-down of radio frequencies (impairment test)	(3,000)	(3,960)
Write-down of goodwill (impairment test)	(100)	(300)
Gain on disposal of real estate	1,927	
Write-down of Carsoli property (fair value)		(1,460)
Effects of contractual changes on lease agreements (Sublease)		1,508
Total non-recurring income and expenses with impact on EBIT	2,341	2,636
EBIT net of non-recurring income and expenses	12,039	8,842
Profit (loss) before taxes	10,688	7,441
Total non-recurring income and expenses with impact on EBIT	2,341	2,636
Total non-recurring income and expenses on profit (loss) before taxes	2,341	2,636
Profit (loss) before taxes net of non-recurring income and expenses	8,347	4,804
Net profit (loss)	7,696	534
Total non-recurring income and expenses on net profit (loss) before taxes	2,341	2,636
Write-down of taxes	(1,700)	(3,498)
Total non-recurring income and expenses on net profit (loss)	641	(862)
Net profit (loss) net of non-recurring income and expenses	7,055	1,396

■ Significant events in the year 2023

On 30 January 2023, the Board of Directors resolved, subject to the favourable opinion of the Board of Statutory Auditors, to appoint Emilio Bernacchi *ad interim* as Manager in charge of financial reporting.

On 31 January 2023, the 24 ORE Group's first ESG Plan was approved and Gionata Tedeschi was appointed General Manager Innovation and Sustainability of the 24 ORE Group.

On 21 February 2023, the Board of Directors approved the 2023-2026 Plan, which confirms the Group's constant and sustainable growth through the digitisation of products and processes, globalisation and continuous brand enhancement.

The evolution of the reference context has indeed led to a revision of some initiatives included in the previous 2022-2025 Plan and to a rescheduling of the timing of their launch at the same time as the introduction of several new projects.

The 2023-2026 Plan has three basic development pillars:

- ✓ digitalization of products and processes with a further acceleration and drive, from a digital first and platform neutral perspective, towards the creation and production of quality content in the various formats, focusing on the integration of the various business units, innovation and the use of customer base usage data;
- ✓ globalization in every segment with the strengthening of existing partnerships with some of the leading international news organizations;
- ✓ brand enhancement both in the training business and with the development of new products and services dedicated to professionals in the field of innovation and sustainability.

The Ordinary Shareholders' Meeting held on 27 April 2023:

i) approved the allocation of the year's profit of Euro 623,172 for Euro 114,025 to the "Legal Reserve", so that the latter is equal to one-fifth of the Share Capital, pursuant to article 2430 of the Italian Civil Code, and for Euro 509,147 to the "Restricted reserve from the write-back of equity investments measured using the equity method";

ii) acknowledged the 2022 Consolidated Non-Financial Statement, contained in the 2022 Annual Financial Report, published on 6 April 2023 and prepared in accordance with Legislative Decree no. 254 of 30 December 2016;

iii) resolved to approve the first section of the Report on Remuneration Policy and Remuneration Paid pursuant to article 123-ter, paragraph 3-bis, of the Consolidated Law on Finance (TUF), containing the illustration of the Company's Policy on the remuneration of the Boards of Directors, Key Executives, Other Executives and, without prejudice to the provisions of article 2402 of the Italian Civil Code, of the members of the Board of Statutory Auditors as well as the procedures used for the adoption and implementation of this policy;

iv) voted in favour of the second section of the Report relating to the remuneration paid during the relevant year pursuant to article 123-ter, paragraph 6, of the Consolidated Law on Finance;

v) also approved the appointment, pursuant to and for the purposes of article 2386, first paragraph, of the Italian Civil Code and article 19 of the Articles of Association, and therefore until the end of the term of office of the other Directors currently in office, i.e. until the date of the Shareholders' Meeting called to approve the financial statements for the year ending 31 December 2024, Gianmario Verona, Independent Director, pursuant to the applicable legislative and regulatory provisions, and Roberta Cocco, Non-independent Director of the Company, who will receive remuneration equal to that approved for the other Directors currently in office by the Ordinary Shareholders' Meeting of 27 April 2022.

Lastly, the Extraordinary Shareholders' Meeting approved the amendment of articles 13 (*Participation in and running of the Shareholders' Meeting*), 19 (*Requirements and appointment of Directors*), 22 (*Meetings of the Board of Directors*) and 37 (*Distribution of profits*) of the Articles of Association, as proposed in the Board of Directors' report pursuant to article 72 of the Issuers' Regulation adopted by CONSOB resolution no. 11971 of 14 May 1999, and published on 6 April 2023, it being understood that the resolution to amend article 37 of the Articles of Association, which had also obtained the approval of the Meeting of Holders of special category shares, also held on 27 April 2023, was subject to the fulfilment of the "Condition Precedent", as defined in the text of the same explanatory report of the Board of Directors, which should be referred to for the details, which then took place on 7 June 2023.

Exclusively with regard to the proposed amendment to article 37 of the Articles of Association, the Board of Directors deemed this amendment to be relevant pursuant to article 2437, paragraph 1, letter g) of the Italian Civil Code, pursuant to which shareholders who did not participate in the approval of the resolutions concerning the following have the right to withdraw from the Company, for all or part of their shares:

"amendments to the articles of association concerning voting or participation rights" (the "Right of Withdrawal").

The Shareholders' Meeting of the holders of the special category shares of Il Sole 24 ORE S.p.A., also held on 27 April 2023:

i) approved the financial statements pursuant to article 146, paragraph 1 lett. c) of Legislative Decree no. 58/1998 ("TUF") of the Common Representative for the 2020-2022 three-year period, relating to the fund set up for the expenses necessary to protect the common interests of the Shareholders holding special category shares;

ii) confirmed as Common Representative of special category Shareholders Marco Pedretti, determining the duration of the term of office of the Common Representative as three financial years and therefore until the Shareholders' Meeting called for the approval of the financial statements for the year that will close on 31 December 2025 and set his remuneration at Euro 10,000.00 thousand gross per year, therefore leaving it unchanged from the previous term of office;

iii) approved, pursuant to art. 146 para. 1, letter b) of the Consolidated Law on Finance, the proposal to amend article 37 of the Articles of Association concerning the Distribution of Profits in accordance with the proposal made by the Common Representative in his report, in compliance with the proposal formulated by the Board of Directors in the relative report pursuant to article 72 of the Issuers' Regulation adopted with CONSOB Resolution no. 11971 of 14 May 1999, both published on 6 April 2023.

On 10 May 2023, the Board of Directors appointed Roberta Cocco as Chairman of the Committee on compliance with the 24 ORE Group's Editorial Mission, confirming the appointment already assigned to her on 30 January 2023. The term of office of this position had come to an end when the term of office as Director ended on 27 April 2023.

On 12 June 2023, the Board of Directors of Il Sole 24 ORE S.p.A. approved calling the Shareholders' Meeting for 14 July 2023, in order to submit to a proposed settlement with the former Editorial Director of the corporate liability action pursuant to articles 2392 and 2393 of the Italian Civil Code brought, subject to authorization by the Shareholders' Meeting pursuant to article 2393 of the Italian Civil Code on 30 April 2019, through civil action G.R. no. 30810/2019 lodged before the Court of Milan.

On 19 June 2023, with reference to the resolution of the Extraordinary Shareholders' Meeting of the Company held on 27 April 2023 that approved the amendment, in particular, of article 37 (*Distribution of Profits*) of the Articles of Association, the Company disclosed the fulfilment of the Condition Precedent that made the effectiveness of the resolution to amend article 37 of the Articles of Association conditional on the fact that the amount to be paid by the Company pursuant to article 2437-*quater* of the Italian Civil Code, to the Shareholders holding special category shares that had exercised their right of withdrawal, did not exceed a total of Euro 2,000,000.

On 20 June 2023, the Articles of Association with the updated article 37 (*Distribution of Profits*) were registered with the Register of Companies of Milan, thus becoming effective.

On 21 June 2023, the Company published the Notice to Shareholders of Special Category Shares of Il Sole 24 ORE S.p.A. (pursuant to article 84 of Consob Regulation no. 11971/1999 concerning the filing with the Milan Register of Companies Office, pursuant to article 2437-*quater*, paragraph 2, of the Italian Civil Code, of the offer under option of 8,032 special category shares of Il Sole 24 ORE S.p.A. for which the Right of Withdrawal has been exercised)

Pursuant to article 2437-*quater*, paragraph 1 and 2 of the Italian Civil Code, the Withdrawn Shares were offered under option, on equal terms, to the holders of special category shares of the Company in proportion with the number of special category shares held by each of them at the close of business on 22 June 2023 (record date) for which the Right of Withdrawal had not been exercised, in the following ratio: no. 1 Withdrawn Share for every 6,974 option rights (the "Option Rights") exercised.

The Withdrawn Shares were offered under option at a unit price of Euro 0.490 per Acquired Share (the "Offer Price"), corresponding to the Unit Settlement Value established in accordance with article 2437-ter, paragraph 3, of the Italian Civil Code.

The acceptance period of the Offer under Option within which Entitled Parties could exercise - under penalty of forfeiture - their Option Rights and Pre-emption Rights ran from 21 June 2023 until 28 July 2023.

On 28 July 2023, the Company announced the conclusion of the acceptance period for the Offer under Option and the simultaneous Pre-Emption Offer pursuant to art. 2437-quater, paragraphs 1 and 2, of the Italian Civil Code (the "Offer under Option" or the "Offer") aimed at the Holders of special category shares that had not exercised, in whole or in part, their right of withdrawal following the amendment of article 37 (Distribution of Profits) of the Company's Articles of Association, approved by the Extraordinary Shareholders' Meeting and the Meeting of Holders of special category shares on 27 April 2023, to purchase the withdrawn special category shares at the unit price of Euro 0.490 (the "Unit Settlement Value").

At the end of the acceptance period, the Company announced the exercise of option rights for 70 withdrawn special category shares and pre-emption rights for 12,186 withdrawn special category shares.

With reference to pre-emption rights, since the number of withdrawn special category shares requested was greater than the number of withdrawn shares that remained unsubscribed at the end of the Offer under Option (equal to 7,962 shares), the 7,962 withdrawn special category shares that remained unsubscribed was allocated among all requesting parties in proportion with the number of options held by each of them, rounding down to the nearest whole number and then proceeding to allocate the remaining withdrawn special category shares that remained unsubscribed on the basis of the largest remainder method.

Therefore, all of the withdrawn special category shares were acquired as a result of both the exercise of option rights and the exercise of pre-emption rights, pursuant to the second and third paragraphs of article 2437-*quater* of the Italian Civil Code.

The settlement of the withdrawn special category shares purchased following the exercise of option and pre-emption rights (and, therefore, the transfer of withdrawn special category shares against payment of the Unit Settlement Value) took place on 4 August 2023 through the Monte Titoli system via the depository intermediaries.

On 1 August 2023, the Company announced the overall results of the Offer under Option, including any exercise of the Pre-emption Right, by publishing a specific notice in the daily newspaper *Il Sole 24 ORE* and on the Company's website www.gruppo24ore.ilsole24ore.com.

On 5 July 2023, Dow Jones and the 24 ORE Group, two top national and international players in the media sector, announced that they had entered into a multi-year partnership to provide the Italian and foreign markets with business news and financial information characterized by the reliability, accuracy and timeliness of their respective news bulletins.

The new Dow Jones Radiocor Newswire offers real-time news in Italian produced by the *Il Sole 24 ORE* Radiocor news agency, market news and insights from the Dow Jones Newswire news agency translated from English into Italian, and data on macroeconomic events from more than 60 countries. The new newsletter will be distributed in Italy and abroad, meeting the needs of the Italian business community around the world.

The agreement also includes the possibility for Radiocor to distribute the English-language Dow Jones Institutional News, Equity Trader and Multi-Asset Trader news bulletins in Italy, and for Dow Jones to distribute the Radiocor news bulletin abroad. The partnership between Radiocor and Dow Jones Newswire complements the existing 24 ORE Group collaboration with Factiva, the Dow Jones business intelligence platform, through which the daily content of *Il Sole 24 ORE* and Radiocor is made available to Factiva's global customer base.

On 14 July 2023, the Shareholders' Meeting of Il Sole 24 ORE S.p.A. approved a settlement with the former Editorial Director of the corporate liability action pursuant to articles 2392 and 2393 of the Italian Civil Code, referred to in the explanatory report published on 14 June 2023, which had been brought, after authorization by the Shareholders' Meeting on 30 April 2019, by means of the civil action lodged before the Court of Milan under G.R. no. 30810/2019.

On 17 July 2023, Elisabetta Floccari became Chief Financial Officer of the 24 ORE Group and on 1 August 2023, the Board of Directors resolved, subject to the favourable opinion of the Board of Statutory Auditors, to appoint her as Manager in charge of financial reporting.

■ Market context

In 2023, the macroeconomic and geopolitical environment continued to be characterized by elements of uncertainty such as the conflicts in Ukraine and the Middle East (which broke out in October 2023), high inflation, albeit declining compared to 2022, mainly due to the slowdown in energy prices, and a high cost of living that rose over just two years as much as in the previous twenty (source: *Eurostat data processing*).

Italian GDP is expected to grow by 0.7% in both 2023 and 2024, at a slower pace than in 2022 (source: ISTAT; Italy's economic outlook in 2023-2024 - 5 December 2023).

ADS data for major national newspapers indicate a decline in total circulation of print copies added to digital copies of -4.4% for 2023 compared to 2022, with a decline in circulation of the print version of -10.4% offset in part by an increase in digital circulation of +7.4% (source: *ADS data processing January-December 2023*).

Listening figures for radio for the year 2023 recorded a total of 36,343,000 listeners on the average day, up 7.5% from 2022 (source: *RadioTER 2022-2023*).

In 2023, the System 24 (the division that carries out advertising concessionaire activities for the Group's main media) reference market closed with +1.5% (net of local newspaper advertising): newspapers closed at -4.9% (net local), magazines at +0.8%, radio at +6.0% and digital at +2.4% (source: *Nielsen January/December 2023 vs 2022*).

For 2023 overall growth was confirmed in tax publishing and legal publishing thanks to regulatory reforms, the new push for digitalization involving professionals and companies, the investments envisaged by the National Recovery and Resilience Plan for companies and PA and indirectly for professionals in the role of their consultants. Other opportunities are represented by subsidized finance and ESG issues. In terms of media, 2023 saw continued growth in electronic publishing and management software, with the increasing integration of digital editorial content. (source: *"Rapporto Databank Editoria Professionale" - Cerved S.p.A, December 2023*).

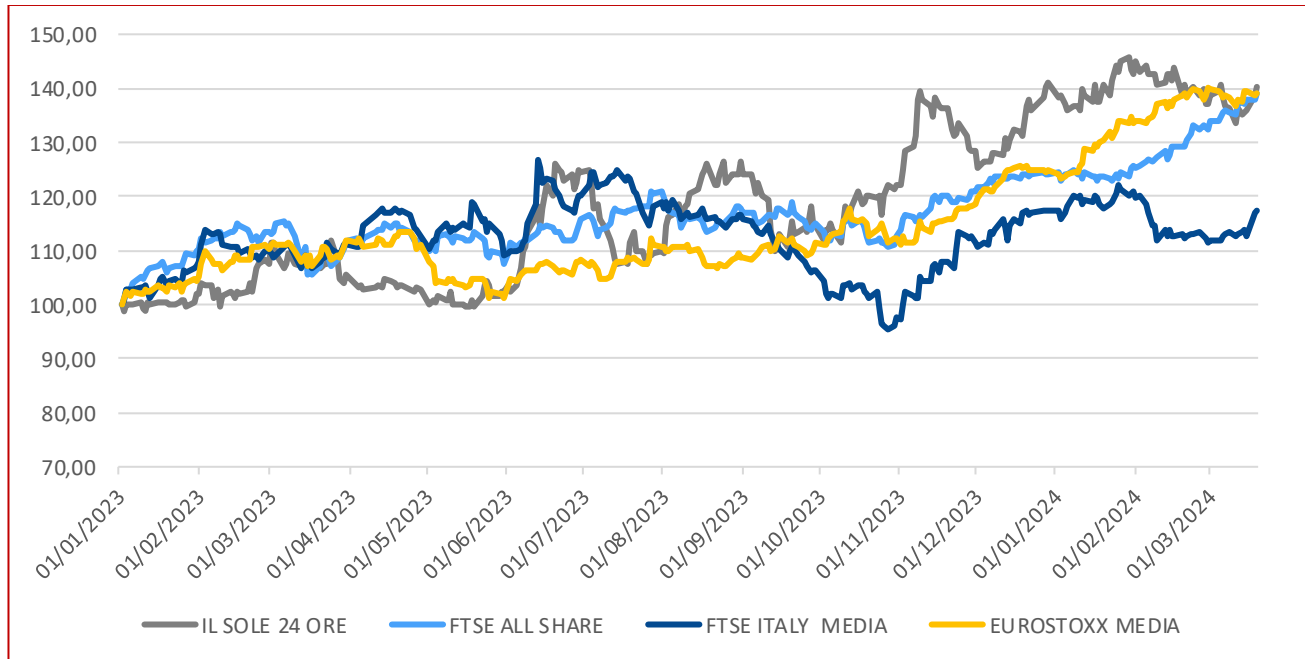
■ Shareholders

Through its Investor Relations department, the Company endeavours to establish a transparent and ongoing dialogue with its shareholders and investors, based on an understanding of their reciprocal roles, by promoting meetings with representatives of the Italian and international financial community, in full compliance with the relevant provisions in force and the rules governing the handling and disclosure of inside information.

In order to provide timely and easy access to information about the Issuer that is important to its shareholders, the Company has set up a dedicated Investor section on its institutional website (www.gruppo24ore.com), where it is possible to find information on the Issuer's economic and financial obligations, price-sensitive press releases and documentation prepared in support of corporate events and presentations.

A separate section of the Company website (www.gruppo24ore.com) is also available, reserved for the Common Representative of special category shareholders, which lists the documents produced by the Representative and the related correspondence with the special category shareholders.

■ Performance of Il Sole 24 ORE share compared to the main indices (02/01/2023 = 100)



THE SOLE 24 ORE SHARE ON THE STOCK EXCHANGE

Indicator	Date	Value
Max price	29/12/2023	Euro 0.690
Min price	03/01/2023	Euro 0.477
Opening price	02/01/2023	Euro 0.483
Closing price	29/12/2023	Euro 0.690
December average price		Euro 0.639
Annual average price		Euro 0.549
Max volumes ('000)		no. 802.9
Min volumes ('000)		no. 0.1
Annual average volumes ('000)		no. 54.3
One-off capitalization (*)	29/12/2023	Euro M 45.1
Current price	19/03/2024	Euro 0.68

(*) calculated including the 9 million unlisted ordinary shares held by Confindustria

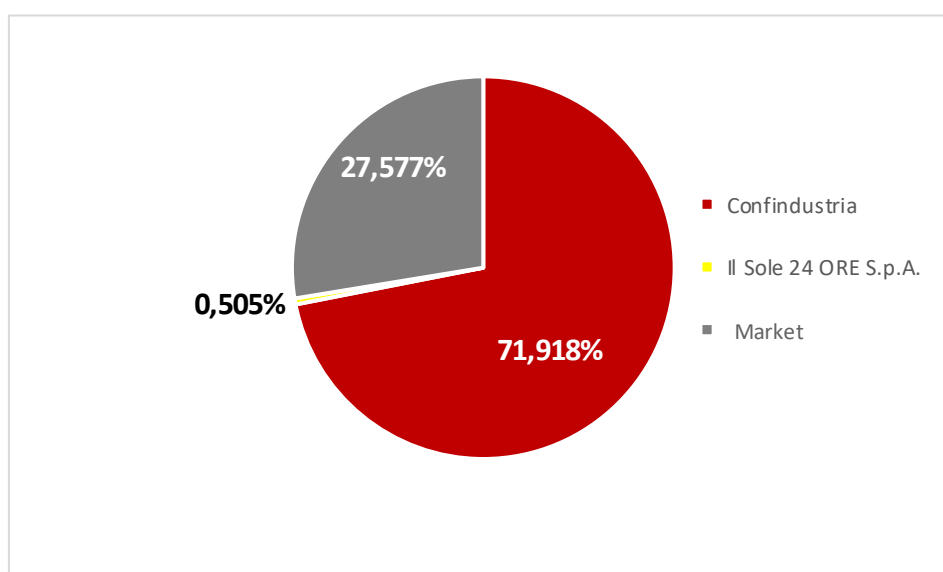
Source: Refinitiv for prices and volumes

The share price rose by 42.9% during 2023, from Euro 0.483 per share to Euro 0.69 per share.

■ Shareholding structure at 31 December 2023

SHAREHOLDING STRUCTURE				
Shareholders	no. ordinary shares	no. special shares	Total shares	%
Confindustria	9,000,000	37,995,082	46,995,082	71.918%
Il Sole 24 ORE S.p.A.	-	330,202	330,202	0.505%
Market	-	18,020,513	18,020,513	27.577%
Total shares	9,000,000	56,345,797	65,345,797	100.000%

SHAREHOLDING STRUCTURE



With regard to the provisions of article 122 of the Consolidated Law on Finance, it should be noted that the Company is unaware as of the date of this Annual Report of any shareholders' agreements.

REPORT ON PERFORMANCE OF BUSINESS AREAS

The following table shows the Group's key financial figures broken down by area of activity, highlighting EBITDA and EBIT as described in the following paragraphs.

INCOME STATEMENT BY BUSINESS AREA								
SECTOR values in Euro thousands	Revenues from third parties	Intersegment revenues	Total Revenues	EBITDA	Amortization/Depreciation	Impairment of tangible and intangible assets	Gains/losses	EBIT
PUBLISHING & DIGITAL								
FY 2023	58,501	44,670	103,171	13,289	(3,308)	-	1,957	11,938
FY 2022	60,094	44,799	104,894	12,585	(4,276)	(1,460)	81	6,930
PROFESSIONAL SERVICES AND TRAINING								
FY 2023	52,942	180	53,122	17,622	(1,219)	-	-	16,403
FY 2022	48,858	185	49,042	16,325	(1,184)	-	0	15,141
RADIO								
FY 2023	316	17,470	17,786	3,638	(2,497)	(3,000)	39	(1,819)
FY 2022	260	18,559	18,819	4,778	(2,796)	(3,960)	1	(1,976)
SYSTEM 24								
FY 2023	87,033	(3,017)	84,016	2,956	(29)	-	-	2,927
FY 2022	87,320	(2,860)	84,460	1,073	(29)	-	-	1,045
EVENTS								
FY 2023	4,703	3,648	8,351	1,720	(32)	(100)	-	1,589
FY 2022	4,142	3,078	7,219	1,652	(18)	(300)	-	1,334
CULTURE								
FY 2023	11,573	1,056	12,628	(2,647)	(481)	-	(0)	(3,129)
FY 2022	10,881	1,057	11,939	425	(463)	-	-	(38)
CORPORATE AND CENTRALIZED SERVICES								
FY 2023	1	-	1	(5,698)	(7,485)	-	(344)	(13,527)
FY 2022	1	-	1	(4,887)	(7,580)	1,508	2	(10,957)
CONSOLIDATED								
FY 2023	215,068			30,880	(15,052)	(3,100)	1,652	14,381
FY 2022	211,556			31,951	(16,345)	(4,212)	85	11,478

■ Publishing & Digital

Publishing & Digital is the business area that includes the daily newspaper Il Sole 24 ORE, digital products linked to the newspaper, products attached to the newspaper, magazines, add-ons, the website and the press agency Radiocor Plus.

RESULTS OF THE PUBLISHING & DIGITAL AREA

Euro thousands	FY 2023	FY 2022	change %
Circulation revenues/other	58,609	60,279	-2.8%
Advertising revenues	44,562	44,615	-0.1%
Revenues	103,171	104,894	-1.6%
Gross operating margin (EBITDA)	13,289	12,585	5.6%
EBITDA Margin %	12.9%	12.0%	0.9 p.p.
Operating profit (loss) (EBIT)	11,938	6,930	72.3%

Products, customers and operations

The editorial offices of the daily newspaper Il Sole 24 ORE are organized by thematic sections and are located in the two main offices of Milan and Rome and in five other Italian offices (Genoa, Turin, Naples, Venice and Palermo). The Newspaper, in particular, has international coverage through correspondents posted in three foreign cities (Brussels, Frankfurt and New Delhi). Overall, the newspaper's editorial structure includes 182 employed journalists, who also contribute to the content of the www.ilsole24ore.com portal and the titles *How To Spend It* and *24Hours*.

In 2023, the newspaper printing process took place in the plants of third-party suppliers in Erbusco, Rome, Messina and Cagliari, with a total of 24.5 million copies printed.

The news agency Radiocor Plus follows in real time the performance of financial markets, news about the Italian and international economy, the activities of Parliament and the Government. The schedule offers news and insights into the real economy sectors (Healthcare, Agro-industry, Real Estate, Infrastructure), with particular attention to the issue of sustainability and European funding. The Agency employs 50 journalists; the main products created by the Agency are: the economic-financial news Radiocor Finanza, the Radiocor Plus news, the ESG news, the Breaking News, the tabular data on macroeconomic and financial indicators and finally a wide range of personalized editorial products (newsletters, articles, video interviews) for participation in European, national and regional calls for tenders. In 2023, the Agency supplemented its offer with a new economic and financial news bulletin produced in partnership with Dow Jones Newswire and joined the List of News Agencies of National Significance established by the reform on criteria for the acquisition of news services by the public administration. The agency also oversees thematic information platforms that provide users with industry information, databases and profiled and personalized multimedia content.

Market performance

ADS data for major national newspapers indicate a decline in total circulation of print copies added to digital copies of -4.4% for 2023 compared to 2022, with a decline in circulation of the print version of -10.4% offset in part by an increase in digital circulation of +7.4% (*source: ADS data processing January - December 2023*).

Area performance

The **Publishing & Digital** area closed 2023 with revenues of Euro 103.2 million, down 1.6% compared to the previous year.

Circulation and other revenues totalled Euro 58.6 million, down (-2.8%) compared to 2022, mainly as a result of the drop in revenues generated by the sale of the newspaper. The Radiocor Plus agency shows revenues of Euro 8.3 million in 2023, an increase of Euro 0.7 million (+9.2%) compared to 2022.

Circulation figures and copies sold of Il Sole 24 ORE are reported in the section "Operating performance" below.

Advertising revenues amounted to Euro 44.6 million, basically in line (-0.1%) with 2022.

The newspaper's circulation revenues (print + digital) were down by Euro 1.9 million (-4.6%) compared to 2022, when they were Euro 42.0 million (Euro 42.3 million inclusive of online the med sections). Circulation revenues of the printed newspaper amounted to Euro 20.1 million (-7.6% compared to the previous year), while circulation revenues of the digital newspaper amounted to Euro 20.0 million, down from 2022 (-1.3%).

The **gross operating margin (EBITDA)** of the Publishing & Digital area was a positive Euro 13.3 million (12.9% as a percentage of revenues) and compares with a positive EBITDA of Euro 12.6 million (12.0% as a percentage of revenues) in 2022.

The main changes in 2023 compared to 2022 refer to:

- personnel costs of Euro 38.9 million were down by Euro 3.7 million (-8.6% compared to 2022, when they amounted to Euro 42.6 million);
- direct costs down by Euro 1.2 million (-3.1%), mainly due to lower distribution costs by Euro 1.8 million (-12.4%), partly offset by higher raw material costs by Euro 0.2 million (+3.7%) as a result of the increase in the average purchase price of paper;
- IT costs up by Euro 1.2 million (+24.2%);
- promotional, commercial and marketing expenses up Euro 1.1 million (+27.3%);

During 2023, the editorial offer of the newspaper Il Sole 24 ORE for readers was enriched with numerous initiatives and appointments at news-stands:

- the items with focus of *Norme e Tributi*, for a total of thirty-two titles, with in-depth analysis of the most important regulatory news explained by the editorial staff of Norme & Tributi;
- instant guides, for a total of thirty-six titles, with a thematic broadening from traditional regulatory, financial and educational topics to more specific topics from technology (Artificial Intelligence Guide) to investments (Wine & Finance Guide, Investing in Art Guide) to Macrotrends (2024+). In particular, to offer extra reading for summer weekends, there were two initiatives in the form of multi-release guides, one dedicated to financial education for children ("Paghetta perfetta") and the other to English idiomatic expressions ("English for everyone").

In addition, the need to offer specialized content that is always up-to-date has led to the continuation of the "Le sintesi del Sole" format, to provide in-depth, timely and concise information on the most important issues that are subject to continuous amendments in laws and decrees.

The range of information offered by Il Sole 24 ORE is completed by Local Reports (North-west, North-east, Lombardy, Central and South) which, every Friday, report on the economy of the area through investigations, business stories and interviews with the protagonists and the publication, and by Enigmistica24.

Many initiatives also on the line of books and add-ons, which sees books published by Il Sole 24 ORE written by journalists and contributors, with a distribution through news-stands, book stores and digital

stores, alongside proposals selected by third-party publishers with a view to expanding the target audience intended only for the news-stand channel.

The initiatives are divided into:

- thirty-two issues for books published by Il Sole 24 ORE, including: "Chi ci curerà" by Rosanna Mangano and Paolo Nucci on the occasion of the World Day of the Sick, on the future of public healthcare; "La società liquida" by Thomas Leoncini, co-author of Zygmunt Bauman's latest book; "Cyber Influence" by Emanuele Teti on the topics of propaganda and psychological conditioning online. "Il caso superbonus" with an *excursus* on the vicissitudes of the most debated regulatory case; "Capire l'Economia (e non solo) con Il Sole 24 ORE", a book by the editorial staff on the understanding of current economic events through the "*Sole tool*"; the instant-book "I Berlusconi" with the Lab24 brand, the visual area of Sole24Ore.com, dedicated to the family's legacy after the death of Silvio Berlusconi; the Agenda del Risparmio and Agenda della Domenica diaries, plus three books produced in collaboration with third-party partners on special initiatives.
- twenty-six releases for books in collaboration with third-party publishers, including "Il pane perduto" and "Una bambina e basta", titles for adults and children for Holocaust Remembrance Day; "Prime lezioni di fisica" and "Prime lezioni di filosofia" and manuals including "Lettura Veloce", "Corsa, la medicina perfetta", "Universo Barbecue", "Le ricette antidiabete", "Allena-mente", "300 migliori fondi" and "Scienza in 5 minuti".

Lastly, the publication of five series for a total of twenty-eight volumes began in 2023: "Instant" as of 21 January 2023: 11 releases during the year; "Quid+" as of 13 April 2023: 6 releases; "Mitologia per ragazzi", as of 21 February 2023, 3 releases, plus 3 additional releases in September: Iliad, Aeneid, Odyssey, Japanese Myths, Mythological Monsters and Greek Myths, "Management"; as of 4 April 2023: 3 releases; as of 21 April, 2 releases for the "Pazzi per" children's series.

Closing the list of publications in conjunction with Il Sole 24 ORE is *Aspenia*, the quarterly publication of Aspen Institute Italia.

The lively publishing pace on the book front is also expressed through local events:

- from 18 to 22 May 2023, Il Sole 24 ORE was back in the limelight at the Turin Book Fair with an exhibition area featuring the areas of the 24 ORE Group: Radio 24, Professional Services and Training and 24 ORE Cultura; a rich schedule of presentations on the official calendar, meetings with authors at the stand and live radio; the presence of *Domenica* with the first appointment dedicated to the 40th anniversary of the cultural insert; the launch of the first audiobook "Risparmiare è facile";
- on 29 May 2023, as part of the Trento Festival of Economics, during the second event dedicated to celebrating forty years of *Domenica*, Il Sole 24 ORE launched the second edition of its Economic and Social Non-Fiction Literary Award. The award, dedicated to unpublished works on topics from macroeconomics to finance to sustainability, social cohesion, labour, leadership, open innovation and business, saw the winner "Gioventù Bloccata" by Valentina Magri and Francesco Pastore awarded and published in May 2023, presented in Trento along with numerous other presentations of books published by the publishing house. The Trento Festival of Economics also saw the launch of "Il Manifesto per l'Educazione Finanziaria": the institutional initiative to promote financial education in schools and more generally for the development of the country's competitiveness. The Manifesto embraces all of the initiatives already undertaken to promote financial education such as *Young Finance*, the project to clearly and accurately explain to secondary school students how to manage their money for the present and their future through a series of formats from videos to books, from podcasts to school tours, and *Capire l'economia (e non solo) con Il Sole 24 ORE* dedicated to universities (book and video).

The customary historic event with the readers of Il Sole 24 ORE took place on 26 January 2023. For the third year in a row, the Telefisco event, which has reached its 32nd edition and is dedicated to all the regulatory news of the tax package, aimed at accountants and spread throughout the country, was entirely realized in digital format, with a mode of access designed to meet all the needs of users through three formulas: basic, with free live broadcasting and training credits, and plus, with deferred and digital handout and with additional webinars included. In addition, for the first time, a podcast dedicated to the salient topics discussed during the event was launched at the end of Telefisco.

On 20 September 2023, Telefisco also held its special meeting, providing professionals and companies resuming their activities with a compass to help them navigate their way through obligations and updates. The focus, as always, was on reports from the experts of Il Sole 24 ORE, who examined all current issues. Also in this case, there were two methods of participation: basic and plus.

The month of December saw the daily newspaper in the spotlight with additional local events in relation to: - the event dedicated to “Quality of Life”, the annual survey published on 4 December, which was subject to an event presenting the results and awarding the year's winners at Sala Borsa in Bologna, last year's outgoing winning city and this year's runner-up.

The event dedicated to the 40th anniversary celebrations of Domenica, the Il Sole 24 ORE cultural insert, encompassed multiple multimedia initiatives coordinated in the city of Milan, starting with a video-installation with 18 megaLEDs in the Sala dei Mosaici at the Central Train Station, an event on 12 February at Sforzesco Castle, two books on news-stands, and a website dedicated to telling the story of the celebrations and the “40 Questions on Culture” campaign.

The Alto Rendimento Award, the recognition given by Il Sole 24 ORE to Management Companies and Mutual Funds that have best combined the risk/return ratio, now in its 25th edition on 29 March 2023, again rewarded the winners in a Digital Edition with a round table and video contributions from the winners on the website ilsole24ore.com/altorendimento, and introduced the special award ceremony for the most recognized Foreign Fund Manager and Italian Fund Manager during these first 25 years of history of the Award.

Finally, the daily newspaper and the website also participated in the Trento Festival of Economics through special coverage in the form of a series of newspaper inserts, an extensive online dossier with exclusive content and videos, amplification on social channels and special local publicity initiatives.

A series of specific initiatives continued in order to strengthen penetration and engagement with young people and women. In particular, on the occasion of 8 March and 25 November, Il Sole 24 ORE proposed an integrated editorial programme for the community of female readers and users of Il Sole 24 ORE with a four-page folder entitled “Le scelte delle donne” and “#facciamorumore”, an online dossier, a book and a reserved subscription offer, all announced through a branding campaign also aimed at making reference to the fact that the 24 ORE Group was the first Italian publishing group to have acquired the Certification on Gender Equality.

Revenues from Group magazines (*How to Spend It*, and *24 Hours*) closed 2023 with a 7.0% growth.

How To Spend It, the monthly magazine dedicated to the world of luxury in collaboration with the Financial Times, began 2023 with the renewal for three years of the agreement with FT and a rebranding: with the February issue, it became HTSI, a synthetic acronym that maintains the brand's DNA and recounts it through a dedicated event held in Milan on 16 February 2023. The exclusive “HTSI ShowRooms” event, four rooms enlivened by special experiences to narrate the four underlying elements of the brand's acronym: heritage, time, sensation, innovation. To amplify the visibility of the rebranding issue, it was advertised on a billboard in Milan's city centre.

The portal www.ilsole24ore.com closed 2023 with a daily average of 1 million unique browsers, down 10.4% from the 2022 figure, influenced by traffic peaks linked to the war in Ukraine and user interest in the formation of the new government (source: Mapp Intelligence, formerly Webtrekk). In 2023, the video section recorded average growth in views of 18.0 million per month (+13.6% compared to 2022). In relation to the world of social networks, Il Sole 24 ORE exceeded 5.3 million followers in 2023, with a year-on-year increase across all platforms (Youtube +21.2%, TikTok +16.8%, LinkedIn 10.9%, Instagram 8.8%, Twitter 3.4% and Facebook 2.1%). Sources: LinkedIn Analytics, Facebook Insights, Twitter Analytics, YouTube Analytics, TikTok Analytics, Crowdtangle). Il Sole 24 ORE was also confirmed as the first publisher in terms of number of followers on LinkedIn, with the native newsletter Management 2024 exceeding 388 thousand subscribers in 2023.

To strengthen its social media presence, Il Sole 24 ORE has further extended its profiles by opening new Instagram Broadcast and WhatsApp channels (October 2023) and Threads (December 2023), as well as constantly experimenting with new languages and formats, including YouTube Shorts, the introduction of new video formats on Instagram and TikTok, live coverage of Group events and launches that are increasingly synergistic with other areas of the Group.

On 16 January 2023, a new version of the Il Sole 24 ORE app was launched in stores. New features include a new showcase highlighting the newspaper with all its inserts and up-to-date news in article and podcast format, and a new Discovery area presenting a customized feed of content designed for the user thanks to artificial intelligence algorithms. The app launch was supported by a communication campaign across Il Sole 24 ORE media and on large billboards in Milan, and through a dedicated subscription offer.

In November 2023, the content and subscription offer linked to the website and the daily newspaper was revised, with the launch of the new “Entire site” formula and the introduction in the test phase of dynamic subscription management technologies.

In December 2023, evolutionary developments were concluded on the website's internal search engine, which will be launched in the early months of 2024 and will enable users to receive more accurate results that meet their needs through customization models.

The focus on multimedia information follows the Group's path of reinforcement in the direction of a Multimedia Tech Company: in 2023, the digital offer of Il Sole 24 ORE was enhanced with video productions, a new daily schedule of live broadcasts on the website and audio productions, the continuation of the daily formats of "Start", "Le Voci del Sole", "Il punto", "Le Borse oggi" and "Market Mover", and the weekly ones "Cripto" and "Covid, contagi e vaccini oggi" and the production of new podcasts including "Lezioni di Futuro", "Vie di uscita", "Re Carlo", "Materie", "Le Grandi Voci del Festival dell'Economia di Trento", "Madre Terra - L'agricoltura in podcast", "Americane - Storie di donne indimenticabili" and the first ever video-podcast entitled Young Finance in two editions, one in the first and one in the second part of the year. The presence on the podcast production front is also reflected in the results achieved: total audio streams in the reference period from the site, app and platforms indeed exceeded 10 million (sources: Mapp Intelligence, Spreaker, Spotify for Podcasters). New Lab24s dedicated to climate change, raw materials with data visualization, labour, the succession of Silvio Berlusconi and fast fashion were also published. In particular, an important recognition was received for the “La guerra dei *chip*” Lab, which is a finalist in the “Information is Beautiful Awards 2023”, for being one of the world's best in data visualization and infographics. A focus was also placed on real time information, with the experimentation of live Radio 24 broadcasts and live video focuses and specials dedicated to the flooding in Emilia Romagna and the death of Silvio Berlusconi; as well as outdoor productions during events such as the Salone del Mobile and the Trento Festival of Economics, for which more than 60 live broadcasts were transmitted on the site, a selection of which were also posted on LinkedIn, Facebook, Twitter and YouTube, and an equal number of video reports of journalistic coverage and video content was created ad hoc for social media.

New video functions were also implemented, including a countdown to the start of live broadcasts.

In February 2023, a new stage of the Young Finance School Tour took place, after the video series and the publication of the book. Sole 24 ORE's financial education project for young people goes live with the editorial staff and creators talking to children in classes that have registered to take part in the programme by sending their applications to the dedicated website ilsole24ore.com/schooltour.

In March 2023, a number of new features were introduced within the Topics section that gathers articles by tags, which was further enhanced for search engines with the introduction of text components powered by artificial intelligence.

In September 2023, in preparation for the activities and initiatives associated with October - financial education month - the Il Sole 24 ORE Financial Education Manifesto was opened up to active citizenship participation. At ilsole24ore.com/manifesto-educazione-finanziaria website, Il Sole 24 ORE presents the 10 principles underlying the promotion of financial culture and invites all those who wish to do so to sign the Manifesto. The initiative is also supported by a dedicated advertising campaign.

■ Professional Services and Training

The Professional Services and Training Area develops integrated product systems, with technical, regulatory, training and networking content, aimed at the world of professionals, companies and public administration. The specific market segments covered are Tax, Labour, Law, Construction and Public Administration. For each of them, integrated specialized tools are created, capable of satisfying the differentiated information, operational, training, networking and visibility needs of the reference targets: databases, vertical newspapers, magazines, books, internet services, software solutions, visibility platforms, quality certification platforms and continuous learning solutions. In addition, this division is responsible for Training.

RESULTS OF THE PROFESSIONAL SERVICES AND TRAINING AREA

Euro thousands	FY 2023	FY 2022	change %
Circulation revenues/other	52,942	48,858	8.4%
Advertising revenues	180	185	-2.3%
Revenues	53,122	49,042	8.3%
Gross operating margin (EBITDA)	17,622	16,325	7.9%
EBITDA Margin %	33.2%	33.3%	-0.1 p.p.
Operating profit (loss)	16,403	15,141	8.3%

Products, customers and operations

The professional publishing offering at 31 December 2023 includes a product portfolio consisting of: 40 databases and online services, 8 magazines/periodicals (specialized titles in print and digital versions), 5 vertical thematic daily newspapers (Tax; Labour; Law; Condominium; Local authorities & Construction), 20 software packages and over 100 instant books and books sold at news-stands, book stores and through e-commerce. Periodicals are primarily sold by subscription through mail order and e-commerce.

As far as regulatory training is concerned, during the year the Company developed, starting from the “Master Telefisco”, a catalogue of in-depth masters courses, seminars and certified courses dedicated to professionals, companies and the public administration.

Market performance

For 2023 overall growth was confirmed in tax publishing and legal publishing thanks to regulatory reforms, the new push for digitalization involving professionals and companies, the investments envisaged by the

National Recovery and Resilience Plan for companies and PA and indirectly for professionals in the role of their consultants. Other opportunities are represented by subsidized finance and ESG issues.

In terms of media, 2023 saw continued growth in electronic publishing and management software, with the increasing integration of digital editorial content (*source: "Rapporto Databank Editoria Professionale" – Cerved S.p.A, December 2023*).

It will be necessary to investigate the impact on the publishing market of generative artificial intelligence solutions, which are marking an improvement in performance at great speed every release, with potentially significant impacts on both the activities of the professional categories most significant to us and the services provided to them.

Profound changes also took place in the professional categories: both the number of professionals (2022: -3.7% compared to 2021) and the number of graduates entering the independent professions (-10.3% between 2018 and 2022) decreased, while average annual income increased, especially in the technical professions (surveyors +47.7%, architects +28.4%, engineers +25.9%). In law, there was a contraction in registered lawyers (-2%), with average income growing less than the average (+5.5%). The propensity to carry out professional activity in partnerships or through the establishment of companies between multiple professionals or through association in professional firms is on the rise (*source: "VIII Rapporto sulle libere professioni in Italia" - Confprofessioni, December 2023*).

A particular signal regarding the importance of the economic factor in working as an independent professional is provided by the latest survey on the legal profession in Italy conducted in 2022 by Cassa Forense in cooperation with Censis. The results of the research show that reduced financial returns are among the main reasons why lawyers stop practising law. According to the survey, one-third of lawyers have considered leaving the profession (32.8%), mainly because of the excessive costs involved in the business that are not matched by an adequate financial reward (63.7%) and because of the decline in clients over the years (13.8%). Average income trends in the legal profession show gender as well as age disparities. On one hand, it is necessary to add the income of two women lawyers together to approach the average level received by a man (Euro 23,576 versus nearly Euro 51,000), and on the other hand, the income of a lawyer under 30 is not even one-third of that received by those over 50 (about Euro 13,000 versus Euro 45,943 for the 50-54 age group). Overall, apart from the financial aspect, one in three lawyers fears that their employment situation will worsen.

The snapshot of the independent professions and the legal market revealed by the Cassa Forense-Censis research seems to reveal a loss of attractiveness and less stability than in the past. It is not only young university graduates who increasingly prefer salaried employment to self-employment, but also self-employed people themselves are changing jobs to choose a less risky and more secure career (*source: "Rapporto sull'avvocatura 2023" - Cassa Nazionale Forense and Censis, April 2023*).

Area performance

Revenues of the Professional Services and Training area in 2023 amounted to Euro 53.1 million, an increase of Euro 4.1 million (+8.3%) compared to 2022 thanks to the revenues generated by the return to the training business, the results of innovative product lines (the Partner24ORE networking project and the Valore 24 software line) and database development. The increase in revenues was, however, offset by the decline in revenues from books, magazines and vertical thematic newspapers.

Revenues from the Professional Services business amounted to Euro 50.6 million, up Euro 1.8 million (+3.6%) compared to 2022, mainly due to the growth in database revenues of +4.9% (Euro +1.6 million; from Euro 33.3 to 34.9 million) and the software product lines Valore 24 and Partner 24 ORE networking of +13.6% (Euro +0.9 million; from Euro 6.7 to 7.6 million), partly offset by the decline in the magazine product line by -17.0% (Euro -0.5 million; from Euro 3.1 to 2.5 million).

Revenues from the Training business amounted to Euro 2.5 million and refer both to projects with Laws and Taxes content developed internally by the Area, and to revenues from the partnership started at the end of 2022 with Multiversity in areas other than those directly managed by Sole 24 ORE S.p.A.

Work continued in 2023 on the development and innovation of the offer; in particular, products and initiatives in support of professionals, companies and the PA were created, including:

- expansion of the *Modulo24* series: thematic modules, which offer in a single area, the updating of a newspaper, the in-depth analysis of a professional magazine, the specialist coverage of a manual and the operational indications of a practical guide;
- *Telefisco 2023*: the event with tax experts. In addition to the January event, the second edition held in September saw the live streaming participation of around 22,000 professionals (+33% compared to the previous year's edition) and the sale of around 900 Plus packages with the possibility of enjoying additional content and in-depth webinars for continuing education;
- *Book24ORE*: Il Sole 24 ORE's digital library with hundreds of specialized books and all current issues for professionals, divided into thematic packages (Tax and Business, Law, Labour, Technical, P.A.) which may be purchased by subscription;
- *Report+ Energia*: a new digital platform for the use not only of the content of the two annual editions of the report produced by 24 ORE Ricerche e Studi, but also for continuous updates on sector developments from an economic, financial, regulatory and legal perspective;
- *Software Valore 24*: expansion of the catalogue with the introduction of new software for payroll management (Valore 24 Payroll Cloud), ESG compliance (Valore 24 ESG) and mandatory whistleblowing procedures for companies that have employed between 50 and 249 employees in the last year (Valore24 Whistleblowing)
- *Partner 24 ORE Qualità*, the new Il Sole 24 ORE service that certifies the ability of professional firms to deliver quality services in line with growing market expectations. The service is carried out in cooperation with Cepas, a company of the Bureau Veritas Group, Italy's leading body for skills certification, training qualification and service certification, initially reserved only for accountancy firms but now extended to include the firms of lawyers and labour consultants as well;
- *Italy X*, certification the project to recognize, promote and give visibility to manufacturing companies that embody the values of Italian excellence and represent the distinctive features of our country's industrial tradition. The certification will be provided based on a set of benchmarks identified by Il Sole 24 ORE and shared by Confindustria. Verification of the individual company's compliance with the parameters prior to receiving the certification will be entrusted to a leading third-party and independent Certification Body;
- the training offer aimed at professionals, Italian companies and the public administration: a catalogue of more than 100 offerings including masters, seminars, specialization courses and workshops to continue investing in the upskilling and reskilling of employees, in line with the demands of a constantly evolving and increasingly competitive labour market.

The **gross operating margin (EBITDA)** was Euro 17.6 million (33.2% as a percentage of revenues) and compares with a value of Euro 16.3 million (33.3% as a percentage of revenues) in 2022.

■ Radio

The Radio Area manages the national radio station Radio 24, News & Talk with an editorial format that alternates radio news with information and entertainment programmes.

Market performance

Listening figures for radio for the year 2023 recorded a total of 36,343,000 listeners on the average day, up 7.5% from 2022 (*source: RadioTER 2022-2023*).

RESULTS OF THE RADIO AREA

Euro thousands	FY 2023	FY 2022	change %
Circulation revenues/other	489	469	4.3%
Advertising revenues	17,297	18,350	-5.7%
Revenues	17,786	18,819	-5.5%
Gross operating margin (EBITDA)	3,638	4,778	-23.9%
EBITDA Margin %	20.5%	25.4%	-4.9 p.p.
Operating profit (loss)	(1,819)	(1,976)	7.9%

During 2023, the market faced a scenario of uncertainty mainly linked to the international context already impacted by the war in Ukraine, aggravated by the outbreak of the conflict in the Middle East in the latter part of the year, and sustained inflation, albeit declining during the year. In spite of this uncertain context, the radio market in 2023 showed revenue growth of 6.0% compared to the previous year (*source: Nielsen January/December 2023 vs 2022*).

In terms of space, the year 2023 recorded +8.1% compared to 2022 (*source: Nielsen January/December 2023 vs. 2022; analysis by seconds*).

In the radio market, observed by space in number of seconds, the Distribution sector confirms its supremacy with a slightly decreasing trend compared to 2022 (-2.0%). The Automotive sector was positive (+60.0%), while the Telecommunications (-35%); Professional Services (-27.0%); Tourism and Travel (-15%), IT/Photography (-10.0%) and Finance/Insurance (-2.0%) sectors contracted. These last five sectors account for 37.2% of advertising sales for Radio 24 in seconds (*source: Nielsen January/December 2023 vs. 2022; analysis by seconds*).

Area performance

In 2023, Radio 24 had 2,234,000 listeners on the average day, a figure broadly in line with listeners in 2022 (-1.2% compared to 2022). An audience stably over 2.2 million listeners confirms the position of Radio 24 as an authoritative broadcaster with original, quality content (*source: RadioTER 2022-2023*).

The Radio area closed 2023 with revenues of Euro 17.8 million, compared to revenues of Euro 18.8 million in 2022 (-5.5%).

Advertising revenues in 2023 on radio stations and the website *www.radio24.it* amounted to Euro 17.3 million (-5.7% on the previous year).

In terms of space, Radio 24 closed 2023 at -5.5% compared to 2022 (*source: Nielsen January/December 2023 vs. 2022; analysis by seconds*). The slowdown in particularly important areas of Radio 24's advertising sales weighed heavily: Industry/construction/activities, Finance/insurance, Professional services, IT/photography which together recorded a decrease of 20.0%. The contraction of these sectors is partly offset by the Home, Automotive and Household sectors (among the sectors with more than one hundred thousand seconds planned in the year), which overall register growth of 31.5% compared to 2022. These sectors, which as a whole account for roughly two-thirds of sales for Radio 24 in seconds, together come to -3.5% (*source: Nielsen January/December 2023 vs. 2022; analysis by seconds*).

The Radio 24 share in seconds of the total radio market is 7.8% (*source: Nielsen - January/December 2023; no. seconds*).

In the period January/December 2023, the Radio 24 - 4.0 platform recorded an average of 2.6 million page views per month. The number of single users of the website reaches a monthly average of 482 thousand (*source: Mapp Intelligence – January/December 2023*).

The profound strategic transformation launched in October 2019, which saw the Radio 24 website transformed from a news site to a digital audio hub (from which to listen to live radio and, on demand, podcasts of all broadcasts that have aired and specific original podcasts), has continued over the years as part of the Group's Audio Content Strategy, to arrive in September 2023 at the new Radio 24 - 4.0 Platform. An advanced digital audio and video platform that is unique in the national landscape due to the richness of its content, which offers a new listening experience that can be activated and enjoyed from any device, in any place and at any time, guaranteeing the listener the same user experience regardless of access point.

At December 2023, the audio streams (downloads and on-demand streaming) of podcasts, accessible from the Radio 24 website and app, but also from the main third-party platforms such as Spotify, Google Podcasts and Apple Podcasts, Amazon Music totalled 6.8 million. From January to December 2023, 81 million podcasts were downloaded, for a monthly average of about 6.7 million (*sources: January/December 2023: Audiometrix for the website and App, Spotify Metrix for Spotify, Google Podcast Analytics for Google, Apple Analytics for Apple, Amazon Analytics for Amazon*).

The **gross operating margin (EBITDA)** of the Radio Area was a positive Euro 3.6 million (20.5% as a percentage of revenues) and compares with a positive Euro 4.8 million (25.4% as a percentage of revenues) in 2022.

EBIT was negative by Euro 1.8 million compared to a negative EBIT of Euro 2.0 million in 2022. The value recorded in the 2023 financial statements with regard to concessions and radio frequencies was Euro 11.1 million and compares with a value at 31 December 2022 that was Euro 15.2 million. The change is due to amortization of Euro 1.2 million for the year and recognition of an impairment loss on radio frequencies based on the results of the impairment test carried out to determine the recoverable amount of the Radio CGU, details of which are provided in the notes to the financial statements. The impairment recognized in 2023 was Euro 3.0 million (Euro 4.0 million in 2022).

■ System - Advertising revenues

System 24 is the division that carries out the activity of advertising concessionaire for the 24 ORE Group's main media and some third-party media.

RESULTS OF THE 24ORE SYSTEM AREA

Euro thousands	FY 2023	FY 2022	change %
Group revenues	79,793	80,717	-1.1%
Revenues from third parties	4,223	3,742	12.9%
Revenues	84,016	84,460	-0.5%
Gross operating margin (EBITDA)	2,956	1,073	175.4%
EBITDA Margin %	3.5%	1.3%	2.2 p.p.
Operating profit (loss)	2,927	1,045	180.2%

Products, customers and operations

In Italy, the concessionaire System has a matrix organization: territorial and by product/type/means. The territorial offices are present in the territory with seven sales branches.

The overall sales structure in Italy at 31 December 2023 consists of 12 employees and 76 agents. Outside Italy, sales are entrusted to the Foreign Advertising Department, present with a network of local representatives in all major countries. The subsidiary Il Sole 24 ORE UK Ltd. is responsible for the sale of advertising space in the United Kingdom and internationally. The range of specific communication projects carried out in collaboration with the marketing department was also consolidated.

Market performance

In 2023, the reference market recorded growth of +1.5% (net of local newspaper advertising): newspapers closed at -4.9% (net local), magazines at +0.8%, radio at +6.0% and digital at +2.4% (*source: Nielsen January/December 2023 vs 2022*).

Area performance

In 2023, System 24 closed with revenues of Euro 84.0 million, down 0.5% on 2022.

The performance of advertising sales is influenced by the slowdown in advertising investments that in recent months involved companies belonging to certain core sectors for the 24 ORE Group's media, particularly Finance/Insurance, IT/Photography and, to a lesser extent, Entities and Institutions.

In the advertising area, the concessionaire System broadly covers the market, also thanks to the development of special initiatives, increasingly recognized by companies as an effective vehicle of values and a means of building loyalty with their audience.

The reference market for newspapers (net local) in 2023 recorded -4.9% (total newspapers, net local, *source: Nielsen January/December 2023 vs 2022*). Il Sole 24 ORE (daily newspaper + supplements) closed 2023 down by 2.7%. For the commercial type, the Group newspaper achieved a result down 0.7%, compared to the market down 3.2% (*source: FCP Assostampa January/December 2023 vs. 2022; turnover*), and was affected primarily by the slowdown in the Financial type, for which Il Sole 24 ORE is the market leader (-23.2% for Il Sole 24 ORE and -15.6% for the market, *source: FCP Assostampa January/December 2023 vs 2022; turnover*).

The market in terms of space confirms growth for the Clothing sector (+6.6%), stable Industry/Construction/Activities (-0.4%) and Entities and Institutions (-0.4%), while the Finance/Insurance (-4.6%), Personal Items (-6.3%) and Professional Services (-9.5%) sectors showed a decline. In the newspaper Il Sole 24 ORE, these six segments account for more than two-thirds of total advertising sales (*source: Nielsen January/December 2023; no. pages*).

The magazine market is essentially stable (+0.8%) in 2023 (*source: Nielsen January/December 2023*); Group magazines closed 2023 with growth of +4.1%. Amongst the activities in H1, all of the initiatives, including cross-media, associated with the rebranding of *How to Spend It/HTSI* in February 2023 and coverage of sector events (Pitti and Milan Fashion Week) deserve special mention.

In the magazine market, in terms of space compared to 2022, there was a slight contraction for the Clothing sector (-0.3%), and the negative trend was confirmed for the Home (-4.9%) and Personal Care (-14.8%) sectors. On the other hand, the Personal Items sector performed positively, with growth of 3.5%. These four sectors, plus Tourism - for which a very positive trend is reported on HTSI with +200% - compared to 2022, account for more than three quarters of the total amount of space for HTSI (*source: Nielsen – January/December 2023 vs 2022; no. pages*).

The radio market closed 2023 at +6.0% (*source: Nielsen January/December 2023 vs 2022*). In 2023, Radio 24 recorded -6.3%, compared to the previous year. In 2023 System 24 launched the national advertising concession business for a network of local broadcasters, “Network System 24”; it thus expanded and strengthened Radio 24’s already significant market presence and audience reach, boosting commercial opportunities with increasingly diversified communication strategies capable of intercepting even generalist targets.

In the radio market in terms of space (number of seconds), the Distribution sector confirms its leadership with a downward trend compared to 2022 (-2.0%). The Automotive sector, which is the second largest market sector, is growing (+60.0%), while decreases were recorded in Telecommunications (-35%); Professional Services (-27.0%); Tourism and Travel (-15%); IT/Photography (-10.0%); and Finance/Insurance (-2.0%). These five sectors account for 37.2% of advertising sales for Radio 24 in seconds (*source: Nielsen January/December 2023 vs. 2022; analysis by seconds*).

The digital market closed 2023 with growth of 2.4% (*source: Nielsen net data January/December 2023 vs. 2022*). In 2023, the online sales of the concessionaire System recorded overall growth of 4.0% compared to 2022 (net of funds and sales of foreign titles); the Group’s sites (net of funds) recorded an increase of 4.0%. In terms of third-party concessions, in 2023 the entry into the portfolio of the publications “Numero Diez”, “CalcioeFinanza”, “TuttoMercatoWeb” and “MilanNews” for System 24 represents the choice to authoritatively cover the sports world. The new Radio24 4.0 platform was launched in September 2023.

In the digital market, there was a positive trend in the Automotive (+12.1), Media/Publishing (+4.0%), Industry/Construction/Activities (+8%) sectors; on the other hand, the Professional Services (-0.9%), Entities/Institutions (-17.0%) and Finance/Insurance (-2.5%) sectors declined (*source: FCP Assointernet January - December 2023 vs. 2022; turnover*). These six sectors together account for around three-quarters of the Group’s total advertising sales (net of funds).

The **gross operating margin (EBITDA)** was a positive Euro 3.0 million (3.5% as a percentage of revenues) and compares with a positive EBITDA of Euro 1.1 million (1.3% as a percentage of revenues) in 2022.

■ Culture

The Culture Area operates in the management and enhancement of museums (Mudec), in the production and sale of exhibitions and related services (bookshop, ticketing, events) as well as in the design and publication of books and merchandising. These activities are carried out through the subsidiary 24 ORE Cultura S.r.l.

RESULTS OF THE CULTURE AREA

Euro thousands	FY 2023	FY 2022	change %
Circulation revenues/other	12,628	11,939	5.8%
Revenues	12,628	11,939	5.8%
Gross operating margin (EBITDA)	(2,647)	425	-723.5%
EBITDA Margin %	-21.0%	3.6%	-24.5 p.p.
Operating profit (loss)	(3,129)	(38)	N.S.

Market performance

The year 2023 closed for the cultural and creative industries with still high levels of uncertainty, weighed down by the current international economic and geopolitical situation

During the year, the cultural sector was also affected by a downturn in the average expenditure of Italian households on cultural products and services. Indeed, the average expenditure is estimated to be around Euro 83.2 per household per month, up slightly from 2022, but still much lower than in the pre-pandemic period. This is mainly due to two factors: the slow post-pandemic recovery of the cultural sector and the increase in costs due to inflation. (*source: Report of the Longitudinal Observatory on the Cultural Consumption of Italians, 20 October 2023*).

Milan remains Italy's largest cultural centre in terms of spending and investments in the cultural sector. The Observatory on Cultural Consumption in the City of Milan by the Research Office of the Italian Publishers' Association (AIE), in collaboration with SIAE and Pepe Research, indeed shows that the Municipality of Milan accounts for 27% of national spending on visits to exhibitions, 23% (number of admissions) of the public and 10% of national spending on the purchase of books in trade channels (physical and online bookshops and supermarkets). Also in Milan, excluding film screenings and free events taking place in bookshops, libraries, during special week-long events and other, in 2022 there were 41,400 cultural events (more than 100 every day). In 2023, the percentage of Milanese over the age of 14 who attended at least one of these events increased to 79%, from 60% in 2022.

In 2023, Italian miscellaneous publishing, i.e. novels and non-fiction sold in physical and online bookshops and in large-scale retail outlets, grew by 0.8% in value and declined by 0.7% in number of copies compared to 2022. Sales at cover price in the fifty-two weeks amounted to Euro 1,697 million, copies sold amounted to 111.9 million (gaining Euro 13.6 million in value and losing 809 thousand copies sold compared to 2022).

Compared to 2019, sales are up 14.1% by value and 12.6% by number of copies, i.e. Euro 209.8 million more and 12.5 million copies more than in 2019. These are the data processed by the research office of the Italian Publishers' Association (AIE) on Nielsen BookScan reporting, updated monthly and available online on the Studies and Research page of the AIE website. (*source: data processed by the research office of the Italian Publishers' Association - AIE - on Nielsen BookScan reporting, updated monthly and available online on the Studies and Research page of the AIE website - Economic Situation Flash - second period December 2023*).

Area performance

The Culture area recorded revenues of Euro 12.6 million in 2023, up by Euro 0.7 million (+5.8%) compared to the previous year, which recorded revenues of Euro 11.9 million, primarily due to higher revenues from exhibitions.

The 2023 **gross operating margin (EBITDA)** of the Culture area was a negative Euro 2.6 million and compares to a positive EBITDA of Euro 0.4 million in 2022. Please recall that in 2022, the Company had benefited from relief of Euro 2.1 million from the Ministry of Culture and Tourism for operators in the art exhibition sector.

In 2023, the autumn exhibitions of 2022 were concluded at Mudec: *Machu Picchu e gli imperi d'oro del Perù (Machu Picchu and the Golden Empires of Peru)* in collaboration with WHE (World Heritage Exhibition) opened on 7 October 2022 and closed on 19 February 2023, and, at Mudec Photo, *Robert Capa. Nella storia (In history)*, which opened on 11 November 2022 and closed on 19 March 2023.

On 21 March 2023, Mudec opened its doors to the exhibition *Dali, Magritte, Man Ray and Surrealism. Masterpieces from the Boijmans Van Beuningen Museum*. The exhibition was open to the public until 30 July 2023.

On 30 March 2023, Mudec Photo welcomed the exhibition MUHOLI. A Visual Activist, open to the public until 30 July 2023. On 13 September 2023, Mudec Photo opened the DOKU Experience Center trade exhibition as part of Deutsche Bank's "The artist of the year" contest, where the works of artist LuYang are presented to the public. The exhibition in cooperation with the bank closed on 22 October 2023.

At Palazzo Reale in Milan, partner venue of 24 ORE Cultura, on 12 March 2023 the exhibition *Bosch e un altro rinascimento (Bosch and another renaissance)* closed. At Palazzo Ducale in Genoa, the exhibition *Disney. L'Arte di raccontare storie senza tempo (The Art of Timeless Storytelling)* was presented to the public and closed on 2 April 2023. The *Disney. L'Arte di raccontare storie senza tempo* exhibition continues internationally in Groningen, the Netherlands, which opened on 21 April 2023.

Mudec opened its doors on 20 September 2023 to the exhibition *Van Gogh. Pittore Colto (Artist and Reader)*, which was open to the public until 28 January 2024. On 24 October 2023, the exhibition "Rodin e la Danza" (Rodin and Dance) opened in collaboration with the Rodin Museum in Paris, and will close on 10 March 2024. On 19 October 2023, the installation "Luce dietro tracce incompiute" (Light behind unfinished traces) by Mariana Castillo Deball was inaugurated by the Municipality of Milan and will be open to the public until 7 April 2024.

It should be remembered that the concession with the City of Milan provides for a commitment by the subsidiary 24 ORE Cultura S.r.l. to organize at least two exhibitions per year.

In 2023, the exhibitions organized by 24 ORE Cultura at Mudec registered a total of 262,324 visitors (of whom 235,567 paying), which compares with 249,650 visitors (of whom 239,011 paying) in the previous year.

The free exhibition held in cooperation with Deutsche Bank recorded a total of 9,179 non-paying visitors.

Mudec's Permanent Collection recorded 125,935 non-paying visitors in the year 2023 (76,923 non-paying visitors in 2022).

At Palazzo Reale in Milan, partner venue of 24 ORE Cultura, the exhibition "Morandi 1890 - 1964" opened on 4 October 2023 in collaboration with Civita, and will close to the public on 4 February 2024.

Also at the Palazzo Reale, 31 October 2023 saw the opening of the exhibition "Goya. La ribellione della ragione" (Goya. The rebellion of reason), created together with the Real Academia de Bellas Artes de San Fernando in Madrid, which will close on 3 March 2024.

On 16 October 2023, the Modern Art Gallery of Milan, in collaboration with the Turin Museums Foundation, opened the exhibition "HAYEZ. L'officina del pittore romantico" (The romantic painter's workshop), which will close on 1 April 2024.

As part of its cultural programming strategy with the Municipality of Turin, 24 ORE Cultura in collaboration with the Turin Museums Foundation held the second edition of the video mapping project in Turin's

Piazza San Carlo. This year the project is entitled “*Città Fantastica. Favole d’inverno*” (Fantastic City. Winter tales), active during the 16 December 2023 - 7 January 2024 period.

Abroad, the last stage of the touring exhibition *Banksy and the street artists* opened on 10 December 2022 in Japan at the Isetan gallery, Niigata, and closed on 14 January 2023.

In July 2023, an agreement was formalized between 24 ORE Cultura and the Ministry of Foreign Affairs and International Cooperation with regard to the special project “*Farnesina workshop. Ideas and voices for new cultural promotion strategies abroad*”, a five-stop roadshow in five cities in Italy organized by 24 ORE Cultura with a view to promoting the network of 86 Italian cultural institutes abroad. This project involves the joint work of 24 ORE Cultura and Il Sole 24 ORE Eventi.

Abroad, at Rovati Foundation in Milan, as the first stop on an international tour, the exhibition “*Tesori etruschi. La collezione Castellani tra storia e moda*” (Etruscan treasures. The Castellani collection from history to fashion) was opened, which will close on 3 March 2024 and will be presented at the LandesMuseum in Hanover starting on 14 March 2024. The exhibition was developed in collaboration with the National Etruscan Museum of Villa Giulia in Rome, which is the most important international institution on Etruscan art.

In May 2023, as part of the cultural programme of activities linked to the exhibition “*Dalí, Magritte, Man Ray and Surrealism*”, 24 ORE Cultura, in collaboration with LAFIL, created “The Sound of Art” Project. The initiative offered the museum's public a week-long dialogue between art and music with concerts, lectures and performances at the exhibition. The activity aroused the interest of corporate entities, which decided to sponsor this schedule of events. In November 2023, as part of the cultural programme of activities related to the exhibition “*Goya. La ribellione della ragione*”, 24 ORE Cultura has renewed its collaboration with LAFIL, developing a programme of three concerts in Otto Colonne Hall at Palazzo Reale. The initiative offered the public at Palazzo Reale three evenings of free concerts inspired by the current exhibition in a dialogue between art and music.

In the publishing area, the production of books in paper format (under the 24 ORE Cultura brand and the Libri Scheiwiller brand) continued, to be sold in both the bookshop channel and at exhibition bookshops. The publication of comic books and children's books continues. Commercial activities were intensified with the creation of tailor-made sponsored volumes for companies and museum institutions (such as: the Catalogue of the *Galileo Chini, Oro e Oriente* exhibition at the Municipality of Salsomaggiore; the Catalogue of the *Gian Paolo Barbieri* exhibition at the Forte di Bard museum; the Catalogue of the *Matisse* exhibition at the Man Museum in Nuoro) and the sale abroad of 24 ORE Cultura catalogue volumes. The sale of art&design24 branded merchandising items continues in bookshops and book stores.

■ Events

The Events Area operates in the management and organization, promotion and sale, both in Italy and abroad, of conferences, events and meetings, also in collaboration with public and private entities. These activities are carried out through the company Il Sole 24 ORE Eventi S.r.l. (“24 ORE Eventi”)

RESULTS OF THE EVENTS AREA

Euro thousands	FY 2023	FY 2022	change %
Circulation revenues/other	246	37	572.7%
Advertising revenues	8,105	7,183	12.8%
Revenues	8,351	7,219	15.7%
Gross operating margin (EBITDA)	1,720	1,652	4.1%
EBITDA Margin %	20.6%	22.9%	-2.3 p.p.
Operating profit (loss)	1,589	1,334	19.0%

Market performance

In the course of 2023, the events sector accelerated its recovery trend, confirming the growth that was already underway in 2022. During the year, the sector as a whole showed double-digit growth, with +27% compared to the previous year. As a result of this trend, the Industry reached a total value of Euro 861 million for 2023. Both the absolute value and the year-on-year trend are signs of a healthy sector close to pre-pandemic values. Compared to the Euro 900 million recorded in 2019, the gap has now almost completely closed. (source: Monitor on the Events and Live Communication Market in Italy, carried out annually by AstraRicerche for AdcGroup).

This growth relates to all types of events as indicated by the Amex 2023 Global Meetings and Events Forecast. In particular, in person meetings are once again predominant, accounting for 87% of the total. At the same time, the absolute number of participants increased.

Although the return to in-person events is the main trend, digital and, even more so, hybrid events have managed to retain a significant share within the industry: digital solutions, developed in the pandemic period as a compulsory alternative to physical events, remain appreciated due to the significant advantages they can offer, including an expansion of the reachable audience and cost containment. Remote meetings therefore represent an even greater range of possibility, complementing the offerings in this area.

Area performance

The Events area closed 2023 with revenues of Euro 8.4 million and compares to revenues of Euro 7.2 million in 2022, up by 15.7% especially thanks to revenue trends of the Trento Festival of Economics.

The year 2023 was characterized by an upturn in audience attendance at theatres and growth was once again confirmed in tailor-made events, i.e. events held at the request of a client with customized specifications.

Notable initiatives in 2023 include:

- the four stages of the “Road to Trento” itinerary, 4 international events leading up to the Trento Festival of Economics in May, held in collaboration with the Italian Embassies abroad;
- "Welfare & Hr Summit" in February, now in its fourth edition;
- “Hydrogen Forum” and “Real Estate and Finance Summit” in March;
- “Obiettivo Rinascita” in April;

- the first four stages of the “InnovationDays” roadshow, which took place in Milan, Trento, Bologna and Vicenza in May and September;
- “Luxury Summit” and “Trasporti nel cuore dell’economia” in May;
- “Agrifood Summit” and “UTP Summit” in June;
- “*Stati Generali della Cultura*” in September, which this year included a two-day event involving the Municipalities of Milan and Turin;
- “*Invertire in Roma*” in September, now in its second year;
- “*Italian Energy Summit*” in September. A two-day event now in its 23rd edition with the involvement of 25 partner companies;
- *Women at the Top*, the first edition of a project created in collaboration with the Financial Times and the media partnership of Sky TG24. The project was launched with a teaser event on 17 October dedicated to female empowerment and concluded on 30 November with a double event at Teatro Lirico, a summit in the morning and an evening gala with the awarding of the WE Women Excellence prize to the winners;
- *70 Anni Radiocor* event celebrating 70 years of the Il Sole 24 ORE Radiocor news agency with a formal sit-down dinner on 8 November at Borsa Italiana;
- *Qualità della Vita* for the first time, the annual survey awards ceremony leaves Milan and moves to the winning city of the previous edition. The former winning city, Bologna, hosted the presentation of the 34th edition on 4 December;
- *40 anni Domenica*, a celebratory event for the 40th anniversary of the Sunday insert on 12 December at Sforzesco Castle.

Another event worthy of mention was the 18th edition of the “*Trento Festival of Economics*”, held from 25 to 28 May 2023, co-managed by Il Sole 24 ORE and the Province of Trento (through Trentino Marketing), with the collaboration of the Municipality and University of Trento.

The Festival surpassed the success of the 2022 edition, with over 270 scheduled events featuring more than 650 speakers - opinion leaders, experts from the most diverse disciplines, the brightest minds in science, in dialogue with personalities from politics, business and civil society (including 19 ministers, 6 Nobel Prize winners, 35 international speakers, more than 90 speakers from the academic world, 40 international and domestic economists and 40 managers and entrepreneurs). This dynamic and innovative programme schedule met with significant market recognition, with 44 partners involved, as well as widespread public success, with more than 40,000 in person participants, more than 50,000 users following the live broadcasts and videos on demand on the Festival website and over 600,000 users reached on the Festival website and the ilsole24ore.com channels.

The **gross operating margin (EBITDA)** of the Events area was a positive Euro 1.7 million (20.6% as a percentage of revenues) and compares with a positive EBITDA of Euro 1.7 million (22.9% as a percentage of revenues) in 2022.

The **operating profit (EBIT)** was Euro 1.6 million and compares with a positive EBIT of Euro 1.3 million in 2022. This amount includes, following the results of the impairment test, the write-down of Euro 0.1 million of the net book value of goodwill at 31 December 2023, allocated to the Events CGU (Euro 0.3 million in 2022).

COMMENTS ON THE ECONOMIC AND FINANCIAL RESULTS

■ 24 ORE Group

Economic performance

The following table shows the Group's key figures.

SUMMARY CONSOLIDATED INCOME STATEMENT		
Euro thousands	FY 2023	FY 2022
Revenues	215,068	211,556
Other operating income	8,040	10,153
Personnel costs	(70,741)	(74,762)
Change in inventories	472	1,277
Purchases of raw and consumable materials	(5,075)	(5,824)
Costs for services	(101,914)	(95,972)
Other operating costs	(10,968)	(10,308)
Provisions and bad debts	(4,002)	(4,170)
Gross operating margin	30,880	31,951
Amortization, depreciation and write-downs	(18,152)	(20,557)
Gains/losses on intangible and tangible assets	1,652	85
Operating profit (loss)	14,381	11,478
Financial income (expenses)	(3,564)	(4,079)
Gains (losses) on investments	(128)	42
Profit (loss) before taxes	10,688	7,441
Income taxes	(2,992)	(6,907)
Net profit (loss) from continuing operations	7,696	534
Profit (loss) from assets held for sale	-	-
Net profit (loss)	7,696	534
Profit (loss) attributable to minority shareholders	-	-
Net profit (loss) attributable to shareholders of the parent company	7,696	534

As noted above, in 2023 the 24 ORE Group recorded **consolidated revenues** of Euro 215.1 million compared to Euro 211.6 million in 2022, an increase of Euro 3.5 million (+1.7%). Advertising revenues amounted to Euro 90.9 million (+0.1% compared to 2022). Publishing revenue decreased by Euro 1.6 million (-1.6% from Euro 98.6 million in 2022 to Euro 97.1 million in 2023). Other revenues increased by Euro 5.0 million (+22.6% from Euro 22.1 million in 2022 to Euro 27.1 million in 2023).

The main dynamics that characterized consolidated revenues were:

- with regard to the Group's advertising revenues (Euro 90.9 million, up 0.1% compared to 2022), the trend in advertising sales was conditioned by the slowdown in advertising investments that has involved companies belonging to the core sectors for the 24 ORE Group's media in recent months (Finance/Insurance, IT/Photography and, to a lesser extent, Entities and Institutions);
- publishing revenues decreased by Euro 1.6 million, mainly in connection with the trend in circulation revenues of the daily newspaper (print + digital) amounting to Euro 40.3 million, down by Euro

- 1.9 million (-4.6%) compared to 2022 and the decline in revenues from books, magazines and vertical thematic newspapers. These changes are partly offset by growth in database revenues;
- other revenues increased by Euro 5.0 million, mainly due to the return to the training business (Euro +2.3 million compared to 2022) and higher revenues from the Valore 24 software product lines and Partner 24 ORE networking, conferences and exhibitions.

Circulation (paper + digital) of the daily newspaper Il Sole 24 ORE for 2023 totalled 127,636 average copies per day (-6.0% compared to 2022, while the market was down -4.4%). Specifically, the average daily print circulation reported to ADS for 2023 was 41,709 copies (-12.9% vs. 2022). Digital circulation reported to ADS was 85,926 average copies per day (-2.2% vs. 2022). News-stand sales for 2023 (*source: ADS, Individual print sales*) were down 9.5% compared to the previous year with the market contracting in the same channel by 10.6%.

The data refer to what the Publisher declared to ADS, considering that the ADS Regulation provides for the possibility of declaration of multiple and promotional digital copies in the presence of adoption.

On 6 March 2024, the ADS Council issued the certification for data reported for the year 2022 without any findings.

Furthermore, the Group asked an independent third-party Company to express an opinion on the effective application of the appropriate procedures adopted for the calculation of the Total Paid For Circulation ("TPFC", i.e. the total number of daily paid sales of Il Sole 24 ORE in all markets through print and digital channels) at 31 December 2023; on conclusion of its checks, the independent third-party Company issued an unqualified Assurance Report (ISAE 3000 - Limited assurance) on 28 February 2024.

Based on these procedures, the average Total Paid For Circulation in 2023 was determined to be 174,902 copies (+0.1% compared to 2022), including all multiple digital copies sold, but not reportable as circulated for ADS purposes and therefore not included in the relevant statement.

The 2023 **gross operating margin (EBITDA)** was a positive Euro 30.9 million and compares to a positive EBITDA of Euro 32.0 million in 2022. The change in *EBITDA* is mainly attributable to the lower operating income of Euro 2.1 million, with total costs rising by Euro 2.5 million. During the year, there was an increase in direct and operating costs, in particular service costs, which was partly offset by a reduction in personnel costs. In 2023, non-recurring income of Euro 3.5 million was recognized, consisting of:

- Euro 2.1 million referring to the tax credit for the year 2021 recognized in favour of newspaper and periodical publishing companies registered with the ROC on the expenses incurred in the year 2020 for the distribution of the titles published, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021;
- Euro 0.7 million relating to the release of the liability recognized in previous years for charges that the Group could have incurred for the disposal of production facilities;
- partial restatement of the liability recognized in the financial statements for restructuring expenses to personnel, which resulted in the recognition of a gain of Euro 0.4 million;
- Euro 0.2 million collected as a settlement amount related to the liability action brought against the former Editorial Director.

Net of non-recurring income, EBITDA was a positive Euro 27.4 million, an improvement of Euro 2.3 million compared to a positive Euro 25.1 million in 2022.

Personnel costs of Euro 70.7 million were down by Euro 4.0 million compared to 2022. During the year, there was a lower cost resulting primarily from the reduction in the workforce and turnover trends, as well as the increased use of the residual holiday provision. The average number of employees, 716, decreased by 53 (mainly graphic designers and printers) compared with the previous year when it amounted to 769.

Costs for services amounted to Euro 101.9 million, up Euro 5.9 million (+6.2%) compared to 2022. The main changes are attributable to:

- commissions and other sales expenses up by Euro 1.3 million (+6.7% from Euro 20.0 to 21.4 million);
- expenses for conferences and exhibitions up Euro 2.0 million (+30.2% from Euro 6.8 million to Euro 8.8 million);
- expenses for IT and software services up Euro 1.2 million (+15.4% from Euro 7.6 million to Euro 8.8 million);
- promotional and commercial expenses up Euro 1.3 million (+12.6% from Euro 10.2 to 11.5 million);
- expenses for utilities up Euro 0.3 million (+15.2% from Euro 2.0 to 2.3 million);
- distribution costs down Euro 1.9 million (-11.8% from Euro 15.7 to 13.9 million).

Operating profit (EBIT) was positive by Euro 14.4 million in 2023 and compares with a positive EBIT of Euro 11.5 million in 2022, an improvement of Euro 2.9 million. Depreciation and amortization for the year amounted to Euro 15.1 million, down by Euro 1.3 million compared to 2022. Capital gains of Euro 1.9 million were recognized in the year, mainly related to the sale of production sites in Carsoli (AQ) and Milan - via Busto Arsizio. The capital gain was determined considering the additional price component of Euro 750 thousand underlying the contractual agreements for the sale of the Milan Via Busto Arsizio property, duly collected in December 2023. In 2023, write-downs of Euro 3.1 million were recorded as a result of impairment testing, including Euro 3.0 million relating to radio frequencies and Euro 0.1 million relating to Events CGU goodwill (these CGUs were written down by a total of Euro 4.3 million in 2022). Net of non-recurring income, EBIT was a positive Euro 12.0 million, an improvement of Euro 3.2 million compared to a positive Euro 8.8 million in 2022.

The **profit before taxes** was Euro 10.7 million and compares with a profit of Euro 7.4 million in 2022. Negative net financial expenses and income of Euro 3.6 million (negative Euro 4.1 million in 2022) had an impact.

During the year, income taxes amounted to Euro 3.0 million, of which Euro 0.7 million for IRAP and Euro 0.3 million for IRES. The reversal of deferred tax assets, previously recognized on tax losses and temporary differences, was also recognized for a total of Euro 1.4 million, in consideration of the taxable income realized during the year, together with the reversal of deferred tax liabilities of Euro 1.2 million. In addition, following the update of estimates on the 2024-2027 Business Plan, forecasts regarding the utilization of residual deferred tax assets recognized on past losses were revised. The update of this estimate resulted in a reduction of deferred tax assets on prior-year losses by an additional Euro 1.7 million.

The **net result attributable to shareholders of the Parent Company** was positive for Euro 7.7 million, an improvement of Euro 7.2 million on the positive result of Euro 0.5 million in 2022. Net of non-recurring income, the net profit attributable to shareholders of the Parent Company was Euro 7.1 million, an improvement of Euro 5.7 million over the profit of Euro 1.4 million reported in 2022.

Alternative Performance Measures

In order to facilitate the understanding of the economic and financial performance of the 24 ORE Group, the directors have identified in the preceding paragraphs some Alternative Performance Measures (APM).

These indicators are also tools that help the directors themselves to identify operational trends and make decisions about investments, allocation of resources and other operational decisions. For a correct interpretation of these APMs, the following should be noted:

- these indicators are based exclusively on the Group's historical data and are not indicative of the Group's future performance;
- APMs are not required by international accounting standards (IFRS) and, although they are derived from the Group's consolidated financial statements, they are not subject to audit;
- APMs should not be considered as a substitute for the indicators provided for by the reference accounting standards (IFRS);
- the reading of said APMs must be carried out together with the Group's financial information taken from the consolidated financial statements of the 24 ORE Group;
- the definitions of the indicators used by the Group, insofar as they do not derive from the reference accounting standards, may not be consistent with those adopted by other groups/companies and therefore comparable with them;
- the APMs used by the Group are elaborated with continuity and uniformity of definition and representation for all the periods for which financial information is included in these financial statements.

The APMs shown below have been selected and represented in the Report on Operations as the Group believes that:

- the net financial position, together with other indicators such as net financial position/equity, allows for a better assessment of the overall level of debt, equity solidity and debt repayment capacity;
- the Gross Operating Margin (EBITDA), the EBITDA margin, and the Operating profit (loss) (EBIT) (also in the version net of non-recurring income and expenses), together with other indicators of relative profitability, illustrate changes in operating performance and provide useful information on the Group's ability to sustain its debt; these indicators are also commonly used by analysts and investors in the sector to which the Group belongs, in order to evaluate company performance.

Statement of financial position

SUMMARY STATEMENT OF FINANCIAL POSITION		
Euro thousands	31.12.2023	31.12.2022
Non-current assets	100,694	114,032
Current assets	150,324	131,733
Assets available for sale	-	-
Total assets	251,018	245,765
Group equity	23,598	15,925
Total Equity	23,598	15,925
Non-current liabilities	105,291	107,417
Current liabilities	122,128	122,423
Liabilities available for sale	-	-
Total liabilities	227,420	229,840
Total equity and liabilities	251,018	245,765

Non-current assets amounted to Euro 100.7 million compared to Euro 114.0 million at 31 December 2022, a decrease of Euro 13.3 million. In particular:

- deferred tax assets amounted to Euro 11.0 million (a decrease of Euro 3.1 million compared to 31 December 2022), of which Euro 10.2 million related to tax assets recognized on tax losses that can be carried forward and Euro 0.8 million related to assets recognized on other temporary differences. It should be noted that no new deferred tax assets have been recognized on losses since 2013 and no tax assets have been recognized on new deductible temporary differences since 2019, pending the Group's return to recording stable positive taxable income. The additional theoretical tax asset on losses - determined on the basis of the last tax return filed and taking into account the estimated tax burden for the year 2023 - that the Group did not recognize, amounted to Euro 82 million.
- intangible assets amounted to Euro 23.8 million, of which Euro 11.1 million related to radio frequencies and Euro 12.7 million related to licences and software, including projects in progress. Investments amounted to Euro 7.7 million and depreciation and amortization to Euro 7.3 million. The write-downs recognized in 2023 amounted to Euro 3.0 million and related to concessions and radio frequencies;
- goodwill amounted to Euro 20.3 million, down by Euro 0.1 million compared to 31 December 2022, following the write-down of the Events CGU goodwill;
- property, plant and equipment amounted to Euro 39.0 million, including Euro 29.2 million for rights of use under IFRS 16. In 2023, rights of use increased by Euro 4.2 million, mainly due to the effect of the Istat revaluation set forth in the lease agreements concerning the Milan and Rome offices, the contract extension for the Rome office and the present value of new contracts. The depreciation of rights of use amounted to Euro 4.1 million. Other property, plant and equipment amounted to Euro 9.8 million, and was depreciated by Euro 2.3 million. Investments for the year totalled Euro 0.9 million. In addition, recognized *assets* totalling Euro 5.1 million were sold, of which Euro 1.1 million relating to the Carsoli (AQ) site and Euro 4.0 million to the production site in Milan (via Busto Arsizio). A capital gain of Euro 1.9 million was recognized in light of this transaction;
- investments in associates and joint ventures changed since 31 December 2022 to recognize the investor's share of the investee's profits or losses realized after initial recognition. The equity investment is valued at equity;
- other non-current assets amounted to Euro 5.7 million (Euro 6.2 million at 31 December 2022) and mainly refer to medium-term financial receivables arising from the application of IFRS 16 equal to the present value of collections due under the sublease agreements.

Current assets amounted to Euro 150.3 million compared to Euro 131.7 million at 31 December 2022, an increase of Euro 18.6 million. The change is mainly attributable to the increase in cash and cash equivalents by Euro 14.7 million (Euro 54.1 million as at 31 December 2022) and trade receivables by Euro 2.9 million.

Equity amounted to Euro 23.6 million, an increase of Euro 7.7 million compared to 31 December 2022, when it amounted to Euro 15.9 million, due to the result for the year, which was positive by Euro 7.7 million, and the actuarial valuation of employee severance indemnity (TFR), which resulted in a negative effect of Euro 75 thousand.

Non-current liabilities amounted to Euro 105.3 million and compare with a value of Euro 107.4 million at 31 December 2022, a decrease of Euro 2.1 million.

Non-current financial liabilities amounted to Euro 77.5 million (Euro 79.1 million at 31 December 2022) and include the senior unsecured and non-convertible bond with a principal amount of Euro 45 million and a duration of 7 years, repayable in one instalment (bullet repayment) only to qualified investors. The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment.

The initial measurement of the financial liability was carried out at fair value, net of transaction costs that are directly attributable to the transaction. After initial recognition, the financial liability is measured using the amortized cost method, applying the effective interest rate.

Non-current financial liabilities also include Euro 34.2 million for financial debt arising from lease agreements relating to real estate, liabilities related to car rentals and rentals of space held for the positioning of radio broadcasting equipment owned by the Group.

Deferred tax liabilities amounted to Euro 3.1 million (Euro 4.3 million as at 31 December 2022) and derive from the recognition of the value of concessions and radio frequencies, with definite useful life, at a book value higher than their tax value, as well as the residual value of deferred taxes on temporary differences deriving from the application of IFRS 16 on sublease agreements.

Provisions for risks and charges amounted to Euro 7.6 million, up Euro 0.9 million from the previous year, when they amounted to Euro 6.7 million. Provisions of Euro 3.4 million, uses and releases of Euro 2.4 million and decreases due to the effect of discounting the provision for agents' termination indemnity of Euro 0.1 million were made.

Other non-current liabilities amounted to Euro 7.6 million, an increase of Euro 0.9 million compared to the previous year, and included Euro 7.4 million for the medium-term portion of the liability recognized for restructuring expenses allocated in 2021. During the year, the expected values and timing of outlays was revised, and thus Euro 0.9 million was reclassified from current to non-current liabilities.

Current liabilities amounted to Euro 122.1 million, down Euro 0.3 million from Euro 122.4 million at 31 December 2022. Trade payables amounted to Euro 87.6 million, an increase of Euro 9.0 million compared to 31 December 2022. Current liabilities include liabilities for restructuring expenses of Euro 2.4 million (Euro 5.6 million as at 31 December 2022), down Euro 3.2 million due to disbursements made in the year and the recalculation of the component to be paid within 12 months. Current financial liabilities relating to contracts under IFRS 16 amounted to Euro 6.4 million, up Euro 1.6 million.

Statement of cash flows

Total cash flow for 2023 was positive at Euro 14.7 million and compares with positive cash flow of Euro 18.3 million in 2022.

Below is a summary of the financial figures:

SUMMARY CONSOLIDATED FINANCIAL FIGURES		
	FY 2023	FY 2022
Profit (loss) before taxes from continuing operations attributable to the Group	10,688	7,441
Adjustments	22,110	24,133
Changes in net working capital	(768)	3,796
Total cash flow from operating activities	32,030	35,370
Investments	(8,562)	(7,488)
Other changes	9,710	1,762
Cash flow from investing activities	1,148	(5,725)
Free cash flow	33,178	29,642
Cash flow from financing activities	(18,514)	(11,320)
Change in cash and cash equivalents	14,664	18,322
Cash and cash equivalents:		
At the beginning of the year	54,066	35,744
At the end of the year	68,730	54,066
Change in cash and cash equivalents	14,664	18,322

Cash flow from operating activities was a positive Euro 32.0 million, compared to a positive Euro 35.4 million in 2022, and is attributable to the results achieved during the year.

Cash flow from investing activities was a positive Euro 1.1 million, compared to a negative Euro 5.7 million in 2022. Cash flow from investing activities benefited from Euro 7.3 million from the sale of the two production sites located in Milan and Carsoli (AQ), the impact of which was included in the item other changes, and included operating investments for the year.

Cash flow from financing activities was a negative Euro 18.5 million, compared with a negative Euro 11.3 million in 2022.

Net financial position

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF THE 24 ORE GROUP		
Euro thousands	31.12.2023	31.12.2022
A. Cash	137	190
B. Cash equivalents	68,593	53,876
C. Other current financial assets	3,379	4,279
D. Liquidity (A + B + C)	72,108	58,345
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(8,722)	(8,929)
G. Current financial debt (E + F)	(16,820)	(23,010)
H. Current net financial position (G + D)	55,289	35,335
I. Non-current financial payable	(34,202)	(36,197)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(77,465)	(79,138)
M. Net financial position (H + L)	(22,176)	(43,803)

The **net financial position** at 31 December 2023 was a negative Euro 22.2 million and compares with a negative Euro 43.8 million at 31 December 2022, an improvement of Euro 21.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments of properties, broadcasting equipment and cars totaling Euro 34.2 million (Euro 35.2 million at 31 December 2022) in application of IFRS 16.

The Group's current net financial position at 31 December 2023 was a positive Euro 55.3 million (positive Euro 35.3 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the former Milan – Via Monte Rosa office. Pursuant to IFRS 16, Euro 1 million was included in current financial receivables and Euro 6.4 million in current financial payables referring to the present value of lease and sublease fees.

■ II Sole 24 ORE S.p.A.

Economic performance

SUMMARY INCOME STATEMENT OF THE PARENT COMPANY		
Euro thousands	FY 2023	FY 2022
Revenues	196,259	194,084
Other operating income	9,031	8,806
Personnel costs	(67,871)	(71,890)
Change in inventories	(279)	761
Purchases of raw and consumable materials	(4,285)	(5,228)
Costs for services	(88,596)	(84,749)
Other operating costs	(8,601)	(8,066)
Provisions and bad debts	(4,090)	(4,142)
Gross operating margin	31,569	29,574
Amortization, depreciation and write-downs	(17,497)	(19,734)
Gains/losses on intangible and tangible assets	1,653	85
Operating profit (loss)	15,724	9,925
Financial income (expenses)	(3,919)	(4,209)
Gains (losses) on investments	(808)	1,384
Profit (loss) before taxes	10,997	7,100
Income taxes	(3,290)	(6,477)
Net profit (loss) from continuing operations	7,708	623
Profit (loss) from assets held for sale	-	-
Net profit (loss)	7,708	623

The Parent Company closed 2023 with revenues of Euro 196.3 million, which compares with a value of Euro 194.1 million (Euro +2.2 million; equal to +1.1%) the previous year. This change is due in particular to the growth and increase in other revenues of Euro 4.5 million (+32.6%), partly offset by a decrease in publishing revenues of Euro 1.6 million (-1.6%) and advertising revenues of Euro 0.7 million (+0.8%).

Costs for services amounted to Euro 88.6 million, up Euro 3.8 million (+4.5%) compared to 2022. The main changes are:

- commissions and other sales expenses up by Euro 1.3 million (6.6% from Euro 20.5 to 21.8 million);
- promotional and commercial expenses up Euro 1.6 million (+17.8% from Euro 9.0 to 10.6 million);
- IT and software services up Euro 1.1 million (+14.3% from Euro 7.5 million to Euro 8.6 million);
- costs for utilities up Euro 0.6 million (+54.2% from Euro 1.1 to 1.7 million);
- distribution costs down Euro 1.7 million (-11.6% from Euro 15.1 to 13.3 million).

Personnel costs of Euro 67.9 million were down by Euro 4.0 million compared to 2022. During the year, there was a lower cost resulting primarily from the reduction in the workforce and turnover trends, as well as the increased use of the residual holiday provision. The average number of employees, 668, decreased by 52 (mainly graphic designers and printers) compared with the previous year when it amounted to 720.

EBITDA was positive at Euro 31.6 million and compares with a positive value of Euro 29.6 million in 2022.

The **Operating profit (EBIT)** was Euro 15.7 million and compares with a positive EBIT of Euro 9.9 million in 2022.

Amortization, depreciation and write-downs amounted to Euro 17.5 million compared to Euro 19.7 million in 2022. In 2023, write-downs of Euro 3.0 million were recorded in relation to concessions and radio frequencies following the results of the impairment test. Capital gains of Euro 1.9 million were recognized in the year, mainly related to the sale of production sites in Carsoli (AQ) and Milan - via Busto Arsizio. The capital gain was determined considering the additional price component of Euro 750 thousand underlying the contractual agreements for the sale of the Milan Via Busto Arsizio property, as it was duly collected in December 2023.

The **profit before taxes** was Euro 11.0 million and compares with a profit of Euro 7.1 million in 2022. This item was impacted by negative net financial expenses and income of Euro 3.9 million (negative Euro 4.2 million in 2022) and the valuation of investments at equity, which resulted in the recognition of a total expense of Euro 0.8 million. In 2023, **income taxes** include the reversal of deferred tax assets recognized on past tax losses used against the positive result during the year, as well as temporary differences for the reversal of deferred tax liabilities, in addition to the effect of current taxes.

In addition, following the update of estimates on the 2024-2027 Business Plan, forecasts regarding the utilization of residual deferred tax assets recognized on past losses were revised. The update of this estimate resulted in a reduction of deferred tax assets on prior-year losses by an additional Euro 1.7 million.

The **net profit** came to Euro 7.7 million and compared to a profit of Euro 0.6 million in 2022.

Below is the breakdown of non-recurring income and expenses:

BREAKDOWN OF NON-RECURRING INCOME AND EXPENSES IL SOLE 24 ORE S.p.A.		
Euro thousands	FY 2023	FY 2022
Gross operating margin (EBITDA)	31,569	29,574
Distribution contributions	2,146	-
Release of provision for risks - disposal of production plants	720	-
Recalculation of payable for personnel restructuring expenses	449	555
Settlement of the liability action with the former Editorial Director	200	-
Partial settlement of the liability action	-	2,600
Releases (allocations) for tax risks	-	1,123
Release of provision for social security risks		121
Total non-recurring income and expenses with impact on EBITDA	3,515	4,399
EBITDA net of non-recurring income and expenses	28,054	25,175
Operating profit (loss) (EBIT)	15,724	9,925
Total non-recurring income and expenses with impact on EBITDA	3,515	4,399
Write-down of radio frequencies (impairment test)	(3,000)	(3,960)
Gain on disposal of real estate	1,927	-
Write-down of Carsoli property (fair value)		(1,460)
Effects of contractual changes on lease agreements (Sublease)		1,508
Total non-recurring income and expenses with impact on EBIT	2,442	487
EBIT net of non-recurring income and expenses	13,282	9,438
Profit (loss) before taxes	10,997	7,100
Total non-recurring income and expenses with impact on EBIT	2,442	487
Write-down of equity investment Eventi (Impairment test)	(100)	(300)
Total non-recurring income and expenses on profit (loss) before taxes	2,342	187
Profit (loss) before taxes net of non-recurring income and expenses	8,655	6,913
Write-down of Taxes	(1,700)	(2,960)
Net profit (loss)	7,708	623
Total non-recurring income and expenses	642	(2,773)
Net profit (loss) net of non-recurring income and expenses	7,066	3,396

Statement of financial position

Il Sole 24 ORE S.p.A. closed 2023 with a profit of Euro 7.7 million and had **Equity of Euro 23.6 million**, up Euro 7.7 million from equity of Euro 15.9 million at 31 December 2022 due to the following effects:

- actuarial valuation of the TFR, which results in a negative effect of Euro 35 thousand;
- profit for the year of Euro 7.7 million

SUMMARY STATEMENT OF FINANCIAL POSITION OF THE PARENT COMPANY		
Euro thousands	31.12.2023	31.12.2022
Non-current assets	107,008	119,489
Current assets	143,075	122,559
Assets available for sale	-	-
Total assets	250,083	242,049
Total Equity	23,598	15,925
Non-current liabilities	104,068	106,042
Current liabilities	122,417	120,081
Liabilities available for sale	-	-
Total liabilities	226,484	226,123
Total equity and liabilities	250,083	242,049

Statement of cash flows

SUMMARY FINANCIAL FIGURES OF THE PARENT COMPANY		
	FY 2023	FY 2022
Profit (loss) before taxes from continuing operations attributable to the Group	10,997	7,100
Adjustments	22,418	19,973
Changes in net working capital	(2,289)	6,182
Total cash flow from operating activities	31,126	33,255
Investments	(8,452)	(7,439)
Other changes	9,684	1,906
Cash flow from investing activities	1,232	(5,534)
Free cash flow	32,358	27,721
Cash flow from financing activities	(14,896)	(10,738)
Change in cash and cash equivalents	17,462	16,981
Cash and cash equivalents:		
At the beginning of the year	47,598	30,616
At the end of the year	65,060	47,598
Change in cash and cash equivalents	17,462	16,981

Net financial position

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF IL SOLE 24 ORE S.p.A.		
Euro thousands	31.12.2023	31.12.2022
A. Cash	18	31
B. Cash equivalents	65,041	47,567
C. Other current financial assets	3,106	3,975
D. Liquidity (A + B + C)	68,166	51,573
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(16,081)	(12,585)
G. Current financial debt (E + F)	(24,179)	(26,667)
H. Current net financial position (G + D)	43,987	24,906
I. Non-current financial payable	(33,636)	(35,477)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(76,899)	(78,417)
M. Net financial position (H + L)	(32,912)	(53,511)

The **Parent Company's net financial position** at 31 December 2023 was negative by Euro 32.9 million and compares with a negative Euro 53.5 million at 31 December 2022, an improvement of Euro 20.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments under contracts for offices, broadcasting equipment and cars totalling Euro 33.6 million (Euro 34.5 million at 31 December 2022) in application of IFRS 16.

The Company's current net financial position at 31 December 2023 was a positive Euro 44.0 million (positive Euro 24.9 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan – Via Monte Rosa office. Current financial receivables include Euro 0.9 million in application of IFRS 16. Current financial payables deriving from the present value of lease payments in application of IFRS 16 amounted to Euro 6.2 million.

REPORT ON CORPORATE GOVERNANCE AND OWNERSHIP STRUCTURE (ARTICLE 123-BIS OF LEGISLATIVE DECREE 58 OF 24 FEBRUARY 1998)

Il Sole 24 ORE S.p.A., with a resolution of the Shareholders' Meeting of 20 August 2007, adhered for the first time to the Corporate Governance Code for listed companies. Adherence was confirmed by subsequent resolutions of the Board of Directors in relation to the individual amendments approved from time to time to the Corporate Governance Code by the Corporate Governance Committee.

In accordance with the provisions of the Corporate Governance Code, the Company communicated from time to time any exceptions to the individual principles of the Code.

Subsequently, by resolution of the Board of Directors of 25 February 2021, Il Sole 24 ORE S.p.A. adhered to the Corporate Governance Code, in continuity with its previous adherence to the Corporate Governance Code.

The primary objective of the corporate governance system adopted by the Company is sustainable success, which means the creation of long-term value to the benefit of the Shareholders, taking into account the interests of the other stakeholders of relevance to the Company, in the awareness of the importance of transparency in the choices and formation of corporate decisions, as well as the need to set up an effective internal control and risk management system.

In order to illustrate the Company's corporate governance system, pursuant to article 123-*bis* of the Consolidated Law on Finance, a Corporate Governance Report was recently prepared for 2022 which, in addition to providing a description of the corporate governance system adopted by the Group, contains information on the ownership structure, adherence to the Corporate Governance Code and compliance with the related recommendations.

In compliance with applicable regulations, the Report on Corporate Governance and Ownership Structure approved each year by the Company's Board of Directors illustrated the Corporate Governance system of Il Sole 24 ORE S.p.A. and indicated the concrete ways in which the Company has implemented the recommendations of the Corporate Governance Code, the text of which is available on the website of Borsa Italiana at <http://www.borsaitaliana.it/comitato-corporate-governance/codice/codice.htm>.

MAIN RISKS AND UNCERTAINTIES

In the context of the activity carried out, the 24 ORE Group is exposed to a series of risks that could limit or prevent the achievement of the objectives defined. The Chief Executive Officer, also in the capacity as Director in charge of overseeing the internal control and risk management system, is responsible for identifying the main corporate risks, taking into account the characteristics of the activities carried out by the Parent Company and its subsidiaries, and periodically submits them to the Board of Directors for examination.

Below is a representation of the main risks for the 24 ORE Group.

■ Strategic/market risks

Risks related to the non-implementation of the Multi-Year Plan

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth over the 2024-2027 Plan period, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement;
- ✓ product and process digitalization;
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

Please recall that the outlook data presented in the 2024-2027 Plan constitute strategic objectives established as part of corporate planning and that the development of the Plan was based on, among other things: (i) general and hypothetical assumptions, as well as discretionary assumptions, and (ii) a series of estimates and hypotheses relating to the implementation by the directors of specific actions to be undertaken in the Plan reference time period, or relating to future events that the directors can only partially influence and that may not occur or may vary during the plan period.

The achievement of the objectives and the achievement of the results envisaged by the 2024-2027 Plan depend not only on the actual achievement of the volume of revenues indicated, but also on the effectiveness of the actions identified and the timely implementation of such actions and the continuous evolution of the macroeconomic and geopolitical scenario.

If the Group's results and the general scenario were to differ significantly from those forecast in the 2024-2027 Plan, there could be adverse effects on the Group's financial position and prospects.

The Group constantly monitors both the performance of the reference markets in relation to the assumptions of the Plan and any repercussions that may arise from the evolution of the geopolitical and macroeconomic

context, and the implementation of the actions set forth in the 2024-2027 Plan, while maintaining proactive and constant attention to the containment of all costs and the identification of initiatives that can further mitigate the risk linked to revenues to protect profitability and expected cash flows.

Impact of general economic conditions on the Company's business sector

The Group's financial position, results of operations and cash flows are influenced by the overall performance of the economy in Italy, Europe and globally. In particular, there is a close correlation between the trend of the main economic indicators, on the one hand, and the trend of advertising investments and the purchase of editorial products on the other hand, which - in scenarios of economic crisis, political instability and/or financial weakness - undergo a contraction.

The uncertain economic and financial context of markets, as a result of the ongoing conflicts in Ukraine and the Middle East, that could be reflected more significantly in the publishing market because of their negative impact on consumption and investments in communication by companies, is currently undoubtedly an element of risk for the Group.

According to Istat forecasts, Italian GDP is expected to grow by 0.7% in both 2023 and 2024, slowing down compared to 2022 (source: ISTAT; Italy's economic outlook in 2023-2024 - 5 December 2023).

The current uncertainty related to the ongoing conflicts in Ukraine and the Middle East, high inflation, albeit down compared to 2022, mainly due to the slowdown in energy prices along with a high cost of living, requires continuing to maintain a certain degree of caution with respect to the forecasts of the macroeconomic scenario and could in any case result in a contraction in turnover for the Company and the other companies in the Group, with possible negative effects, including of a significant degree, on their economic, equity and/or financial position. In addition, the most relevant direct environmental impacts were also taken into account, which can be traced back to paper consumption, energy consumption, with particular reference to high-frequency antennas, and similar waste related only to office activities. In such cases, the Group's activities, strategies and prospects could also be negatively affected, especially with regard to advertising sales and exhibition and event organization activities.

Although the Group does not currently have significant direct exposure to counterparties from countries currently involved in the conflicts, it constantly monitors the trend of the main macroeconomic indicators, as well as any repercussions that may arise from this conflict, in order to anticipate any deviations from the forecasts underlying the Plan assumptions and promptly identify the appropriate corrective and/or mitigating actions.

Impact of current trends and competitiveness in the Italian publishing sector on corporate revenues

The publishing sector in Italy is characterized by a trend of progressive decline in sales through traditional channels (news-stands, book stores, subscriptions, etc.). This trend is amplified by the gradual spread of digital media that are both a threat to the paper media, as they replace traditional reading, and an opportunity, as they add a new channel of circulation of the traditional product in a new digital form. Throughout Western societies, the younger generation has less and less of a habit of reading newspapers, as well as little inclination to pay for news online. However, there is no clear evidence, even in more developed markets, of the final impact of this trend on the traditional publishing sector.

The above scenario was further adversely affected by elements of uncertainty such as: the ongoing conflicts in Ukraine and the Middle East, a high level of inflation, albeit down compared to 2022, primarily due to the slowdown in energy prices and the high cost of living, factors that lead to uncertainty in the sector and make it necessary to remain cautious about forecasts of recovery in the market as a whole.

The Group will require increasingly leverage on its specificities in the Italian publishing (and advertising) market. Should the level of direct and above all indirect competition in the sectors in which the Group operates intensify, it cannot be ruled out that this could have a negative impact on its competitive positioning, with consequent negative effects on the Group's economic and financial situation and prospects.

The Group constantly monitors the performance of the Italian publishing sector and the conduct of its main competitors with a view to anticipating possible divergences from the assumptions underlying the Plan and identifying in a timely manner appropriate corrective and/or mitigating action.

Impact of the general condition of the reference market on advertising revenues

The Group generates a considerable part of its revenues through advertising sales on its own media (the daily newspaper Il Sole 24 ORE, magazines, radio, websites, apps and events) and on the media of third-party publishers. System is the division that carries out the activity of advertising concessionaire for the Group's main media and some third-party publisher media.

In 2023, the macroeconomic scenario experienced encouraging signs on one hand but just as many concerns on the other. On the positive side, the decline in energy prices and the reduction in inflation, particularly in the final months of the year, are particularly significant. The continuation of the Russia-Ukraine war and the outbreak of the Israel-Palestine conflict, on the other hand, mean a continuing climate of uncertainty, with repercussions on economic trends.

In 2023, the System reference market recorded growth of +1.5% (net of local newspaper advertising): newspapers closed at -4.9% (net local), magazines at +0.8%, radio at +6.0% and digital at +2.4% (*source: Nielsen January/December 2023 vs 2022*).

With regard to the advertising industry trend for 2024, albeit marking a growth trend at an estimated average of 3.1% compared to the previous year, industry players suggest maintaining a certain degree of caution.

Macroeconomic trends at a European level, such as the uncertainty over what the ECB will do about interest rates, economic stagnation in Germany - with which Italy's economic production fabric is closely linked - as well as the evolution of the war events in the Middle East and the expectation of US elections at the end of 2024 could lead market operators to adopt a wait-and-see approach, with repercussions on the advertising market.

It will be relevant, especially for the digital area, to take into consideration the impact that “cookie deprecation” may have on the market, and in particular on the digital area, in the course of 2024.

The press sector, on the other hand, may be affected by the fact that the publication of legal announcements in national newspapers, which was not extended at the end of 2023, is no longer mandatory.

The Group constantly monitors the performance of the main macroeconomic indicators in order to anticipate any deviations from the forecasts underlying the Plan assumptions and promptly identify the appropriate corrective and/or mitigating actions.

Risks related to the contraction of circulation revenues

The Group generates a significant part of its revenues from the sale of publishing products. Publishing & Digital is the business area that includes the daily newspaper Il Sole 24 ORE, digital products linked to the newspaper, vertical newspapers, products attached to the newspaper, magazines, add-ons and the website.

The market in which the Group operates has been characterized in recent years by an ongoing crisis affecting the circulation of newspapers and other publishing initiatives. In fact, ADS data for major national newspapers indicate for 2023 a decline in total circulation of print copies added to digital copies of -4.4% compared to the previous year attributable to the decline in circulation of the print version of -10.4%, offset

in part by the increase in digital circulation of +7.4% (*source: ADS data processing January - December 2023*).

The trend in revenues from the circulation of the Company's publications, like the market trend, has been declining in recent years. This deterioration is associated with a radical change in consumption habits due to the rapid emergence of digital media, however, not yet sufficient to offset the negative trend of traditional media, also because strongly dominated by a few international operators also defined for this reason OTT (Over the Top).

The Company implemented a series of actions aimed at enhancing the circulation of its newspaper: in the period, a number of products were included in compulsory (focus of Norme e Tributi, monthly Instant Book, in-depth analysis of regulations on specific issues) and optional (books published by Il Sole 24 ORE and third-party publishers) supplements.

The possible continuation of the crisis in the circulation of newspapers and the economic and social uncertainty resulting from international tensions linked to the wars under way, high inflation, down compared to 2022 primarily due to the slowdown in energy costs and the high cost of living, could lead to a contraction in turnover from the circulation of editorial products with consequent negative effects on the Group's economic, equity and financial situation.

The Group has identified a series of commercial actions and the development of new segments deemed appropriate to ensure that circulation figures at least follow the sector trend. The implementation of these actions is continuously monitored by the work group set up for this purpose.

Risks related to the contraction of advertising revenues due to lower circulation figures

In general terms, in the publishing market, the reduction in advertising revenues can be associated not only with the trend of the reference market but also with the simultaneous contraction of circulation figures. In this respect, however, it is necessary to take into account that there is no immediate cause/effect correlation between the circulation trend and advertising revenues (in the sense that a decrease or an increase in the number of copies does not correspond to an immediate and equal change in advertising revenues). In fact, advertising investment decisions are influenced only in part by the "audience" (i.e. the number of readers) of a publication, being based above all on other factors including, in particular, the credibility of the publication (understood as its reputation and prestige) and the quality of its target audience (i.e. the socio-demographic profile of the reader, to which its spending power is normally correlated). These factors, with reference to the 24 ORE Group, are at high levels and prevail over those relating simply to the number of copies distributed.

Variations in the number of copies circulated could in theory produce effects on advertising sales only in the long term and in any case not in a proportional way, since the advertising market could be impacted, albeit slowly and late, by the variations in the number of copies sold.

The trend in circulation figures is expected to continue in the coming years. In this case, should the Company not be able to achieve circulation results in contrast with the market, there could be a further decline in the circulation of the 24 ORE Group's publications. This circumstance could be taken into account by advertisers in the context of their investment choices, along with the other factors mentioned above. This could affect the 24 ORE Group's equity, economic result and financial position.

The Group has identified a series of commercial actions and the development of new segments deemed appropriate to ensure that circulation figures follow the sector trend. The implementation of these actions is continuously monitored by the work group set up for this purpose.

Risks related to the contraction of revenues from database sales

The Company sells databases to professionals (accountants, lawyers, labour consultants, technical professions), companies and the public administration that can be used on PCs, tablets or smartphones. The databases consist of digital platforms that allow the search and consultation of regulatory and academic content, articles and operational tools such as forms, calculation and simulation tools, e-learning courses, enriched with numerous features (such as alerts, notifications, personalized information, creation of dossiers, newsletters). Access to the databases is by means of an activation code that the user receives by e-mail after signing the subscription contract. The databases are sold primarily on an annual or multi-year subscription basis by the Company's sales network.

For 2023 overall growth was confirmed in tax publishing and legal publishing thanks to regulatory reforms, the new push for digitalization involving professionals and companies, the investments envisaged by the National Recovery and Resilience Plan for companies and PA and indirectly for professionals in the role of their consultants. Other opportunities are represented by subsidized finance and ESG issues.

The external reference scenario is still affected by uncertainties linked to geopolitical turbulence, such as the ongoing conflicts in Ukraine and the Middle East, high inflation, albeit declining compared to 2022, mainly due to the slowdown in energy prices, the high cost of living, turbulence in logistics and the supply chain and the slowdown in international growth, with resulting impacts on the Italian economy.

In terms of media, 2023 saw continued growth in electronic publishing, driven by online and digital content, as well as in management software, with the increasing integration of digital editorial content. (*source: "Rapporto Databank Editoria Professionale" – Cerved S.p.A, December 2023*). It will be necessary to investigate the impact on the publishing market of generative artificial intelligence solutions, which are marking an improvement in performance at great speed every release, with potentially significant impacts on both the activities of the professional categories most significant to us and the services provided to them.

Within this context, the growing number of free information tools made available to professionals by public institutions should not be overlooked.

The Group has identified a series of commercial actions and the development of new products and services, aimed at different targets, to respond effectively to the evolution of professional needs. The implementation of these actions is continuously monitored by the work group set up for this purpose.

Risk related to the improper use of reproduction rights of newspapers and magazines by press review companies

As of 1 January 2019, Il Sole 24 ORE S.p.A. ceased to adhere to the collective agreement with the company Promopress, which manages the reproduction rights of daily newspapers and magazines of publishers belonging to the Promopress repertory itself, aimed at regulating the licensing of reproduction rights by press review companies. This termination was decided by the Company both because of the economic irrelevance and inadequacy of the Promopress agreement to protect the copyright and investments of the Company and for the peculiarity of its publishing product and business model, which are not adequately protected by this agreement.

The change in the content licensing policy towards press review companies entails risks for the entire publishing sector and in particular for Il Sole 24 ORE because of its business model. The risk shared with the entire publishing industry is the uncertainty surrounding the management of reproduction rights. In this context of uncertainty and transition, in the absence of contractual regulation (on this point, please refer to the recent developments described below), the major press review companies reproduce newspaper content on the basis of past practice without considering themselves obliged to pay adequate royalties to publishers. For Il Sole 24 ORE, in particular, this risk is accentuated by the fact that its offer model significantly includes digital subscriptions for companies, which usually also use the press review services, and therefore

might not subscribe to the newspaper and use only the press review. The described context of uncertainty with regard to reproduction rights entails greater difficulty for the Company both to achieve its subscription growth targets and to obtain the rights to which it is entitled from the major press review companies.

In order to mitigate this risk, the Company has prepared a new license agreement; starting from 2020, several contracts have already been signed and subsequently renewed for 2021, 2022 and 2023. This licence agreement was replaced by a new contractual model offered by Il Sole 24 ORE to all press review operators for the exploitation of its editorial content for media monitoring purposes (more on this later).

On the piracy front, i.e. the unlawful distribution of editorial content, including press reviews or the entire newspaper, in mid-April 2020, FIEG asked AGCOM for a measure to combat the phenomenon of piracy on the Telegram platform, on the basis of a detailed analysis of the trend of the phenomenon during the pandemic, which has reached intolerable levels of spread: Telegram channels have recorded, during the Covid-19 health emergency, +46% of subscribers to the channels and +88% of illegally distributed newspapers. The estimate of losses incurred by publishing companies, in a highly conservative hypothesis, is Euro 670 thousand per day, about Euro 250 million per year (*source: FIEG press release 14 April 2020*).

The Bari Public Prosecutor's Office and the Finance Police (Guardia di Finanza) working together on a complaint by the FIEG, ordered the closure, in February 2021, of 329 Telegram channels and the shutdown of ten websites, through which articles protected by copyright were illegally made available to the public free of charge (*source: FIEG Press Release of 24 February 2021*).

The results of the investigation of the Bari Public Prosecutor's Office led to the indictment of nine administrators of as many Telegram channels and dozens of chats that illicitly spread entire newspapers and magazines, now investigated for violation of copyright law (*source: FIEG Press Release of 08 September 2021*).

On 24 March 2022, the Rome Public Prosecutor's Office - on the basis of the investigations carried out by the Special Goods and Services Unit of the Guardia di Finanza, under the command of General Renzo Nisi - ordered the seizure of 32 Telegram, Facebook, Instagram and Twitter channels and websites that illegally published Italian and foreign newspapers and magazines. The seizure order was adopted as a result of an in-depth investigation initiated in December 2021, with the active participation of FIEG and its member publishing companies (*source: FIEG Press Release of 24 March 2022*).

With regard to the aforementioned risk in relation to press reviews, it should be noted that on 5 May 2020, with Resolution no. 169/20/CONS, AGCOM - accepting the Company's request in this regard - ordered the company L'Eco della Stampa ("EDS"), one of the largest Italian providers of press reviews, to remove, within two days of notification of the measure, the articles of the newspaper Il Sole 24 ORE bearing the wording "confidential reproduction" from its service, including the archives, deeming the operator's conduct to be in violation of copyright law.

With the removal order, AGCOM reiterated that the legislation in force requires providers of press review services to obtain the consent of the publisher for the reproduction of "confidential reproduction" articles, in line with what has been repeatedly stated by case law. Therefore, a dispute began with L'Eco della Stampa.

It should also be noted that on 7 August 2020, Data Stampa S.r.l. – another important press review operator - notified the Company (and FIEG) of a writ of summons before the Court of Milan seeking to ascertain the right to use in press reviews articles, news and information, including those bearing the "confidential reproduction" clause, published in the titles of Il Sole 24 ORE and, conversely, that Il Sole 24 ORE is not entitled to receive any remuneration for the inclusion of articles, including those bearing the "confidential reproduction" clause, included in press reviews prepared by reviewers for their clients.

This summons was followed on 28 September 2020 by a similar summons from Intelligence 2020 - Way-press Agency.

On 3 July 2023, EDS and Il Sole 24 ORE signed an agreement governing the limits, terms and conditions of the authorization granted by Il Sole 24 ORE to EDS to reproduce and disclose to its customers the articles of the “Il Sole 24 ORE” national daily newspaper or other editorial content it contains, as part of the provision of press review services. On 4 July 2023, the Parties signed the settlement agreement whereby they settled out of court the disputes pending before the Court of Milan and the Court of Cassation, respectively, as described above.

According to this settlement agreement: (i) on 7 July 2023, EDS filed with the Court of Milan a deed of waiver of the proceedings before the Court of Milan; (ii) on 10 July 2023, EDS filed a deed of waiver of the proceedings before the Court of Cassation referred to above, countersigned by Il Sole 24 ORE; and (iii) on 13 July 2023, Il Sole 24 ORE in turn filed a deed of waiver of the proceedings before the Court of Milan, accepting EDS’s waiver and waiving the counterclaims submitted in it.

On 21 July 2023, the Court of Milan, having acknowledged the waiver of the above-mentioned documents filed by EDS, the acceptance of such waiver by Il Sole 24 ORE as well as the latter's waiver of the counterclaim, declared the above-mentioned case dismissed, with the costs of the proceedings to be split equally between the parties.

On 13 July 2023, the Company and Waypress Agency signed a settlement agreement along with a contract (analogous to that signed by EDS) governing the limits, terms and conditions of the authorization granted by Il Sole 24 ORE to reproduce and disclose to its customers the articles of the “Il Sole 24 ORE” national daily newspaper or other editorial content it contains, as part of the provision of press review services. Through these agreements, the parties settled out of court the dispute pending before the Court of Milan.

According to this settlement agreement: (i) on July 19, 2023, Waypress Agency filed with the Court of Milan a deed of waiver of the proceedings before the Court of Milan, requesting the dismissal of the case; (ii) on 21 July 2023, Il Sole 24 ORE in turn filed a deed of waiver of the proceedings before the Court of Milan, accepting the waiver of Waypress Agency and waiving the counterclaim set forth therein; and (iii) on 24 July 2023, the petition referred to in point (i) above was replaced by a second one filed by Waypress Agency, in order to solve problems in reading the document, also containing the acceptance of the waiver of the counterclaim by Il Sole 23 ORE (see point (ii) above).

On 31 July 2023, the Court of Milan, having acknowledged the waiver of the above-mentioned documents filed by Waypress Agency, the acceptance of such waiver by Il Sole 24 ORE as well as the latter's waiver of the counterclaim, declared the above-mentioned case dismissed, with the costs of the proceedings to be split equally between the parties.

It should also be noted that, following the signing on 13 October by Data Stampa of the new licence agreement template for the use of the editorial content of Il Sole 24 ORE in the context of press review services (see above), Il Sole 24 ORE and Data Stampa waived the right to pursue the existing proceedings, and on 19 December 2023 the Court of Milan dismissed the case, with the costs of the proceedings split equally between the parties.

Il Sole 24 ORE offered this new template to all press review companies that had already signed the previous agreements to enable them to comply with the new conditions (which are overall more advantageous for press review companies). The contract for 2024 has already been signed by 9 press review companies.

■ Legal/regulatory risks

Risks related to the outcome of the proceedings before the Milan Public Prosecutor's Office crim. proc. no. 5783/17 R.G.N.R.

On 15 February 2019, the Milan Public Prosecutor's Office requested the committal for trial of the Company in relation to the administrative offences under articles 25 *ter* and 25 *sexies* of Legislative Decree no. 231 of 2001 articles 5 paragraph 1, letter a), 6, 25 *ter* paragraph 1, letter b) of Legislative Decree no. 231/2001 and articles 5 paragraph 1 letter a), 6, 25 *sexies* of Legislative Decree no. 231/2001 and of Benito Benedini, Roberto Napoletano and Donatella Treu – the former Chairperson of the Board of Directors, former Editorial Director and former Chief Executive Officer of the Company, respectively, in relation to the offences pursuant to articles 2621 of the Italian Civil Code and 185 of the Consolidated Law on Finance.

More specifically, the aforementioned former directors and executives have been charged with the crime of false corporate communications for having, "in order to ensure an unjust profit for themselves and third parties", disclosed material facts that were not true about the Company's economic, equity and financial situation in the Half-yearly Financial Report at 30 June 2015, the Interim Report at 30 September 2015, as well as in the financial statements at 31 December 2015.

This false representation focused "on the performance of the newspaper Il Sole 24 ORE on the sales of digital and print copies and related revenues"; this was achieved with a representation always tending to overstate the operating results of the most significant asset of the company - the newspaper Il Sole 24 ORE - in particular, the general revenues from the sale of copies and market penetration, also camouflaging the losses accrued through the aggregation of different business areas.

The aforementioned persons were also charged with information manipulation of the market for having, by means of press releases issued between 2014 and 2016, provided the market with false information concretely capable of causing a significant alteration in the share price and relating to the performance of the circulation figures of the newspaper Il Sole 24 ORE S.p.A. and the related revenues.

In the context of the preliminary hearing before the preliminary hearing judge (GUP) at the Court of Milan, Ms Mannoci, on 12 September 2019 Consob, Confindustria, the Common Representative of Holders of Special Category Shares, Marco Pedretti, and the shareholders Angelo Mincuzzi, Roberto Galullo, Alessandro Di Cagno, Leonardo Sergio Cosmai, Nicola Alessio Borzi and Vincenza Loddo joined the proceedings as civil plaintiffs against the defendants Benito Benedini, Roberto Napoletano and Donatella Treu. At the same hearing, the defendants Benito Benedini and Donatella Treu entered a plea bargain, having previously obtained the consent of the Public Prosecutor.

On 24 September 2019, Il Sole 24 ORE S.p.A. also filed a plea bargaining application with the preliminary hearing judge, indicating the consent already given by the Public Prosecutor in relation to a pecuniary administrative sanction of Euro 50,310.00. In this context, the defendants' counsel, Benito Benedini and Donatella Treu, also delivered to the counsel for Il Sole 24 ORE S.p.A. two checks for Euro 100 thousand and Euro 300 thousand, respectively, which the Company's counsel received as a mere down payment for the greater damages suffered.

On 29 October 2019, the Court of Milan, with ruling no. 19/2880, accepted the plea bargain request submitted by the Company on 24 September 2019, ordering the infliction of a pecuniary sanction for a reduced amount of Euro 50,310.00 and at the same time acknowledging the suitability of the remedial measures adopted by the Company to strengthen and optimize its integrity and reliability. In particular, the reduction of the pecuniary administrative fine was granted - as mentioned in the same sentence - in consideration of the preparation of an organizational model suitable to prevent the commission of similar crimes and of the tenor of the communication of the dismissal order issued by Consob against the entity. The fine was paid on 4 November 2021.

At the same hearing, the former Chairperson Benito Benedini and the former Chief Executive Officer Donatella Treu made plea bargains and were sentenced to 1 year, 5 months and 20 days imprisonment and 1 year and 8 months imprisonment, respectively, and to pay the costs of the civil parties. The aforementioned defendants were also granted a suspended sentence. The judge also ordered the committal for trial of Roberto Napoletano before the Court of Milan.

On 16 January 2020, the trial of Roberto Napoletano, former editor-in-chief of Il Sole 24 ORE and other newspapers of the 24 ORE Group, opened before the judges of the second criminal section of the Court of Milan.

At the hearing on 21 May 2020, Consob, a plaintiff in a civil action, filed a motion requesting that the Company be held civilly liable.

At the hearing held on 28 May 2020, the Court granted the request to hold the Company civilly liable in accordance with the Consob motion.

On 24 June 2020, through the Company's defence attorneys, the deed of incorporation and witness list were therefore filed in the interest of the Company as civilly liable party.

Following the conclusion of the preliminary hearing phase, a hearing was held on 7 April 2022 for the discussion by the Public Prosecutor and the civil parties. On 14 April 2022, a hearing was held for the discussion by the defence counsel of the civilly liable party and the defendant. After the Public Prosecutor's replies, illustrated at the hearing on 17 May 2022, at the hearing of 31 May 2022, the Court handed down its ruling by reading aloud the operative part and, recognizing the criminal liability of Napoletano both for false accounting (with the exclusion of the conduct relating to the rotary press) and for market manipulation, sentenced him to 2 years and 6 months' imprisonment, in addition to the payment of a fine of Euro 50,000.00.

As a result, the Court ordered the Company, jointly and severally with Napoletano, to provide compensation for damages only to the civil plaintiffs Consob, Ms Zodda and Mr Bava, to be settled in separate civil proceedings, as well as to pay the costs of the proceedings. The Court filed its justifications on 28 June 2022. At present, the aforementioned civil parties have not taken any civil action.

By document filed on 13 September 2022, the Company appealed against the judgment of the Court of Milan. A similar appeal was lodged by the defence of Napoletano on 14 September 2022. The first appeal hearing was held before the Court of Appeal of Milan, second criminal section, on 7 April 2023 and, after the discussion of the Attorney General and the civil parties, the trial was adjourned to the hearing of 2 May 2023. At that hearing, arguments were submitted by the civil defendant, which requested the revocation of the sentence ordering the Company to pay damages on the basis of the grounds of appeal, and the defendant Roberto Napoletano. The Court of Appeal then adjourned the case until 7 July 2023 for any replies and the decision.

At the hearing on 7 July 2023, the defence of civil plaintiff Consob filed a reply brief and Napoletano made spontaneous statements. The Court of Appeal then set a deadline of 30 September 2023 for the defendant's and the civil defendant's defence attorneys to file further briefs. At the hearing on 11 October 2023, the Court of Appeal handed down its ruling, acquitting Roberto Napoletano for not having carried out the act and revoking the civil orders against the Company. On 11 January 2024, the Court of Appeal of Milan filed the grounds for the acquittal of Roberto Napoletano and party bearing civil liability, Il Sole 24 ORE S.p.A.

Following the commencement of the proceedings before the Milan Public Prosecutor's Office with a view to full transparency and although it did not affect the Company's possession of the requirements under the Public Contracts Code, the Company had prudently taken steps to declare in the public evidence tender documents its status as a legal entity under investigation pursuant to Legislative Decree no. 231 of 2001, given that this information had also been the subject of official communications by the Company, as well as widely circulated in the press.

This being said, the fact that the Company has been subjected to the pecuniary sanction pursuant to Legislative Decree no. 231/2001 constitutes a circumstance that must be declared when participating in procedures for the award of public contracts. In this regard, it should however be considered that, in order to demonstrate its integrity and reliability in the performance of the services covered by the contract, in the declarations that are submitted as part of the awarding procedures, the Company is already providing evidence of the self-cleaning measures that have been adopted.

In relation to these measures, it should be noted - inter alia - that in 2019, the Board of Directors resolved to entrust external lawyers and technical consultants with the task of assessing the existence of the circumstances for proposing to the ordinary shareholders' meeting to resolve to initiate liability actions, based on the findings.

On 12 March 2019, the Board of Directors resolved to submit to the Shareholders' Meeting called for 30 April 2019 a proposal for a corporate liability action pursuant to articles 2392 and 2393 of the Italian Civil Code against Benito Benedini, Donatella Treu and Roberto Napoletano, under the terms specified in the illustrative report published pursuant to law.

On 30 April 2019, the Shareholders' Meeting resolved to approve the proposal of the Board of Directors concerning the aforementioned corporate liability action pursuant to articles 2392 and 2393 of the Italian Civil Code against Benito Benedini, Donatella Treu and Roberto Napoletano, under the terms specified in the illustrative report published pursuant to law.

Accordingly, on 18 June and 24 June 2019, the Company served summonses on the following persons:

- a) Benito Benedini, against whom a claim has been made for compensation for all damages suffered and to be suffered by Il Sole 24 ORE S.p.A. in relation to the Business Media Transaction (as defined in the illustrative report pursuant to article 125-ter, Legislative Decree no. 58 of 24 February 1998 published on 29 March 2019), currently quantifiable in no less than Euro 4,328,280.00, jointly with Donatella Treu.
- b) Donatella Treu, against whom a claim has been made for compensation for all damages suffered and to be suffered by Il Sole 24 ORE S.p.A. in relation to:
 - (i) commercial and reporting practices aimed at artificially increasing the circulation figures of the Newspaper, currently quantifiable in no less than Euro 7,548,043.31, jointly with Roberto Napoletano and KPMG S.p.A., which is also a defendant in the action;
 - (ii) the Business Media Transaction, currently quantifiable in no less than Euro 4,328,280.00, jointly with Benito Benedini;
 - (iii) the Stampa Quotidiana Transaction (as defined in the illustrative report pursuant to article 125-ter, legislative decree no. 58 of 24 February 1998 published on 29 March 2019), currently quantifiable as no less than Euro 665,560.00, an order to be made jointly with KPMG S.p.A.
- c) Roberto Napoletano, in his capacity (deemed to exist by both the Public Prosecutor and CONSOB) as de facto Director of the Company, against whom a claim has been made for compensation for all damages suffered and to be suffered by Il Sole 24 ORE S.p.A. in relation to commercial and reporting practices aimed at artificially increasing the circulation figures of the Newspaper, currently quantifiable in no less than Euro 7,548,043.31, jointly with Donatella Treu and KPMG S.p.A..

The lawsuit was entered in the register of the Civil Court of Milan with G.R. 30810/2019 on 20 June 2019, and was subsequently assigned to the Investigations Judge (G.I.) Guido Vannicelli.

By order of 2 March 2020, the Investigations Judge postponed the date of the first hearing to 17 November 2020, in order to allow the defendants to sue the insurance companies. Subsequently, with a decree issued on 21 May 2020, the Judge, in order to reschedule the hearing due to the problems caused by the Covid-19 emergency, postponed the first hearing to 9 February 2021.

At the hearing on 9 February 2021 the Judge asked the parties to consider a possible settlement, adjourning the hearing. At the hearing of 18 May 2021, having ascertained that no amicable agreement had been reached, the Judge granted the terms for filing the briefs pursuant to article 183, paragraph 6 of the Code of Civil Procedure and set the hearing for the discussion of the preliminary motions for 14 December 2021. On the basis of the information provided by the parties' legal counsel, the Judge - having ascertained the possibility of an out-of-court settlement of the dispute - postponed the hearing until 16 February 2022 and, then, until 10 May 2022. In the meantime, the defendants in the action and the third-party companies called in have formalized and addressed to the Company a proposal for settlement of the corporate liability action in question, which, with the favourable opinion of the Board of Directors, was submitted to the Company's Shareholders' Meeting called for 27 April 2022 for the necessary approval pursuant to article 2393, paragraph 6, of the Italian Civil Code. In this regard, reference should be made to the separate report prepared to illustrate the related item on the agenda of this meeting. The Company, although the Shareholders' Meeting voted in favour by a majority of the share capital, equal to approximately 70.1%, recorded the vote against by a minority of the share capital equal to approximately 6.2%, and, therefore, given the provisions of article 2393, paragraph 6 of the Italian Civil Code, it was not able to settle the corporate liability action pursuant to articles 2392 and 2393 of the Italian Civil Code referred to in the illustrative report published on 28 March 2022. At the hearing on 10 May 2022 for the admission of evidence, the Judge reserved his decision. By order dated 8 June 2022, the Judge lifted the reservation and granted the Parties time to file briefs for the production of the minutes of the testimonies given in criminal proceedings not already produced (in addition to the criminal sentence handed down by the Court of Milan and referred to above) and the appropriate comments. Finally, the Judge scheduled the hearing for 25 October 2022 for the final discussion of the preliminary motions.

At this hearing, the Company acknowledged that on 21 October 2022, it entered into a partial settlement agreement with Treu, Benedini, KPMG S.p.A. and the insurance companies named in the lawsuit, and with the exclusion of Napoletano and related internal share of liability, pursuant to which the Company collected a settlement amount of Euro 3 million (see in this regard, the explanatory report pursuant to article 125-*ter* of the TUF published on 21 September 2022 and the press release issued following the approval by the shareholders' meeting pursuant to article 2393, paragraph 6, of the Italian Civil Code on 21 October 2022, available in the relevant section of the Company's institutional website). Also at that hearing, the Company also amended its conclusions accordingly and insisted, if necessary, on the acceptance of the preliminary investigation requests formulated in order to confirm the charges against Napoletano, with which the case is continuing. A wide-ranging debate ensued, as a result of which, in view of certain exceptions and objections raised by Napoletano with reference to the partial settlement agreement and its effects on the judgment, terms were granted for pleadings devoted to a more in-depth discussion of the issues discussed at the hearing. The hearing was adjourned to 14 March 2023, at which the new investigating judge Nicola Fascilla held the case in reserve.

With an order dated 22 March 2023, the Judge decided to proceed with the preliminary investigation requested by the Company, accepting in particular the request for a CTU (court expert) to ascertain the damage caused by negative margins in the relationship with intermediaries for so-called "co-marketing". The hearing for the swearing in of the appointed consultant, Luca Francesco Franceschi, had been set for 16 May 2023. In addition, a hearing for closing arguments had already been set for 18 June 2024.

Moreover, before the hearing of 16 May 2023 took place, the possibility was raised of entering into an amicable settlement of the dispute with Napoletano, who, in particular, sent the Company a settlement offer that was submitted to the shareholders' meeting of Il Sole 24 ORE on 14 July 2023 (in this regard, see the explanatory report pursuant to article 125-*ter* of the Consolidated Law on Finance, published on 14 June 2023, available in the dedicated section of the Company's institutional website). The Shareholders' Meeting approved the settlement proposal pursuant to article 2393, paragraph 6 of the Italian Civil Code, which was therefore accepted by Il Sole 24 ORE in order to finalize the agreement (in this regard, see the press release issued on 14 July 2023, also available in the dedicated section of the Company's institutional website). The

settlement has been carried out, and therefore at the date of this document the Group does not identify any residual risks.

Risks associated with Consob inspections

The events described above were also the subject of the following proceedings by Consob.

On 3 August 2018, the Company was notified by Consob of certain objections pursuant to article 187-septies of the Consolidated Law on Finance (prot. no. 0291113/18 and proceedings no. 84400/2018). In particular, the aforementioned objections concerned the case referred to in article 187-ter of the Consolidated Law on Finance (market manipulation), in the version applicable *ratione temporis*, and were directed both against 5 individuals no longer part of the Company (Donatella Treu, Roberto Napoletano, Anna Matteo, Alberto Biella and Massimo Arioli) and against the Company, as the party jointly liable, pursuant to article 6 of Law 689/1981.

The company was also charged with the offence envisaged by article 187-quinquies, paragraph 1, letter a), of the Consolidated Law on Finance (liability of the entity), for violation of article 187-ter, paragraph 1, of the Consolidated Law on Finance committed, in the opinion of Consob, in the interest of Il Sole 24 ORE S.p.A. by a former company representative no longer in office (Donatella Treu).

More specifically, the conduct alleged by Consob concerned the procedures for detecting and communicating to the company Accertamenti Diffusione Stampa S.r.l. (ADS) circulation data. Consob contested that the Company, in the period between 2012 and 2016, allegedly implemented unfair commercial and reporting practices aimed at artificially increasing the newspaper's circulation figures and providing an altered representation of the newspaper's circulation; all "*in a context of inadequate information systems and deficiencies in procedures and operational control mechanisms*".

On 8 November 2018, the Company submitted its written counter-claims to the Consob Administrative Sanctions office regarding the objections pursuant to article 187-septies of Legislative Decree no. 58/1998.

On 22 February 2019, the Consob Administrative Sanctions Office submitted the "Report for the Commission" with which it proposed the application of pecuniary administrative sanctions for the violation of article 187-ter, paragraph 1, of Legislative Decree no. 58/1998 against Donatella Treu, Roberto Napoletano, Anna Matteo, Alberto Biella and Massimo Arioli for a total of Euro 1,050 thousand. The Administrative Sanctions Office also proposed the application of a fine of Euro 140 thousand against Il Sole 24 ORE S.p.A. pursuant to article 187-quinquies of Legislative Decree no. 58/1998.

With reference to the penalty proposed against Donatella Treu, Roberto Napoletano, Anna Matteo, Alberto Biella and Massimo Arioli for a total of Euro 1,050 thousand and for which Il Sole 24 ORE S.p.A. is obliged to pay, by way of joint liability, the level of risk has been assessed as possible, but not probable, and therefore no provision for risks has been set up.

On 11 September 2019, the aforementioned administrative sanctioning proceedings no. 84400/2018 were therefore concluded. In particular, Consob, having assessed the results of the preliminary investigation, did not consider that the conditions existed for the adoption of any sanctioning measure against the Company and, therefore, ordered the closure of the proceedings by means of a communication notified on 11 September 2019. In this regard, Consob did not find any orientation on the part of the Company aimed at achieving the unlawful purpose which, pursuant to current regulations, would make it administratively liable and, consequently, subject to sanctions against it. Moreover, Consob decided not to formulate any judgement of reprehensibility towards the Company itself, since it had taken steps to prepare organizational models capable of preventing offences of the kind that occurred.

However, the Company remains jointly liable, pursuant to article 6, paragraph 3 of Law 689 of 1981, for payment of the penalties applied to the individuals (no longer present in the company) Donatella Treu, Roberto Napoletano, Anna Matteo, Alberto Biella and Massimo Arioli, for violation of article 187-ter,

paragraph 1, of Legislative Decree no. 58/1998, amounting to a total of Euro 1,050 thousand, without prejudice, in any event, to the right of recourse. Following an appeal by some of these individuals, the amount of the fines was reduced to Euro 870 thousand. In addition, on 21 May 2021, following the decision of the Rome Court of Appeal which upheld Napoletano's appeal against the penalty of Euro 280 thousand against him, overturning it (the cassation judgment is currently pending), the total amount of the penalties was further reduced. In addition, it should be noted that on 13 April 2022 the Company received confirmation from the Revenue Agency - Collections that the payment notice relating to the penalty of Euro 150 thousand payable by Alberto Biella - also notified to the Company on 17 January 2022 as a jointly liable party - had been extinguished following payment by the obligated party. Moreover, with regard to Treu and Napoletano, within the framework of the above-mentioned settlement agreements they undertook to hold the Company harmless and indemnified in respect of any claim for payment arising from the aforesaid penalties issued against them.

In view of the intervening closure of the proceedings before Consob, in the context of the procedures for the award of public contracts, the Company is not required to provide any statement in relation to the outcome of the proceedings themselves, since this is an irrelevant circumstance as it is not likely to affect the Company's possession of the requirements set out in article 80 of Legislative Decree no. 50/2016.

On 19 December 2019, Consob adopted an order notifying the Company that it was replacing the monthly supplemental periodic reporting requirements established in an order adopted on 14 December 2016 with quarterly reporting requirements.

Therefore, the yearly and half-yearly financial reports and the interim management reports for the first and third quarters of the financial year published by the Company on a voluntary basis, starting with the Annual Financial Report at 31 December 2019, as well as, where relevant, press releases concerning the approval of the aforementioned accounting documents, were supplemented with the additional information required by Consob.

At the date of this document, the Group does not identify any significant residual risks associated with this position.

Risks related to pending litigation

The 24 ORE Group is a party in civil, criminal, administrative, tax and labour law proceedings.

The Company monitors the development of these disputes, also with the help of external consultants, and proceeds to set aside the sums necessary to deal with existing disputes in relation to the varying degree of probability of losing the case, proceeding - in compliance with accounting principles - to allocate provisions for risks in cases where the occurrence of a liability is considered probable and, vice versa, highlighting exclusively in the notes to the financial statements the potential liabilities the occurrence of which is, on the other hand, considered possible and which must, in any case, be taken into consideration and highlighted as not being remote.

In particular, to cover the risk deriving from proceedings underway, a provision for risks is recognized, which at 31 December 2023 amounted to Euro 5,313 thousand (provision for litigation and provision for sundry risks). The provision includes accruals for risks relating primarily to libel suits against the newspaper and radio station, labour litigation, expected legal fees and contingent liabilities, including tax liabilities.

The Company believes that the amounts allocated to the risk provision are adequate in light of the circumstances existing at 31 December 2023, in accordance with IFRS accounting standards.

In particular, the Company is exposed, as are other operators in the sector, to the risk of legal action, with particular reference to disputes concerning claims for damages based on hypotheses of defamation in the press.

At 31 December 2023, the number of lawsuits related to claims against the 24 ORE Group was 59.

With reference to such disputes involving press defamation, it should be noted that, on the basis of the 24 ORE Group's experience, in those cases in which the Company is found not to have lost the case, the outcome is usually an award of damages amounting to a minimal sum compared with the original claim.

Furthermore, during the year the Company received a summons from Business School24 S.p.A. The dispute regards the use of the “24Ore” syntagm by the Company in the training sector following the conclusion of the non-compete agreement with BS24 that expired on 27 September 2022.

The first hearing scheduled in the summons was for 17 April 2023, but by order of the Court of Milan received on 23 February 2023, it was postponed, pursuant to art. 168-bis, paragraph 5, of the Italian Code of Civil Procedure, to 30 May 2023. On that date, the opposing party submitted some brief written notes in reply to the response of Il Sole 24 ORE S.p.A.

Following the hearing, the judge set the time limits pursuant to art. 183.6 of the Code of Civil Procedure, thus assigning until 30 June 2023 for the submission of the first brief, 31 July 2023 for the second and 20 September 2023 for the third brief. The judge then scheduled the hearing for the review of the preliminary motions for 24 October 2023. By order of 26 September 2023, the judge - due to an “intervening impediment” - postponed the hearing scheduled for 24 October 2023 to 2 November 2023 and then at the request of the defence the hearing was postponed again, to 14 November 2023. At the hearing held on 14 November 2023, the judge decided to focus on the merits of the main issue subject to the dispute, i.e. the legitimacy or otherwise of the use by Il Sole 24 ORE S.p.A. of the “Sole 24 ORE Formazione” brand in the training sector. The hearing on the preliminary motions was then postponed again for the same issues to 20 February 2024 and then further postponed to 27 March 2024 and then again to 9 April 2024. The risk was assessed with reference to the claims made, also in view of the still preliminary stage of the litigation and the judge's recommendation to the parties to come to an agreement.

Risks related to the protection of intellectual property

The protection of intellectual property, including copyright and industrial property rights, is fundamental to the traditional business model of a publishing company. In addition to copyright on editorial content, the 24 ORE Group owns numerous Internet domains and national, international and EU trademarks used to identify products and services in the product categories of interest of the 24 ORE Group. The Company therefore relies on the legal protection of copyrights, its own industrial property rights arising from the registration thereof, as well as the intellectual property rights of third parties granted to the Company under licence for use.

The Company regularly protects its industrial property rights through the filing of applications for the registration of trademarks relating to its print and online publications, as well as the titles of radio broadcasts by Radio 24 and software products. However, even if trademark registrations are obtained, the related rights, given also the limited distinctiveness resulting from the use of the numeral 24, could: (i) not prevent competitors from developing products identified by similar signs, and in any case, (ii) prove ineffective in preventing acts of unfair competition by third parties. Moreover, the granting of regular registrations does not prevent the rights granted therein from being challenged by third parties.

Despite the fact that the Company has devised and launched an articulated enforcement strategy to protect its copyright on its own editorial content, it cannot exclude the occurrence of phenomena of unlawful exploitation of such rights by third parties, with consequent negative effects on the Group's operations and its economic and financial situation and prospects.

Risks related to the failure to adopt EU Regulation 2016/679 on network access and personal data protection (GDPR)

On 25 May 2018, the new General Data Protection Regulation (GDPR - EU Regulation 2016/679) came into force across the European Community, with which the European Commission intended to strengthen and make more homogeneous the protection of personal data of EU citizens, both within and outside its borders. The GDPR stems from a clear need for legal certainty, harmonization and greater simplicity of the rules regarding the transfer of personal data from the EU to other parts of the world.

The GDPR applies to the wholly or partly automated processing of personal data and to the non-automated processing of personal data held in or intended to be held in a filing system. The GDPR applies to data of EU residents and also to companies and entities, organizations in general, with registered offices outside the EU that process personal data of EU residents.

Companies were therefore obliged to adopt a system of data processing according to the principle of privacy by design and by default. In other words, the Data Controller has been called upon to implement appropriate technical and organizational measures to ensure that only the personal data necessary for each specific purpose of processing is processed by default. This obligation applies to the quantity and quality of personal data collected, the period of storage and related accessibility by the parties concerned. The GDPR has therefore imposed interventions on various levels: from governance to processes, from physical and logical security to information modes.

A breach of the rules set out in the GDPR could expose the Company to the payment of administrative fines.

In fact, article 83 of the GDPR introduces specific administrative pecuniary sanctions against the Data Controller or the external Data Processor that does not comply with its provisions. Penalties for violations of the new rule consist of fines of up to 4% of turnover and up to a maximum of Euro 20.0 million. In addition to administrative pecuniary sanctions, each Member State shall, in accordance with article 84, lay down the rules on other sanctions for infringements of the Regulation, in particular for infringements not subject to administrative pecuniary sanctions under article 83, and shall take all measures necessary to ensure that they are implemented. Such penalties shall be effective, proportionate and dissuasive. In addition to the direct damage resulting from the penalties introduced by the Legislator, it is necessary not to overlook the damage to image and reputation that could result from non-compliance with the rules introduced by the GDPR.

Il Sole 24 ORE S.p.A. in order to ensure that the processing of personal data is carried out in accordance with the GDPR has initially set up a working group (consisting of personnel experienced in legal issues, IT, organization and marketing and assisted by a leading consulting firm) that has conducted a project of corporate compliance with the GDPR. As a result of this activity, the Company appointed a Data Protection Officer and adopted an Organization Model for the respect of privacy and the processing of personal data (GDPR Policy) in order to define the rules and security measures used in the processing and protection of the personal data of each individual with whom it comes into contact. The Company has also adopted monitoring systems useful for verifying the correct application of policies/procedures during the phases of each project that foresees the collection of personal data with a view to privacy by design and by default and has assigned internal and external privacy roles.

Risks related to the regulatory framework in the 24 ORE Group's business sectors

In the context of the Group's business, it is subject to detailed regulations at both national and EU level regarding publishing, printing and broadcasting. Amendments in the current regulatory framework could have negative effects on the Group's activities and economic, equity and financial situation.

Moreover, the Group companies, like any other operators in these sectors, are subject to controls, including periodic controls, by the competent regulatory authority (AGCOM), aimed at ascertaining that they comply with sector regulations and that they continue to meet the conditions necessary to maintain the authorizations provided for by the applicable legislation.

More specifically, the Group's activities are regulated:

- a. as far as the publishing and press sector is concerned, inter alia, by (i) Law no. 47 of 8 February 1948 ("Provisions on the press"); (ii) Law no. 416 of 5 August 1981 ("Discipline of publishing companies and benefits for the publishing industry"); (iii) Law no. 67 of 25 February 1987 ("Renewal of Law no. 416 of 5 August 1981, regulating publishing companies and benefits for the publishing industry"); (iv) Law no. 62 of 7 March 2001 ("New rules on publishing and publishing products and amendments to Law no. 416 of 5 August 1981"); (v) Legislative Decree no. 170 of 24 April 2001 ("Reorganization of the system for circulation of newspapers and magazines, pursuant to article 3 of Law no. 108 of 13 April 1999"); (vi) Legislative Decree no. 177 of 31 July 2005 ("Consolidated law on audiovisual and radio media services"), as amended by Legislative Decree no. 44 of 15 March 2010 ("Romani Decree"); (vii) Law no. 198 of 26 October 2016: "Establishment of the Fund for pluralism and innovation of information and delegation to the Government for the redefinition of the discipline of public support for the publishing sector and local radio and television broadcasting, the discipline of pension profiles of journalists and the composition and powers of the National Council of the Order of Journalists. Procedure for the concession of the public radio, television and multimedia service (OG no. 255 of 31 October 2016)"; and
- b. with regard to the radio sector, inter alia, by Legislative Decree no. 177 of 31 July 2005 ("Consolidated law on audiovisual and radio media services") (amended inter alia by Legislative Decree no. 44 of 15 March 2010).

Regulatory amendments could require particular and additional burdens on Group companies not foreseen to date or cause slowdowns and interruptions to the Group's business, with possible negative repercussions on the Group's business and economic, equity and financial situation.

Legislative Decree no. 36 of 31 March 2023 reformed the Public Contracts Code, which will be applicable as of 1 July 2023, with the exception of certain parts (digitalization and the qualification system) that will become effective as of 2024.

With the new Public Contracts Code, the rule set forth in article 3 of the Infrastructure and Transport Ministerial Decree of 2 December 2016, which called for publication in 1 national and 1 local newspaper for works tenders between Euro 500 thousand and the EU threshold, has lapsed.

The obligation to publish in 2 national and 2 local newspapers for tenders above the threshold of Euro 5.3 million remains in place until December 2023. As of 2024, the publication of calls for tenders will be done via the National Contracts Database managed by ANAC.

As part of the conversion into law of Legislative Decree no. 48/2023, the refinancing for the early retirement of journalists, set forth in paragraphs 498 and 499 of article 1 of Law 160/2019, was introduced on 21 June 2023, with a total allocation of Euro 20 million.

Prime Ministerial Decree of 20 August 2023, issued in concert with the Minister of Labour and Social Policies, the Minister for Business and Made in Italy and the Minister of Economy and Finance, allocated

the resources, amounting to Euro 140 million for 2023, of the Extraordinary fund for interventions in support of publishing, established by the 2022 Budget Law.

This Decree allocates:

- Euro 10 million for contributions to news-stands;
- Euro 60 million for the extraordinary contribution to newspaper and magazine publishers for copies sold in 2022;
- Euro 15 million for the recruitment of young journalists and professionals with digital skills and for the conversion of fixed-term journalism contracts and continuous collaboration agreements into permanent contracts;
- Euro 55 million for investments in innovative technologies, broken down as follows:
 - Euro 10 million for newspaper and magazine publishing companies and news agencies;
 - Euro 20 million for national audiovisual media service providers (AVMS);
 - Euro 15 million for local audiovisual media service providers (AVMS);
 - Euro 10 million for radio licence holders and consortia of publishing companies operating in DAB technology.

In the Official Gazette of 30 December 2023, Law no. 213/2023 (Budget Law 2024) was published, providing the possibility to use the sums relating to the Extraordinary fund for interventions in support of publishing for 2022 transferred to the autonomous budget of the Prime Minister's Office and not used for 2024 and 2025 as well. Since the Extraordinary Fund was not extended for 2024, the Government merely guaranteed that the sums not spent in 2022 would be used for the same purposes in the years 2024 and 2025.

The rules introduced directly change the mechanism of Law no. 198 of 26 October 2016, which introduced the Fund for information pluralism and innovation. The Fund name has now been changed to “Single fund for information and publishing pluralism and digital innovation”, as all resources currently allocated to support publishing through emergency legislation passed in recent years are to be transferred to the Fund.

To be eligible for subsidies, newspaper publishing companies must have at least 4 permanently employed journalists, while magazine publishing companies must have at least 2 permanently employed journalists.

In terms of employment, preference is given to companies that hire journalists and professionals with professional qualifications in the field of publishing digitalization, communication and IT security, also aimed at combating fake news and those who are no older than 35 years of age, and which during company restructurings declare their willingness to hire journalists. Furthermore, eligibility for subsidies is favoured if journalists are paid a salary that is no lower than the minimum threshold set by the national collective agreement for the journalism sector.

Eligible costs include cost items linked to business models oriented towards an innovative publishing offer, for paper editions only cost items that experience increases due to exceptional events (such as the increase in the cost of paper in recent years) and additional bonus criteria are applied for digital editions.

The tax credit for the purchase of paper was also extended by paragraph 319 to 2024 and 2025 for 30% of the paper purchased and used in 2023 and 2024, respectively, with an allocation of Euro 60 million. Finally, in relation to the subsidy for the purchase of newspapers and magazines by schools, the provision was amended to explicitly include newspapers. The subsidy is confirmed at 90% of the expenditure incurred for the purchase of newspapers and periodicals, including digital ones, by public and private educational institutions at all levels.

The effects of the measures introduced at national level listed above could also have an impact on the Group's business and on economic, equity and financial position.

■ Financial risks

Financial risks related to existing credit lines and loans

Until 23 November 2023, the Company had a securitization programme in place, created by the vehicle company Monterosa SPV S.r.l. and structured by Banca IMI S.p.A. as arranger, whose maximum total amount that could be financed was Euro 50.0 million.

On 23 November 2023, the Company terminated the securitization transaction, carried out by the special purpose vehicle Monterosa SPV S.r.l., early, and at the same time started a new securitization transaction, carried out by the special purpose vehicle Manno SPV S.r.l., structured by Banca IntesaSanpaolo S.p.A., whose maximum total amount that can be financed is Euro 15.0 million.

The programme provides for the ongoing monthly transfer of portfolios of the Company's trade receivables to Manno SPV, on a definitive non-recourse (i.e., without a guarantee of the transferred debtors' solvency) basis, with automatic renewal until November 2028.

The securitization contract does not provide for financial covenants but does provide for causes of impediment to the acquisition of the Company's portfolios of receivables, which, if not remedied, could result in the termination of the contract.

Any termination of the securitization transaction would impact the Group's financial operations if the Company is unable to fund itself through commercial net working capital leverage, or unable to raise additional capital and credit resources.

As part of the revision of credit lines carried out in November 2023, the Company also obtained two revocable credit lines of Euro 10 million each from two different credit institutions, for the potential assignment of receivables with payment methods via SDD (SEPA Direct Debit).

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements with Goldman Sachs International, MPS Capital Services and Banca Popolare di Sondrio functional to the issuance of a non-convertible senior unsecured bond for a principal amount of Euro 45 million and a duration of 7 years, with bullet repayment at maturity, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933.

The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The bonds are governed by English law save in respect of matters governed by Italian law and are listed from 29 July 2021 on the "Euro MTF" multilateral trading facility of the Luxembourg Stock Exchange. The notes representing the bond have not been assigned a rating. On 1 November 2021, the bonds were also listed on the "ExtraMOT PRO" multilateral trading facility of Borsa Italiana S.p.A., under the same terms and conditions.

The regulation of the bond requires compliance with a covenant on an incurrence basis relating to the ratio between the net financial position and EBITDA of the 24 ORE Group, applicable only in the case of any new debt.

The terms and conditions of the bond also include clauses that are standard practice for this type of transaction, such as: negative pledge, *pari passu*, change of control, and some specific provisions that provide for optional and/or mandatory early repayment upon the occurrence of certain events. Further details regarding the terms and conditions of this bond issue are available in the "Listing Particulars" document dated 29 July 2021 and available on the Company's website.

The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

The Company ensures continuous monitoring of the performance indicators which could, if not met, trigger the causes of impediment envisaged in the securitization contract, also for the purpose of taking all appropriate action in a timely manner to avoid such eventuality.

■ Tax risks

Tax risks related to the ability to recover deferred tax assets

At 31 December 2023, the Group recorded deferred tax assets of Euro 11.0 million (down by Euro 3.1 million compared to 31 December 2022), including Euro 10.2 million related to prior-year losses.

The recovery of this asset is subject to the availability over the next few years of a flow of taxable income sufficient to generate a theoretical tax expense to absorb past losses.

In this regard, article 23, paragraph 9 of Decree Law no. 98 of 6 July 2011 allows the recovery of tax losses without a time limit and a ceiling for their use in each year equal to 80% of taxable income. No indication of the length of the recovery period can be found in the relevant Accounting Standard.

During the year, taxable income - which benefits from untaxed income - was positive; deferred tax assets recognized on tax losses that may be carried forward were therefore utilized in the amount of Euro 1.2 million. In addition, deferred tax assets of about Euro 0.2 million were offset due to the cancellation of temporary differences.

Furthermore, the valuation of deferred tax assets on past losses was performed using recovery forecasts consistent with the new 2024-2027 Business Plan, and extending these forecasts to the subsequent period as well. For this subsequent period, a prudential reduction of the projected tax base of 60% was applied, and beyond 2030 the reduction was 100%.

If there are negative differences between the forecasts contained in the Plan and the actual figures available, the relevant accounting item will have to be written down. Under no circumstances will the Group recognize new deferred tax assets on prior losses before it has stably returned to taxable income. Similarly, the Group, pending said conditions, does not recognize deferred tax assets on new deductible temporary differences arising from the 2019 financial year.

■ Operational risks

Risks related to the valuation of goodwill, intangible assets and tangible assets (impairment test)

The Group is characterized by a high incidence of goodwill, other intangible assets and tangible assets compared to total assets and equity, and is exposed to the risk of impairment of these assets.

At 31 December 2023, goodwill recognized in the consolidated financial statements amounted to Euro 20,324 thousand, intangible assets amounted to Euro 23,792 thousand and tangible assets, including rights of use recognized in accordance with IFRS 16, amounted to Euro 38,951 thousand, representing 8.1%, 9.5% and 15.5% of total consolidated assets, respectively. In total, at 31 December 2023, goodwill, intangible assets and tangible assets totalled Euro 83,067 thousand, or 33.1% of total consolidated assets, compared to consolidated equity of Euro 23,598 thousand.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Plan, which constitutes an update to the 2023-2026 Plan and confirms the Group's constant and sustainable growth over the Plan period through continuous brand enhancement, product and process digitalization and internationalization. The forecasts set forth in the 2024 - 2027 Plan take into account the current geopolitical (characterized by

an increase in ongoing conflicts compared to last year), economic and market context. In fact, the macro-economic and geopolitical picture continues to be characterized by elements of uncertainty such as the conflicts in Ukraine and the Middle East, a slow decline in inflation and interest rates, and a high cost of living. The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives. In this context, the 2024-2027 Plan confirms the progressive improvement in the main economic and financial indicators over the Plan period, albeit at a more gradual pace than in the 2023 - 2026 Plan.

The results of the impairment test were determined on the basis of the impairment test procedure adopted by the Group, which was approved by the Board of Directors of Il Sole 24 ORE S.p.A. on 11 March 2024.

The assumptions made for the purpose of determining the value in use of the individual cash-generating units, which support these asset values, by their very nature incorporate an element of uncertainty connected with all forecasts; therefore, they could lead to future adjustments to the book values depending on the actual realization of the assumptions underlying the estimates made by the directors.

Any additional future impairment of goodwill, intangible assets and tangible assets tested for impairment could result in a reduction in the Company's and the Group's assets and equity under IFRS, which would have a material adverse effect on the Company's and the Group's business and economic, equity and financial situation and going concern.

Risks related to the internal control and risk management system

Between November 2016 and January 2017, the need emerged to review and analyse the operational processes adopted by the Company deemed most significant in order to identify any critical issues and possible solutions.

The need to do so arose from specific circumstances, namely: the start of inspections by the Supervisory Authority; news that investigations were pending (at the time against unknown persons) by the Judicial Authorities; the results of the audit entrusted to an external consultant on the circulation and sale of copies of the newspaper; and the remarks made by the newly established Supervisory Body and the independent auditors. Following a resolution of the Board of Directors of Il Sole 24 ORE S.p.A., on 16 March 2017, the Company awarded a series of assignments to a leading consulting firm, all aimed at: *(i)* the identification of any shortcomings and/or significant areas for improvement in the design of the internal control and risk management system (hereinafter also "SCIGR") and of the control processes with respect to the existing Guidelines and Procedures, to the best reference practices and to the requirements of current legislation; *(ii)* the assessment of the operation and effectiveness of the controls in place. In particular, the audits focused on the following company areas: *(i)* purchasing area, *(ii)* commercial area, *(iii)* expense reimbursement, *(iv)* circulation and distribution of the newspaper, *(v)* environment, *(vi)* health and safety.

These audits were followed by other audits carried out by the Internal Audit Department - in accordance with the annual audit plans approved by the Board of Directors - and by other third-party auditors.

The recommendations made as a result of the aforementioned audits and aimed at strengthening the internal control and risk management system are monitored by the Internal Audit Department, which verifies their actual implementation. The outcome of these follow-up actions is punctually transmitted to the Chief Executive Officer in charge of the internal control and risk management system, the Control, Risk and Related Parties Committee and the Chairperson of the Board of Directors.

In addition, work continued on monitoring administrative and accounting processes in accordance with Law no. 262/2005, assessing the risks to which the Company is exposed (ERM) and updating the internal regulatory system with the issuance of new policies, guidelines and operating procedures and the resulting training/information for Company employees.

In this last regard, it should be noted that in February 2023, the Board of Directors approved the latest version of the 24 ORE Group Code of Ethics and a new version of the Organization, Management and Control Model pursuant to Legislative Decree no. 231/2001, to incorporate the amendment introduced by Law no. 22 of 9 March 2022 concerning “*Provisions on offences against cultural heritage*”, as well as the additional organizational changes that have taken place in the meantime. Subsequently, the 231 Model was updated on 15 July 2023 in order to come into compliance with the new regulations on whistleblowing, as most recently updated by Legislative Decree no. 24/2023 and, on 1 August 2023, the Board of Directors lastly approved the latest version of the Organization, Management and Control Model pursuant to Legislative Decree 231/2001 in order to adapt it to the latest rulings and regulations on privacy.

Should the SCIGR be inadequate for the nature and size of the company, inefficiencies or dysfunctions could arise with consequent economic, equity and financial losses for the Company and the Group.

Risk of interruption of printing activity at plants

The printing of the daily newspaper "Il Sole 24 ORE" and other publishing products is completely contracted out to third-party suppliers and is carried out in plants currently located in Erbusco (Brescia), Rome, Cagliari and Messina.

Any interruptions or delays in the delivery of products, which could also arise as a result of the indirect effects of the conflicts under way in Ukraine and the Middle East (higher energy costs, albeit declining) could have an adverse effect on the Group's economic, equity and financial position.

With all of its printing activities contracted out to third parties, the Group is exposed, in particular with regard to its newspapers, to the possibility that the contracting companies may not abide by the terms agreed upon. It is also exposed to the operational risks of the plants of these companies. For this reason, the Company believes there is dependence on third-party printers. Contractual clauses have therefore been included to guarantee coverage of damage to the Group's activities due to any non-compliance by contractors.

In order to minimize the operational risks, audits are carried out on a quarterly basis to check product quality and the efficiency, functionality and maintenance of the machinery present at external printers. In addition, third-party printers in Erbusco and Rome, which supply 94% of copies produced, were requested a further contractual guarantee that provides for the availability, albeit partial and with limitations, of other rotary presses at the same plants or others owned by them, for the printing of Group products in case the rotary presses included in the contract should become inoperative.

Risk related to the availability of the raw material "coloured paper" in the supply market

The European paper market has been characterized by an increasingly small number of reliable and stable suppliers. The last two years have seen the closure of a number of paper mills and the concentration of production in a smaller number of production sites, due to the decrease in overall volumes and the reduction in profit margins for paper suppliers. In this last period, the difficulty of finding recycled paper has generated a strong increase in the prices of the raw material needed for paper manufacturing. This, together with the increase in the prices of energy, oil and related derivatives, has led to plant stoppages for some producers, while others have converted their plants to the manufacture of cardboard, paperboard and packaging material (the only material that has seen an increase in demand).

The decrease in production volumes was such that the paper mills had to reschedule their deliveries. The scenario just described resulted in a major increase in the cost of coloured paper.

Faced with this uncertain and critical period for the supply of paper, the 24 ORE Group has signed a series of framework agreements with the main players in the supply of coloured paper in Europe, reducing the

risk of non-supply and ensuring a favourable and more competitive purchase price than in the initial months of the year.

The Group continues to monitor market trends, however it cannot rule out the possibility that any difficulties in the procurement, or the unavailability, even temporary, of these raw materials as well as price increases, could have a negative impact on its profit and loss, financial and asset situation.

Risk related to dependence on a single supplier for the distribution of publishing products in Italy and abroad

On 29 June 2006, the Company signed with M-Dis Distribuzione Media S.p.A. (hereinafter, "M-DIS") an agreement for the exclusive distribution and marketing in Italy and abroad (France and Switzerland) of newspapers, add-ons and periodicals published by the Group (hereinafter, the "Contract"). During the first half of 2021 M-DIS changed its corporate structure, becoming a 100% subsidiary of RCS.

The decision to turn to M-DIS as the main supplier is consistent with the search for and selection of a better condition for the Group, in terms of reliability and proven ability of the counterparty to manage this activity. Despite the situation of dependence on the contractual relationship with M-DIS, the Company believes that the contents and conditions of the same are currently in line with market practice.

Since M-DIS is the exclusive distributor of the Group's entire distribution service, any suspension and/or interruption of the relationship between the parties could entail the need to identify new operators that can satisfy the Group's needs in a similar manner, both domestically and abroad. During this possible transition phase, the Group may incur higher costs.

It is not possible to exclude that the gradual concentration of distributors of publishing products could generate monopolies and/or territorial oligopolies for certain operators, resulting in a significant increase in the distribution costs borne by the Group, with a consequent negative impact on the Group's business and on its economic, equity and/or financial situation.

The Company signed a new contract on 28 December 2022 to entrust distribution services to M-DIS, valid until 31 December 2025.

The agreement provides for the possibility for the Group to withdraw from the contract for reasons related to the Group's autonomous decision to:

- i.* cease publication and distribution of even one of the Editorial Products;
- ii.* terminate even one of the Services;
- iii.* totally or partially cease distribution in Italy or abroad.

The Group constantly monitors developments in the distribution of editorial products in Italy, also with a view to identifying possible alternative solutions in the event of potential interruptions to activities (even for limited periods).

Risks related to possible escalation of conflict with workers

In accordance with the 2021-2024 Business Plan approved by the Board of Directors on 25 February 2021, the Company is pursuing the action of reducing the overall cost of labour, through a structural reduction of the workforce (of all the categories journalists, managers, printers, graphic designers and radio operators) with benefits for the cost structure of the Group⁵. In this context, during the month of October 2021, a

⁵ The 2024-2027 Plan, which was approved on 27 March 2024, includes the financial effects of the actions set forth in the 2021-2024 Plan, the execution of which is under way and which are expected to be completed in the course of the new 2024-2027 Plan.

discussion with the trade unions was started in order to communicate an overall reorganization of the structure and the presence on the territory with a view to simplifying and rationalizing the corporate organizational structure, aimed at making the business sustainable through a stringent reduction in fixed costs, which involved the closure of the Carsoli (AQ) site and the reorganization of the Rome office with centralization of the activities and the related personnel at the Milan office. In addition, the Company announced the need to continue its efforts to reduce overall labour costs, via a structural reduction in the workforce of all categories of journalists, managers, graphic designers and radio operators, in order to make the business sustainable.

During negotiations with the labour unions, agreements were signed regarding the pursuit of a policy to encourage voluntary redundancy, the use of the Extraordinary Wage Guarantee Fund, also aimed at early retirement in the sector, and the use of past leave not taken in order to avoid the use of traumatic instruments.

On 4 March 2022, an agreement was signed at the Ministry of Labour and Social Policies for the procedure for recourse to the extraordinary temporary lay-off scheme (CIGS), also aimed at early retirement, for the three publications "*Il Sole 24 ORE*", "*Radiocor Plus*" and "*Radio24*", for the 7 March 2022 - 31 July 2023 period with the reason "*Company reorganization in the presence of crisis*". The plan ended on 31 July 2023.

On 1 June 2022, an agreement was signed at the Ministry of Labour and Social Policies for the procedure for recourse to CIGS, also aimed at early retirement, for the graphic designers and printers, for the 8 June 2022 - 7 March 2023 period with the reason "*Company reorganization in the presence of crisis*". The plan ended on 7 March 2023.

In this context, for the continuation of the actions included in the plan, the possibility of an escalation of conflict with workers cannot be ruled out.

Given that the Group's activities mainly include publishing and journalism activities, work stoppages or other forms of conflict by certain categories of workers (in particular journalists and printers, given the rapidity of the economic cycle of the product) could lead to interruptions and, if prolonged, to inefficiencies that could affect the Group's economic results.

OWNERSHIP STRUCTURE AND TREASURY SHARES

At 31 December 2023, the share capital of Il Sole 24 ORE S.p.A., fully subscribed and paid in, amounted to Euro 570,124.76, divided into 9,000,000 ordinary shares (representing 13.77% of the share capital) and 56,345,797 special category shares listed on the Mercato Telematico Azionario - MTA organized and managed by Borsa Italiana S.p.A. (representing 86.23% of the share capital), including 330,202 treasury shares, all without indication of nominal value.

At 31 December 2023, Confindustria holds all of the ordinary shares of Il Sole 24 ORE S.p.A. and 37,995,082 special category shares, the latter having the rights referred to in article 7 of the Articles of Association, including the right to vote at the Company's general, ordinary and extraordinary shareholders' meetings. The ordinary shares and special category shares held by Confindustria represent a total of 71.918% of the share capital.

All the shares issued by Il Sole 24 ORE S.p.A., currently owned by Confindustria - Confederazione Generale dell'Industria Italiana, are held in trust for Carlo Bonomi as Chairperson. All further shares that may be acquired in the future by Confindustria will be registered in the name of the *pro tempore* Chairperson.

Pursuant to article 7 of the Articles of Association, the distribution of interim dividends may be resolved in favour of special category shares within the limits and in the manner provided for by law. Pursuant to article 37 of the Articles of Association, should the Shareholders' Meeting approve the distribution of profits, they are attributed a preferential dividend of 5%, equal to Euro 2.60 or, if higher, to the share implicit par value,

which may not be accumulated from one financial year to the next. In the event of dissolution of the Company, they shall have a right of preference in the distribution of the Company's assets up to the share implicit par value.

At the date of the Board of Directors' meeting to approve this Annual financial report at 31 December 2023, based on the results of the Shareholders' Register and taking into account the communications received pursuant to article 120 of the Consolidated Law on Finance, the following parties held, directly or indirectly, shares in the Company equal to or greater than 5% of the share capital:

PARTIES THAT DIRECTLY OR INDIRECTLY OWN 5% OR MORE OF THE COMPANY'S SHARE CAPITAL

Declaring Party	Direct Shareholder	% of share capital	% of voting capital
Ordinary shares			
Confindustria - Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	Confindustria - Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	13.773%	13.843%
Special category shares			
Confindustria - Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	Confindustria - Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	58.145%	58.440%

It should be noted that pursuant to paragraph 7 of article 119-bis of the Issuers' Regulation, management companies and qualified entities that have acquired, as part of the management activities referred to in article 116-terdecies, paragraph 1, letters e) and f) respectively, of the Issuers' Regulation, managed investments of more than 3% and less than 5%, are not required to comply with the disclosure obligations provided for in article 117 of the aforementioned Regulations.

There are no authorizations by the Shareholders' Meeting to purchase treasury shares pursuant to article 2357 and following of the Italian Civil Code. However, the Board of Directors was authorized by the Shareholders' Meeting of 28 April 2009 to dispose of the treasury shares held in portfolio, pursuant to article 2357-ter of the Italian Civil Code, without time limits, in accordance with the terms and conditions set out in the share incentive plans approved by the Company from time to time. As at 31 December 2023, Il Sole 24 ORE holds 330,202 treasury shares, equal to 0.58% of the special category shares and 0.51% of the entire share capital, for which voting rights are suspended.

The Board of Directors was also authorized by the Shareholders' Meeting of 27 April 2023 to purchase treasury shares pursuant to article 2437-*quater*, paragraph 5, of the Italian Civil Code, with respect to special category shares subject to withdrawal by Shareholders that did not approve the amendment to article 37 of the Articles of Association, approved by the Extraordinary Shareholders' Meeting on 27 April 2023, and to the extent to which such shares were not purchased during the offer under option or the pre-emption offer promoted by the Company and any third-party placement of them. In this regard, it should be noted that, as announced to the market in a press release issued on 31 July 2023 and published in the daily newspaper Il Sole 24 ORE on 1 August 2023, at the end of the acceptance period of the option and pre-emption offer, which ran from 21 June 2023 until 28 July 2023 (inclusive), all of the withdrawn special category shares were acquired as a result of both the exercise of option rights and the exercise of pre-emption rights, pursuant to the second and third paragraphs of article 2437-*quater* of the Italian Civil Code; therefore, the Board of Directors had no need to repurchase additional special category shares, thus leaving the number of special category shares held by the Company unchanged at 330,202.

At the date of this Annual Report at 31 December 2023, the Shareholders' Meeting had not granted any powers to the Board of Directors to increase share capital pursuant to article 2443 of the Italian Civil Code or to issue equity instruments.

ORGANIZATION AND CONTROL MODEL PURSUANT TO LEGISLATIVE DECREE NO. 231, 8 JUNE 2001

Legislative Decree no. 231 of 8 June 2001 introduced into Italian law the administrative liability of entities arising from the commission of crimes in the interest or to the advantage of the entity itself (hereinafter, the "Decree").

Also for the purpose of preventing conduct that could result in the perpetration of the offences listed in the Decree, Il Sole 24 ORE S.p.A. adopted for the first time on 28 July 2005 specific internal rules and regulations formalized in the Organization, Management and Control Model pursuant to Legislative Decree no. 231/01 (hereinafter the "231 Model") in accordance with the requirements of the Decree and the guidelines issued by Confindustria.

The Company's Board of Directors therefore approved the 231 Model and appointed the Supervisory Body, which is responsible for overseeing the functioning of and compliance with the Model, as well as for periodically checking its effectiveness and updating it.

The Supervisory Body currently in office was appointed on 27 April 2022 and is composed of Lelio Fornabaio (Chairperson), Loredana Conidi and Giuseppe Crippa.

The Body promptly verifies the state of updating and adequacy of the 231 Model in force, both with reference to the organizational and legislative framework of reference, promoting, where deemed appropriate or necessary, its timely updating. The 231 Model was therefore updated by Board of Directors resolution on 6 February 2018, in order to incorporate the rules of Law no. 179/2017, which came into force on 29 December 2017, concerning whistleblowing. Subsequently, in order to incorporate the updating of sensitive activities in light of the expansion of the catalogue of predicate offences, the Board of Directors approved the updated version of the 231 Model on 30 July 2020. At the same time as updating the 231 Model, the Board of Directors also approved the updating of the Code of Ethics of the 24 ORE Group.

Subsequently, with a resolution of the Board of Directors of 25 February 2021, the 231 Model was updated again in consideration of the issue of Legislative Decree no. 75/2020 of 14 July, implementing the PIF Directive "on the fight against fraud to the Union's financial interests by means of criminal law" (Directive (EU) 2017/1371).

The 231 Model received a further update, approved by resolution of the Board of Directors on 25 February 2022, following the enactment of Legislative Decree no. 184 of 8 November 2021, implementing Directive (EU) 2019/713 on combating fraud and counterfeiting of non-cash means of payment, which introduced a new article, article 25-*octies.1*, entitled "Offences relating to non-cash payment instruments", and Legislative Decree no. 195 of 8 November 2021, implementing Directive (EU) 2018/1673, which modified the offences regarding receiving stolen goods and money laundering by extending the offences from which they arise also to fines and unintentional offences.

Furthermore, during 2022, activities were started to update the 231 Model with reference to Law no. 22 of 9 March 2022 concerning "Provisions on offences against cultural heritage", which included, in the new Title VIII-bis of the Criminal Code, under the heading "*Of offences against cultural heritage*", a set of offences, ranging from theft, money laundering, destruction and counterfeiting of cultural goods and works of art, introducing two new administrative offences in the list of predicate offences under Legislative Decree no. 231/2001 (article 25-*septiesdecies* - "Offences against cultural heritage" and article 25-*duodevicies* - "Laundering of cultural assets and devastation and looting of cultural and landscape assets"). This activity, which was associated with the need to implement further organizational changes that had occurred in the meantime, was concluded at the beginning of 2023, with the approval by the Board of Directors on 21 February 2023 of a new 231 Model and, also, of an updated version of the 24 ORE Group's Code of Ethics in order to improve, inter alia, its ESG aspects.

Lastly, in the course of 2023 further changes were made to the 231 Model for the additional regulatory adjustment of the 231 Model to the new regulations on whistleblowing, as most recently updated by Legislative Decree 24/2023, and its adaptation to the latest rulings and regulations on privacy, the latter approved by the Board of Directors on 1 August 2023.

The 231 Model currently applicable thus defines the rules of conduct and the control principles aimed at preventing the following predicate offences:

- A. Offences committed to the detriment of the Public Administration;
- B. IT offences;
- C. Organized Crime offences;
- D. Corporate offences;
- E. Offences against the individual personality;
- F. Financial offences or market abuse;
- G. Offences of manslaughter and serious or very serious culpable injuries, committed in violation of accident prevention rules and on the protection of workplace health and safety;
- H. Offences of receiving stolen goods, money laundering and use of money, goods or utilities of illegal origin, as well as self-laundering;
- I. Offences of copyright infringement;
- L. Inducement not to make statements or to make false statements to the Supervisory Authority;
- M. Environmental offences;
- N. Employment of illegally staying third-country nationals;
- O. Racism and Xenophobia;
- P. Tax offences;
- Q. Offences relating to non-cash payment instruments;
- R. Offences against cultural heritage.

On the basis of the analysis carried out, the commission of the other types of offence provided for by the Decree was considered remote or only abstractly and not concretely possible.

The 231 Model also defines the internal disciplinary system aimed at sanctioning any failure to comply with its provisions.

The 231 Model of the Company, general part, and the Code of Ethics of the 24 ORE Group are available on the website of the Company at www.gruppo24ore.ilssole24ore.com in the Governance section.

In order to ensure greater effectiveness in the application of the rules adopted, the Company has promoted the knowledge and dissemination of the 231 Model and the Code of Ethics of the 24 ORE Group. Specific training on the Decree extended to all personnel was therefore carried out in 2020. A new training session was launched in July 2021, again aimed at all personnel and with a precise focus on the principles of control and conduct provided for in the Special Parts of the 231 Model. In the course of 2023, the Company once again started activities for a further phase of personnel training, in line with the evolution of 231 Model and the regulatory framework, which were actually initiated in early 2024. It also held a training session specifically for members of the Board of Directors, the Board of Statutory Auditors and the management on 10 May 2023.

The Company continues to monitor regulatory sources in order to promptly make any further updates to the 231 Model and to promote further training initiatives.

During 2022 and 2023, the subject matter was affected by a number of legislative amendments including:

- on 26 February 2022, Decree Law no. 13/2022 entered into force, on "Urgent measures to combat fraud and for safety in the workplace in the field of construction, as well as on electricity produced by plants using renewable sources" (Funds Decree), which broadens the scope of the offences set out in articles 316-*bis* (now named "Embezzlement of public funds"), 316-*ter* (now named "Undue

receipt of public funds") and 640-*bis* of the Criminal Code ("Aggravated fraud to obtain public funds"), referred to in article 24 of Legislative Decree no. 231/2001, which was subsequently not converted into Law, however without prejudice to the effects due to article 1, paragraph 2 of Law no. 25 of 28 March 2022, converting, with amendments, Decree Law no. 4/2022, "*containing urgent measures in support of businesses and economic operators, employment, health and local services, connected to the Covid-19 emergency, as well as to limit the effects of price increases in the electricity sector*", which repealed in its entirety Decree Law 13/2022, providing for the survival of the acts and measures adopted as well as the effects produced and the legal relations arising on the basis of the repealed provisions of Decree Law no. 13/2022. In converting Decree Law no. 4/2022, Law no. 25 of 28 March 2022 also inserted article 28-*bis*, which reaffirms the aforementioned amendments;

- on 22 March 2022, as previously mentioned, Law no. 22 of 9 March 2022, containing "Provisions on offences against cultural heritage" (which came into force on 23 March 2022) was published in the Official Gazette, the amendment of which was implemented with the update to the 231 Model approved by the Board of Directors on 21 February 2023;
- on 15 March 2023, as also mentioned previously, Legislative Decree no. 24 of 10 March 2023 was published, transposing EU Directive 2019/1937 on "*the protection of persons who report breaches of Union law*" (the whistleblowing regulation). The provisions of the above-mentioned Legislative Decree became effective on 15 July 2023, except for certain provisions that will take effect on 17 December 2023. The Company therefore drafted a new 24 ORE Group whistleblowing policy to transpose the new law, which made it necessary to update the 231 Model accordingly, effective as of 15 July 2023, as well as the relative policy for the management of information flows and reports to the Company's supervisory body. Activities that were also carried out, *mutatis mutandis*, by the companies of the 24 ORE Group that have adopted their own organization, management and control model pursuant to Legislative Decree 231/2001, namely 24 ORE Cultura S.r.l. and Il Sole 24 ORE Eventi S.r.l.;
- on 22 March 2023, Legislative Decree no. 19 of 2 March 2023 entered into force, in implementation of EU Directive 2019/2121, concerning cross-border transformations, mergers and divisions, effective as of 3 July 2023, a regulation that has been submitted to the Company's Supervisory Body for its consideration as to whether any further steps should be taken;
- on 29 August 2023, Law 111/2023 came into force, containing *Delegation to the Government for tax reform* and, with reference to the administrative liability of entities pursuant to Legislative Decree no. 231/2001, confirmed the pre-announced delegation to the government to introduce in the catalogue of predicate offences the offences set forth in the Consolidated Law on Excise Duties, as well as the establishment of additional bans as penalties for the most serious customs offences, with implementing legislative decrees to be issued within 24 months of the approval of the Delegated Law. The regulation was submitted to the Company's Supervisory Body for its consideration as to whether to take any additional initiatives;
- on 10 October 2023, Law no. 137/2023 came into force, "*Conversion with amendments of Decree no. 105 of 10 August 2023 containing urgent provisions on criminal proceedings, civil proceedings, combating forest fires, drug addiction recovery, health and culture, as well as on judiciary and public administration personnel*" ("Justice Decree").

Specifically with regard to liability pursuant to Italian Legislative Decree 231/01, the new legislation in question made the following changes:

- the extension of the catalogue of predicate offences to include the following:

- in art. 24, the offences of “*disruption of the freedom of competitive tenders*” (punished by art. 353 of the Criminal Code) and “*disruption of the freedom of the contractor selection procedure*” (punished by art. 353-bis of the Criminal Code);
 - in art. 25-octies.1, the offence of “*fraudulent transfer of valuables*” (punishable by art. 512-bis of the Criminal Code).
- the transformation into a violation of the administrative offence of “*littering*” set forth in art. 255 of Legislative Decree 152/2006;
 - extension of the scope of “*expanded confiscation*” pursuant to art. 240-bis of the Criminal Code to
 - additional environmental offences, including the “231” predicate offences of “*environmental pollution*” (art. 453-bis of the Criminal Code), “*trafficking in and abandonment of highly radioactive material*” (art. 452-sexies of the Criminal Code) and “*organized activities for illegal waste trafficking*” (art. 452-quaterdecies of the Criminal Code), all referred to in art. 25-undecies of Legislative Decree 231/2001;
 - the stiffening of consequences for the offence of “*environmental pollution*” (art. 452-bis of the Criminal Code).

Also in this case, the regulation was submitted to the Company's Supervisory Body for its consideration as to whether to take any additional initiatives.

TRANSACTIONS WITH RELATED PARTIES

With reference to transactions with related parties, it should be noted that all transactions carried out with related parties are limited in substance to commercial transactions with related parties and commercial, administrative and financial services with subsidiaries and the associate. These transactions are part of normal business operations, within the scope of the typical activity of each party involved, and are regulated at market conditions.

The Company observes its own internal procedure "Regulation of Transactions with Related Parties", adopted on 12 November 2010 by resolution of the Board of Directors (the "Regulation"), in implementation of the Regulation approved by CONSOB resolution no. 17221 of 12 March 2010, and subsequently amended by resolution no. 17389 of 23 June 2010 (the "CONSOB Regulation"). The above Regulation was updated by resolution of the Board of Directors on 19 December 2018. It was subsequently revised, in order to update certain references contained therein, by resolution of the Board of Directors of 19 December 2019, and then updated, in compliance with Consob Resolution no. 21624 of 10 December 2020, by resolution of the Board of Directors of 30 June 2021, and lastly updated, in compliance with the new allocation of Board competences on related party transactions, assigned as of 27 April 2022 to the Control, Risk and Related Party Committee, by resolution of the Board of Directors of 28 July 2022.

Information on transactions with related parties is provided in paragraph 10.1 Transactions with related parties in the notes to the financial statements.

Related parties consist of parties entered in the Register of Related Parties established by the Company. The Regulation is available on the website www.gruppo24ore.ilsole24ore.com, Governance section.

RECONCILIATION OF CONSOLIDATED AND PARENT COMPANY PROFIT (LOSS) AND EQUITY

The reconciliation schedules between consolidated and Parent Company profit (loss) and equity are shown in the consolidated financial statements in paragraph 11 - note 19 relating to the Notes to the financial statements.

SIGNIFICANT EVENTS OCCURRING AFTER 31 DECEMBER 2023

On 18 March 2024, the Company announced to the market that Director Alessandro Tommasi, in consideration of new professional opportunities, would be resigning, effective as of the end of the II Sole 24 ORE S.p.A. Board of Directors meeting scheduled for 27 March 2024, from his position as non-independent Board Member and member of the Company's ESG and Technological Innovation Committee.

On the same date, lawyer Alessandro Altei took over responsibility for the Legal and Corporate Affairs Department as Legal Director of the 24 ORE Group.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth over the Plan period, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement,
- ✓ product and process digitalization,
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

OUTLOOK

The evolution of the reference context, particularly the current uncertainty linked to the ongoing conflicts in Ukraine and the Middle East, the slow decline in inflation and interest rates, Italian GDP expected to grow by 0.7% in 2024 (source: Istat; Italy's economic outlook in 2023-2024 - 5 December 2023), together with a cost of living that has risen as much in just two years as in the previous twenty, dictates that caution should continue to be exercised when developing future forecasts.

Nonetheless, the Group strives to continue to pursue constant, sustainable growth, leveraging continuous brand enhancement, product and process digitalization, internationalization and further strengthening its role as a reference media group for the national economy in terms of information and tools to support the business community in facing new challenges in national and international markets, including continuing education.

The Group therefore believes that it will be able to confirm growth over the Plan period in all of the main economic-financial indicators, albeit at a more gradual pace than in the previous 2023-2026 Plan.

Milan, 27 March 2024

The Chairperson of the Board of Directors
Edoardo GARRONE

24 ORE

Consolidated Financial
Statements of the 24 ORE
Group at 31 December 2023

CONSOLIDATED FINANCIAL STATEMENTS**■ Statement of Financial Position**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION				
Euro thousands	Notes (*)	31.12.2023	31.12.2022	
ASSETS				
Non-current assets				
Property, plant and equipment	(1)	38,951	45,761	
Goodwill	(2)	20,324	20,424	
Intangible assets	(3)	23,792	26,403	
Investments in associates and joint ventures	(4)	116	300	
Non-current financial assets	(5)	828	772	
Other non-current assets	(6)	5,659	6,224	
Deferred tax assets	(7)	11,024	14,148	
Total		100,694	114,032	
Current assets				
Inventories	(8)	3,408	2,936	
Trade receivables	(9)	65,515	62,588	
Other receivables	(10)	2,611	1,633	
Other current financial assets	(11)	3,379	4,279	
Other current assets	(12)	6,682	6,231	
Cash and cash equivalents	(13)	68,730	54,066	
Total		150,324	131,733	
Assets available for sale		-	-	
TOTAL ASSETS		251,018	245,765	

(*) Section 8 of the Notes to the Financial Statements

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of the 24 ORE Group are reported in point 13.1.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

Euro thousands	Notes (*)	31.12.2023	31.12.2022
EQUITY AND LIABILITIES			
Equity	(14)		
Equity attributable to shareholders of the Parent Company			
Share capital	(15)	570	570
Capital reserves	(16)	19,452	19,452
Other reserves	(17)	(3,207)	(3,756)
Profits (losses) carried forward	(18)	(913)	(875)
Profit (loss) attributable to shareholders of the Parent Company	(19)	7,696	534
Total		23,598	15,925
Equity attributable to minority shareholders			
Capital and reserves attributable to minority shareholders		-	-
Profit (loss) attributable to minority shareholders		-	-
Total		-	-
Total equity		23,598	15,925
Non-current liabilities			
Non-current financial liabilities	(20)	77,465	79,138
Employee benefits	(21)	9,567	10,681
Deferred tax liabilities	(7)	3,100	4,268
Provisions for risks and charges	(22)	7,608	6,658
Other non-current liabilities	(23)	7,552	6,673
Total		105,291	107,417
Current liabilities			
Current bank overdrafts and loans	(24)	8,098	14,081
Other current financial liabilities	(25)	8,722	8,929
Trade payables	(26)	87,641	78,686
Other current liabilities	(27)	15	730
Other payables	(28)	17,653	19,997
Total		122,128	122,423
Liabilities available for sale		-	-
Total liabilities		227,420	229,840
TOTAL EQUITY AND LIABILITIES		251,018	245,765

(*) Section 8 of the Notes to the Financial Statements

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of the 24 ORE Group are reported in point 13.1.

Statement of profit (loss)

CONSOLIDATED STATEMENT OF PROFIT (LOSS)			
Euro thousands	Notes (*)	FY 2023	FY 2022
1) Continuing operations			
Revenues	(29)	215,068	211,556
Other operating income	(30)	8,040	10,153
Personnel costs	(31)	(70,741)	(74,762)
Change in inventories	(8)	472	1,277
Purchases of raw and consumable materials	(32)	(5,075)	(5,824)
Costs for services	(33)	(101,914)	(95,972)
Costs for rents and leases	(34)	(7,676)	(7,120)
Other operating expenses	(35)	(3,292)	(3,188)
Allocations	(22)	(3,437)	(1,733)
Bad debt	(9.5)	(565)	(2,437)
Gross operating margin		30,880	31,951
Amortization of intangible assets	(3)	(7,290)	(7,758)
Depreciation of tangible assets	(1)	(7,762)	(8,587)
Changes in value of tangible and intangible assets		(3,100)	(4,212)
Gain/loss on disposal of non-current assets	(36)	1,652	85
Operating profit (loss)		14,381	11,478
Financial income	(37)	1,893	622
Financial expenses	(37)	(5,458)	(4,701)
Total financial income (expenses)		(3,564)	(4,079)
Other income from investment assets and liabilities		(128)	42
Profit (loss) before taxes		10,688	7,441
Income taxes	(38)	(2,992)	(6,907)
Profit (loss) from continuing operations		7,696	534
2) Assets held for sale			
Profit (loss) from assets held for sale		-	-
Net profit (loss)	(19)	7,696	534
Profit (loss) attributable to minority shareholders	-	-	-
Profit (loss) attributable to shareholders of the Parent Company	(19)	7,696	534
Basic earnings (loss) per share in Euro	(19)	0.12	0.01
Diluted earnings (loss) per share in Euro	(19)	0.12	0.01

(*) Section 8 of the Notes to the Financial Statements.

■ Statement of comprehensive income

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME		
Euro thousands	FY 2023	FY 2022
Net profit (loss)	7,696	534
Other components of comprehensive income		
Other components of comprehensive income that can be reclassified to the income statement	-	-
Other non-reclassifiable components of the statement of comprehensive income	(75)	1,538
Actuarial gains (losses) on defined-benefit plans	(75)	1,538
Total comprehensive income (expense)	7,622	2,072
Attributable to:		
Minority shareholders	-	-
Shareholders of the parent company	7,622	2,072
TOTAL COMPREHENSIVE INCOME (EXPENSE)	7,622	2,072

(*) Section 8 of the Notes to the Financial Statements

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of the 24 ORE Group are reported in point 13.1.

Income components arising from non-recurring events or transactions, i.e. transactions or events that do not recur frequently, are also reported in point 13.1.

Statement of cash flows

CONSOLIDATED STATEMENT OF CASH FLOWS			
Euro thousands	Notes (*)	FY 2023	FY 2022
Profit (loss) before taxes from continuing operations attributable to the Group [a]		10,688	7,441
Adjustments [b]		22,110	24,133
Amortization/Depreciation	(1.3)	15,052	16,345
Gain/loss on disposal of assets	(37)	(1,652)	(85)
Effect of valuation of investments	(4.5)	128	(41)
Allocation (release) provisions for risks and charges	(22)	1,836	(9)
Restructuring expenses		(449)	(555)
Provision for employee benefits	(21)	531	187
Impairment of tangible and intangible assets	(36)	3,100	4,212
Financial income and expenses	(38)	3,564	4,079
Changes in operating net working capital [c]		(768)	3,796
Change in inventories	(8)	(472)	(1,277)
Change in trade receivables	(9)	(2,927)	3,247
Change in trade payables	(26)	8,956	10,027
Income taxes paid		(1,186)	(493)
Other changes in net working capital		(5,139)	(7,708)
Total cash flow from operating activities [d=a+b+c]		32,030	35,370
Cash flow from investing activities [e]		1,148	(5,727)
Investments in intangible and tangible assets	(1.3)	(8,562)	(7,488)
Proceeds from the sale of intangible and tangible assets		7,111	86
increase from investment in associates		-	(300)
Change in receivables guaranteeing financial payables		2,171	2,171
Security deposits	(6)	(23)	8
Other changes in investing activities		451	(203)
Cash flow from financing activities [f]		(18,514)	(11,320)
Net financial interest paid	(38)	(4,596)	(4,010)
Change in short-term bank loans		(8,155)	(3,870)
Changes in other financial payables and receivables		(676)	(3)
Other changes in financial assets and liabilities		-	142
Change in payables IFRS 16		(5,087)	(3,579)
Financial resources generated in the year [g=d+e+f]		14,664	18,322
Cash and cash equivalents at the beginning of the year		54,066	35,744
Cash and cash equivalents at the end of the year		68,730	54,066
Increase (decrease) for the year		14,664	18,322

(*) Section 8 of the Notes to the Financial Statements

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of the 24 ORE Group are reported in point 13.1.

■ Statement of changes in Equity

24 ORE GROUP - STATEMENT OF CHANGES IN EQUITY										
Euro thousands	Share capital	Capital reserves	Legal reserve	Non-distributable reserve pursuant to art. 2426	Employee severance indemnity (TFR) reserve - IAS adjustment	Profits (losses) carried forward	Profit (loss) for the year	Equity of parent company shareholders	Equity of minority shareholders	Total equity
	(15)	(16)	(17)	(17)	(17)	(18)	(19)	(15)		(15)
Balance at 31 December 2021	570	19,452	-	-	(5,294)	20,151	(21,029)	13,851	-	13,851
Actuarial adjustment TFR					1,538			1,538		1,538
Net profit (loss) for the period	-	-					534	534		534
Total income/expenses	-	-	-	-	1,538	-	534	2,072	-	2,072
Other changes						3		3		3
Change in profit (loss) 2021							(21,029)	21,029		-
Balance at 31 December 2022	570	19,452	-	-	(3,756)	(875)	534	15,925	-	15,925
Balance at 31 December 2022	570	19,452	-	-	(3,756)	(875)	534	15,925	-	15,925
Actuarial adjustment TFR					(75)			(75)		(75)
Net profit (loss)	-	-					7,696	7,696		7,696
Total income/expenses	-	-	-	-	(75)	-	7,696	7,622	-	7,622
Other changes						51		51		51
Change in profit (loss) 2022							(89)	(534)		-
Balance at 31 December 2023	570	19,452	114	509	(3,831)	(913)	7,696	23,598	-	23,598

(*) Section 8 of the Notes to the Financial Statements

Milan, 27 March 2024

The Chairperson of the Board of Directors
Edoardo GARRONE

NOTES TO THE FINANCIAL STATEMENTS

1. General information

The 24 ORE Group operates in a leadership position in the economic-financial information market, offering its services to the public, professional categories, businesses and financial institutions.

The composition of the Group and the scope of consolidation at 31 December 2023, with changes compared to 31 December 2022, is provided in paragraph 7, Scope of consolidation.

The companies included in the Group's scope of consolidation at 31 December 2023 are:

- **Il Sole 24 ORE S.p.A.**, the Parent Company, which acts both as a holding company, holding the controlling investments in the Group companies, and as an operating company, through the exercise of the core businesses (general, financial and professional information, news agency, etc.);
- **Il Sole 24 ORE UK Ltd.**, a wholly-owned subsidiary, which is responsible for the intermediation in the sale of advertising space in the United Kingdom and internationally;
- **24 ORE Cultura S.r.l.**, a wholly-owned subsidiary specialized in products dedicated to art and photography, and the organization of exhibitions and events;
- **Il Sole 24 ORE U.S.A. Inc.**, wholly-owned subsidiary operating in the sector of political-economic and financial information in the United States;
- **Il Sole 24 ORE Eventi S.r.l.**, wholly-owned subsidiary operating, both in Italy and abroad, in the sector of organization, management, promotion and sale of conferences, events, meetings and forums, which can also be attended remotely and aimed at professionals, companies, public and private entities;
- **Sole 24 ORE Formazione S.p.A.**, an associate with a 15% shareholding operating in the training sector. The company was incorporated on 12 October 2022 and subsequently 85% of the share capital was transferred to them on 9 November 2022 following the conclusion of a partnership with the Multiversity Group. The company is consolidated using the equity method.

The registered and administrative office of the Parent Company is in Milan, Viale Sarca 223. Confindustria holds control of the Parent Company.

The share capital of the Parent Company amounts to Euro 570,124.76, represented by 65,345,797 shares. At 31 December 2023, the total shares are broken down as follows:

- 9,000,000 ordinary shares held by Confindustria, equal to 13.77% of the total number of shares;
- 56,345,797 special category shares listed on the MTA Standard Segment (Class 1) of Borsa Italiana S.p.A., equal to 86.23% of the total number of shares, of which 37,995,082 held by Confindustria, equal to 71.918% of the share capital, 18,020,513 held by other shareholders and 330,202 treasury shares.

The special category shares of Il Sole 24 ORE S.p.A. are currently listed on the MTA in the Standard Segment (Class 1) of Borsa Italiana S.p.A..

SHARE IDENTIFICATION CODES	
Name	Il Sole 24 ORE S.p.A.
ISIN Code	IT0005283111
Reuters Code	S24.MI
Bloomberg Code	S24: IM

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements functional to the issuance of an unsecured, non-convertible bond for a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933. The bond is currently listed on the following multilateral trading facilities:

- Euro MTF of the Luxembourg Stock Exchange;
- ExtraMOT PRO of Borsa Italiana S.p.A..

BOND LOAN IDENTIFICATION CODES	
Name	Il Sole 24 ORE S.p.A.
ISIN Code	XS2355600110
Refinitiv LU Code	XS2355600110=LU
Refinitiv MI Code	XS235560011=MI

The 2023 annual financial report, including the Group's annual consolidated financial statements for the year ended 31 December 2023, the draft financial statements, the report on operations and the certification required by article 154-bis, paragraph 5 of Legislative Decree no. 58/1998 (Consolidated Law on Finance), in accordance with the provisions of article 154-ter, paragraph 1 of Legislative Decree 58/1998 (Consolidated Law on Finance), was authorized for publication by the Board of Directors on 27 March 2024.

2. Form, content and international accounting standards

These consolidated financial statements at 31 December 2023 have been prepared on a going concern basis and in accordance with the recognition and measurement criteria established by the International Accounting Standards (IAS and International Financial Reporting Standards - IFRS), as integrated by the relevant interpretations (Standing Interpretations Committee - SIC and IFRS Interpretations Committee - IFRIC), approved and published by the International Accounting Standards Board - and endorsed by Regulation (EC) no. 1126/2008 of the European Commission and subsequent amendments and additions.

Regulation (EC) no. 1126/2008 of the European Commission and subsequent amendments and additions adopts international accounting standards in accordance with Regulation (EC) no. 1606/2002 of the European Parliament and of the Council, implemented by Legislative Decree no. 38 of 28 February 2005 "Exercise of the options provided for by article 5 of Regulation (EC) no. 1606/2002 on international accounting standards" (Legislative Decree 38/2005).

The international accounting standards applied to the financial statements for the year ended 31 December 2023 and comparative figures for the year ended 31 December 2022 are those endorsed by the European Commission at the reporting date.

The currency used for presentation of these consolidated financial statements is the Euro and the amounts are expressed in thousands of Euro, except where expressly indicated.

3. Financial Statements

The Group has prepared a Statement of financial position that classifies current and non-current assets and current and non-current liabilities separately.

For each asset and liability item that includes both amounts due within twelve months of the reporting date and amounts due beyond twelve months, the amount expected to be recovered or settled beyond twelve months has been indicated.

All revenue and expense items recognized in the period, including financial expenses, share of profit or loss of associates and joint ventures accounted for using the equity method, tax expense, and a single amount relating to total discontinued operations, are presented in the Statement of Profit (Loss) for the year, which immediately precedes the Statement of Comprehensive Income.

The Statement of comprehensive income begins with the profit or loss for the year, presents the other comprehensive income section and the total other comprehensive income. The result of the Statement of comprehensive income is the total of the profit (loss) for the year and other comprehensive income.

The Statement of Profit (Loss) for the year presents the allocation of profit (loss) for the year attributable to shareholders of the parent entity and profit (loss) for the year attributable to minority interests.

The Statement of comprehensive income presents a breakdown of comprehensive income for the period attributable to the shareholders of the parent entity and comprehensive income attributable to minority interests.

Items that are recognized outside profit (loss) for the current year on specific provision of certain IAS/IFRS are presented in the Other Comprehensive Income section of the Statement of Comprehensive Income.

The other comprehensive income section presents the items relating to the amounts of other comprehensive income for the year, classified by nature (including the portion of other comprehensive income attributable to associates and joint ventures accounted for using the equity method) and grouped into those which, in accordance with the provisions of other IAS/IFRS:

- will not be reclassified subsequently to profit (loss) for the year;
- will subsequently be reclassified to profit (loss) when certain conditions are met.

Other comprehensive income components that may be reclassified to profit (loss) for the year are:

- gains and losses arising from the translation of the financial statements of a foreign operation;
- the effective portion of gains and losses on hedging instruments in a cash flow hedge;
- gains and losses on the restatement of assets available for sale.

Other comprehensive income components that cannot be reclassified to profit (loss) for the year are actuarial gains and losses from defined benefit plans.

Items in the Other Comprehensive Income section of the Statement of Comprehensive Income are presented gross of the related tax effects, with a single figure relating to the aggregate amount of tax relating to those items. The tax is allocated between items that could be subsequently reclassified to profit or loss and those that will not be subsequently reclassified to profit or loss for the year.

It should be noted that in these consolidated financial statements, unless otherwise specified, the term Income Statement refers to the Statement of Profit (Loss) for the year.

Information on cash flows is provided in the Statement of Cash Flows, which is an integral part of these consolidated financial statements.

The method used to present cash flows is the indirect method, whereby the result for the period is adjusted for effects of:

- changes in inventories, receivables and payables generated by operating activities;
- non-monetary transactions;
- all other items the monetary effects of which are cash flows from investing or financing activities.

The statement in which the net financial position is presented has been prepared in accordance with the guidelines on disclosure requirements under the Prospectus Regulation (ESMA 32-382-1138 dated 4 March 2021).

The statement of changes in equity shows:

- income and expenses recognized directly in equity and included in the Statement of Comprehensive Income for the year, with separate indication of the total amounts attributable to shareholders of the parent company and those attributable to minority investments;
- for each Equity item, any effects of retrospective application or retrospective restatement recognized in accordance with *IAS 8 Accounting Standards, Changes in Accounting Estimates and Errors*;

for each Equity item, a reconciliation between the book value at the beginning and end of the year, showing separately the changes resulting from:

- profit or loss;
- other components of comprehensive income;
- any transactions with shareholders, with separate indication of contributions from shareholders, distributions of equity to shareholders and changes in interests in subsidiaries without loss of control.

For each component of equity, the statement of changes in equity also presented an analysis of other comprehensive income by element.

The Group has also prepared a reconciliation between the consolidated equity and the profit (loss) for the year in the consolidated financial statements and the corresponding figures in the financial statements of the Parent Company.

At the end of the Statement of Financial Position, the Statement of Profit (Loss) for the year, the Statement of Comprehensive Income and the Statement of Cash Flows, reference is made to a specific paragraph where, in a table, the sub-items relating to the amounts of positions or transactions with related parties are presented, indicating the effects on the Group's financial position, profit or loss for the year and cash flows.

The sub-items relating to any income components deriving from events or transactions the occurrence of which is not recurring are indicated separately in the cost or revenue items to which they refer, with an indication of the effects on the Group's financial position, income statement and cash flows, and are reported in the format drafted pursuant to Consob Resolution 15519 of 27 July 2006.

A specific table, which is an integral part of these consolidated financial statements, lists the Group companies, indicating their name, registered office, capital, shares held directly or indirectly, by the parent company and by each of the subsidiaries, the method of consolidation, as well as the list of investments accounted for using the equity method.

The Notes are presented in a systematic manner. In the Statement of Financial Position, the Statement of Profit (Loss) for the year, the Statement of Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity, reference is made to the detailed disclosures in the Notes to the Consolidated Financial Statements.

Comparative information from the prior year is provided for all amounts shown in these consolidated financial statements for the current year. Comparative information is also provided in the notes, if this is relevant to an understanding of the consolidated financial statements for the current year.

The presentation and classification of items in the consolidated financial statements are maintained from one year to the next except as noted in paragraph 6, Changes in accounting standards, errors and changes in estimates.

Where the presentation or classification of items in the consolidated financial statements has changed, the comparative amounts have been restated accordingly, indicating the nature, amount and reasons for the reclassification.

4. Principles of consolidation

The consolidated financial statements include the financial statements of Il Sole 24 ORE S.p.A. and its subsidiaries at 31 December 2023.

Control is obtained when the Group is exposed or entitled to variable returns, deriving from its relationship with the investee and, at the same time, has the ability to impact these returns by exercising its power over such entity.

Specifically, in accordance with IFRS 10, the Group controls an investee if, and only if, the Group has:

- power over the investee (or holds valid rights that give it the current ability to manage the relevant activities of the investee);
- exposure or rights to variable returns arising from the relation with the entity of the investment;
- ability to exercise its power on the entity of the investment to affect the amount of its returns.

Generally, there is a presumption that the majority of voting rights entails control. In support of this presumption and when the Group holds less than the majority of voting rights (or similar rights), the Group considers all the relevant facts and circumstances to determine whether it controls the investee, including:

- contractual agreements with other holders of voting rights;
- rights deriving from contractual agreements;
- voting rights and potential voting rights of the Group.

In preparing these consolidated financial statements, the Parent Company has fully consolidated its own financial statements and the financial statements of its subsidiaries as if they were the financial statements of a single economic entity.

The Parent Company's financial statements and those of its subsidiaries, used in the preparation of the consolidated financial statements, have all been prepared at 31 December 2023.

The financial statements of foreign subsidiaries expressed in currencies other than the presentation currency are translated into Euro using the following procedures:

- the assets and liabilities in each reported Statement of Financial Position (including comparative figures) shall be translated at the closing rate at the date of the statement of financial position;
- the income and expenses of each Statement of Comprehensive Income and each Statement of Profit (Loss) for the year presented (including comparative figures) shall be translated at the exchange rates at the dates of the transactions;
- all resulting exchange rate differences shall be recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income.

Exchange rate differences at the reporting date of the consolidated financial statements are recorded in a separate component of equity called the Hedging and Translation Reserve.

The Group reconsiders whether or not it has control of an investee if the facts and circumstances indicate that there have been changes in one or more of the three elements relevant to the definition of control. The consolidation of a subsidiary begins when the Group obtains control and ceases when the Group loses control. The assets, liabilities, revenues and costs of the subsidiary acquired or sold during the year are included in the Consolidated Financial Statements from the date on which the Group obtains control until the date on which the Group no longer exercises control over the company.

The book value of the investments held by the Parent Company and other Group companies in each subsidiary included in the scope of consolidation is derecognized against the related equity.

For a detailed discussion of the measurement criteria applied to goodwill, refer to Goodwill and Business Combinations in paragraph 5, Measurement Criteria.

The profit (loss) for the year and each of the other components of the Comprehensive Income Statement are attributed to the shareholders of the parent company and minority holdings, even if this implies that the minority holdings have a negative balance. When necessary, appropriate adjustments are made to the Financial Statements of the subsidiaries, in order to ensure compliance with the Group's accounting standards.

All assets and liabilities, equity, revenues, costs and intra-group financial flows relating to transactions between Group entities are derecognized completely during the consolidation phase. Unrealized gains and losses arising from transactions between consolidated Group companies, if any, are also derecognized. Dividends distributed by consolidated companies are also derecognized from the income statement and added to the profits of previous years, if and to the extent that they have been withdrawn from them.

Changes in the investment in a subsidiary that do not involve the loss of control are recognized in equity.

If the Group loses control of a subsidiary, it must derecognize the related assets (including goodwill), liabilities, minority interests and other components of equity, while any profit or loss is recognized in the Income Statement. Any retained portion of investment must be recognized at fair value.

5. Measurement criteria

The consolidated financial statements of the 24 ORE Group were prepared in accordance with international accounting standards and in application of the provisions of Legislative Decree 38/2005.

This section provides a summary of significant international accounting standards applied, indicating the basic recognition and measurement criteria adopted in the preparation of the consolidated financial statements and other international accounting standards used that are significant for understanding the consolidated financial statements.

Non-current assets

Property, plant and equipment

Tangible assets relate to property, plant and equipment held for use in production, for the supply of goods and services and for administrative purposes, which are expected to be used for more than one financial year. Only items that are likely to generate future economic benefits and the cost of which can be reliably determined are recognized as such. Spare parts that meet the definition of property, plant and equipment are also recognized as such.

Tangible assets are initially recognized at cost, which is the amount of cash or cash equivalents paid or the fair value of other consideration given at the time of purchase.

The cost includes the purchase or manufacturing price, ancillary expenses and any directly attributable costs to bring the asset to the location and condition necessary for operation.

After initial recognition, the cost method was adopted, under which tangible assets are recognized in the financial statements at cost less accumulated depreciation and impairment losses.

The cost of each item of property, plant and equipment, having a residual value of zero, is depreciated on a systematic basis over its useful life. Depreciation begins when the asset is available for use.

Land has an unlimited useful life and therefore is not depreciated.

Tangible assets not yet available for use are not depreciated.

Depreciation ends on the later of the date on which the tangible asset is classified as held for sale (see Non-current assets classified as held for sale) and the date on which the asset is derecognized.

Depreciation does not cease when the tangible asset remains unused.

A tangible asset is derecognized on disposal or when no future economic benefit is expected from its use or disposal.

The period and method of depreciation of each item of tangible assets are reviewed at the end of each reporting year.

At each reporting date, it is verified whether there is an indicator that tangible assets may have been impaired. If there is any such indication, the recoverable amount of the tangible asset is estimated.

The impairment test is carried out by comparing the book value of the tangible asset with its recoverable amount.

The recoverable amount is the higher of the fair value of the tangible asset, less costs to sell, and its value in use.

Fair value is the price that would be received to sell the asset in a regular transaction between market participants at the measurement date.

The value in use is calculated by discounting to present value the expected cash flows to be derived from the tangible asset subject to impairment test.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the asset is estimated.

The reversal of an impairment loss on a tangible asset that was impaired in previous years is made only if there is a change in the valuations used to determine the recoverable amount of the asset. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the net book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses of tangible assets are recognized in the income statement.

Rights of use are not shown separately in the statement of financial position, but in the same line item in which the corresponding underlying assets would be shown if they were owned; therefore, they are included in the item Property, plant and equipment. In particular, rights of use were recognized relating to the rental of hardware and cars, the lease of space and areas for the positioning of radio broadcasting equipment owned by the Group.

The Group assesses when entering into a contract whether it is, or contains, a lease. In other words, if the contract confers the right to control the use of an identified asset for a period of time in exchange for

consideration. For each contract, it is necessary to verify the existence or otherwise of a lease through the following steps:

- identification of the asset;
- verification of the economic benefits from the use of the asset;
- control - use of the asset.

The Group will also make use of the exceptions proposed by the standard on lease agreements for which the terms of the lease agreement expire within 12 months from the date of initial application and on lease agreements for which the underlying asset has a value less than as required by the new standard (USD 5 thousand).

The Group recognizes right-of-use assets on the start date of the lease (i.e. the date on which the underlying asset is available for use). Right-of-use assets are measured at cost, less accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred and lease payments made on or before the start of the lease, net of any incentives received. Following initial recognition, the right of use is depreciated over the duration of the contract or, if shorter, over the useful life of the asset.

The cost of the right-of-use asset also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset and restoring the site on which it is located or restoring the underlying asset under the terms and conditions of the lease, unless such costs are incurred in producing inventories. The lessee incurs the obligation for those costs either at the commencement date or as a consequence of having used the underlying asset during a given period. The Group's leases do not contain an obligation to dismantle, remove the underlying asset or an obligation to restore the site where the asset is located or restore it to a specified condition.

Right-of-use assets are subject to impairment testing.

Government contributions

Government contributions, including non-monetary contributions at fair value, are not recognized until there is reasonable assurance that the conditions for obtaining them will be met and that they will actually be received.

Government contributions obtained in relation to tangible assets are recognized as deferred revenues (deferred income) and recorded in the income statement under other operating income on a systematic and rational basis that allocates them appropriately over the useful life of the asset.

Government contributions to compensate for costs or losses already incurred or collectible to provide immediate financial support, without related future costs, are recognized in the income statement as income in the period in which they become receivable.

The benefits from a government loan with a below-market interest rate have been recognized as government contributions, in accordance with the principles specified above. These benefits were determined by measuring the difference between the initial book value of the loan, calculated using the amortized cost method, and the consideration received.

Business Combinations and Goodwill

Business combinations

All business combinations, included in the scope of application of IFRS 3 Business Combinations, are accounted for by applying the acquisition method.

The excess of the fair value of the consideration transferred, including the fair value of any contingent consideration and the proportionate share of any minority interest in the acquiree to which the existing equity instruments entitle, over the acquisition-date fair value of the identifiable assets acquired and liabilities assumed, is recognized as goodwill.

Costs incurred to effect the business combination are recognized as expenses in the periods in which they are incurred, except for costs related to the issuance of debt securities, which are recognized as an increase in the fair value of those debt securities, and costs related to the issuance of equity securities, which are recognized as a decrease in equity.

The contingent consideration, if any, is an obligation for the acquirer to transfer additional assets or interests to the former owners of the acquiree as part of the business combination agreement if specified future events occur or specified conditions are met. If the contingent consideration is classified as equity, it shall not be recalculated and its subsequent settlement shall be accounted for in equity. If, on the other hand, it is classified as a liability, subsequent changes in the fair value of the contingent consideration are recognized in profit or loss for the year.

For business combinations with an acquisition date up to 31 December 2009, the excess of the cost of the business combination over the interest acquired in the net fair value of identifiable and recognizable assets, liabilities and contingent liabilities is recognized as goodwill.

Costs incurred for the business combination are included in the cost of the business combination itself, except for costs related to the issuance of debt securities, which are recognized as an increase in the fair value of those debt securities, and costs related to the issuance of equity securities, which are recognized as a decrease in equity.

Contingent consideration arising from business combinations with an acquisition date up to 31 December 2009 has not been subsequently adjusted. For such combinations, any expected adjustments to the cost of the combination contingent on future events were included in the cost of the combination at the acquisition date only if the adjustments were probable and could be measured reliably.

Goodwill

Goodwill recognized in a business combination is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the individual cash-generating units or groups of units that are expected to benefit from the synergies of the combination.

The cash-generating units to which goodwill is allocated represent the lowest level within the company at which goodwill is monitored on a management basis, and is never greater than an operating segment, as identified in paragraph 12 Segment Reporting, prior to aggregation.

The cash-generating units to which goodwill has been allocated are tested annually for impairment and, if there is an indication of impairment, their book value is compared with their recoverable amount.

If specific events or changed circumstances indicate that goodwill may be impaired, tests are performed more frequently. If goodwill is initially recognized in the current year, the impairment test is performed before the end of the current year.

The recoverable amount is the greater of fair value less costs to sell and value in use, calculated by discounting to present value the expected cash flows to be generated by the cash-generating unit subject to impairment testing.

If the recoverable amount of the cash-generating unit is less than its book value, an impairment loss is recognized.

An impairment loss recognized for goodwill cannot be reversed in subsequent years.

If the amount relating to the net fair value of the identifiable assets acquired and liabilities assumed at the acquisition date exceeds the amount of the consideration transferred, as defined under *Business Combinations*, the gain resulting from the purchase at advantageous prices is recognized in the Statement of Profit (Loss) for the year at the acquisition date. This profit is attributed to the parent company.

Temporary differences arising from the difference between the net fair value of the identifiable assets acquired and the identifiable liabilities assumed at the date of acquisition and their value recognized for tax purposes give rise to the recognition of the relevant deferred tax assets and/or liabilities, if the conditions are met.

Intangible assets

Recognized intangible assets are non-monetary assets without physical substance:

- identifiable, i.e. separable or arising from contractual or other legal rights;
- controlled as a result of past events;
- from which future economic benefits are expected for the company;
- the cost of which can be reliably measured.

The initial measurement criterion is cost.

The cost includes the purchase price and any direct costs to prepare the activity for use.

For internally generated intangible assets, the formation process distinguishes between the research and development phases. No intangible assets arising from the research phase are recognized. Intangible assets arising from the development phase are recognized if they meet the criteria for recognition as specified above.

Internally generated trademarks, newspapers and publishing rights are not recognized under intangible assets.

The cost of internally generated intangible assets is represented by the sum of expenses incurred since the date on which the intangible asset first meets the criteria for recognition.

The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce and prepare the asset to be capable of operating in accordance with management's intentions. The directly attributable costs attributed to internally generated intangible assets are essentially the costs of materials and services used or consumed in generating the intangible asset and the personnel costs arising from the generation of the intangible asset.

After initial recognition, the cost method is adopted.

Intangible assets with finite useful life are recognized at cost less accumulated amortization and impairment losses.

The cost of intangible assets with finite useful life, assuming their residual value to be zero, is amortized on a systematic basis over their useful life. Amortization begins when the asset is available for use.

Intangible assets with finite useful life that are not yet available for use are not amortized.

The period and method of amortization of intangible assets with finite useful life are reviewed at the end of each reporting year.

Amortization ends on the later of the date on which the intangible asset is classified as held for sale (see Non-current assets classified as held for sale) and the date on which the asset is derecognized.

An intangible asset is derecognized on disposal or when no future economic benefit is expected from its use or disposal.

Intangible assets with indefinite useful life are not amortized.

An intangible asset has an indefinite useful life when, based on certain determinants, there is no foreseeable limit to the year until which the asset is expected to generate net cash inflows.

Relevant factors that played a significant role in determining the indefinite useful life included:

- the expected use of the asset;
- the typical product life cycles of the asset, also referring to public domain information on estimated useful lives of similarly used asset types;
- technical, technological or any other kind of obsolescence;
- the stability of the economic sector in which the asset operates and changes in demand for the products or services generated by the asset;
- the actions allegedly carried out by competitors;
- the level of maintenance costs necessary to obtain the expected future economic benefits of the asset;
- the period of control over the activity and the legal limits on its use;
- the dependence of the useful life of the asset on the useful life of other assets.

The useful lives of unamortized intangible assets are reviewed at each financial year-end to ascertain whether the above determinants continue to support an indefinite useful life determination.

At each reporting date, it is verified whether there is an indicator that intangible assets may have been impaired.

For intangible assets with indefinite useful life and for those not yet available for use, regardless of whether there are any indications of impairment, there is an annual impairment test.

The impairment test is carried out by comparing the book value of the intangible asset with its recoverable amount.

The recoverable amount is determined with reference to the higher of fair value less costs to sell and value in use, calculated by discounting to present value the expected cash flows to be generated by the intangible asset subject to impairment testing.

If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined. This recoverable amount is then compared with the book value of the same.

If the recoverable amount of an individual intangible asset or cash-generating unit is lower than its book value, an impairment loss is recognized.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the asset is estimated.

The reversal of an impairment loss on an intangible asset that was impaired in previous years is made only if there is a change in the valuations used to determine the recoverable amount of the asset. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses of intangible assets are recognized in the income statement.

Investments in associates and joint ventures

Associates are those over which a significant influence is exercised, although without having control.

A joint venture is a jointly controlled arrangement in which the parties with joint control have rights to the net assets of the arrangement. Joint control is the sharing, on a contractual basis, of control of an arrangement, whereby decisions about significant activities require the unanimous consent of all parties sharing control.

Investments in associates and joint ventures are accounted for using the equity method, with the exception of those classified as held for sale, for which reference is made to Non-current assets classified as held for sale.

With the equity method, the investment is initially recognized at cost. Subsequently, the book value is increased or decreased to recognize the investor's share of the investee's profits or losses realized after the acquisition date. The investor's share of the investee company's results for the year is recognized in the investee company's income statement, together with any effects of amortization/depreciation and/or impairment allocated at the time of acquisition and included in the cost value of the investment.

Dividends received from the investee reduce the book value of the investment.

The investor's share of the profits and losses of the associate arising from transactions between the two companies is derecognized.

If the share of losses exceeds the book value of the investment, the investor recognizes the additional losses in a provision as a liability only to the extent that it has incurred legal or constructive obligations on behalf of the associate or joint venture.

Subsequent to the application of the equity method, it is determined at each reporting date whether there is any objective evidence that each related investment is impaired.

If there is an indication of possible impairment, the entire value of the investment is subjected to an impairment test, by comparing its recoverable amount with its book value. The recoverable amount, i.e. the higher of value in use and fair value less costs to sell, is determined for each investment in an associate.

Fair value is the price that would be received to sell the investment in a regular transaction between market participants at the measurement date.

Value in use is calculated by estimating the investor's share of the discounted cash flows expected to be generated by the associate or joint venture, including cash flows from its operating activities and the consideration from the ultimate disposal of the investment.

If the recoverable amount of the associate or joint venture is less than its book value, an impairment loss is recognized.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the investment is estimated.

A reversal of an impairment loss on an investment in an associate or joint venture that was impaired in prior years is made only if there is a change in the valuations used to determine the recoverable amount of the investment. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses on investments in associates are recognized in the income statement.

Financial assets

Initial recognition and measurement

Upon initial recognition, financial assets are classified according to the subsequent measurement method, as appropriate, i.e. amortized cost, fair value through OCI and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the characteristics of the contractual cash flows of the financial assets and the business model that the Group uses to manage them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied a practical expedient, the Group initially measures a financial asset at its fair value plus transaction costs, in the case of a financial asset not at fair value through profit or loss. Trade receivables that do not contain a significant financing component or for which the Group has applied a practical expedient are measured at the transaction price determined in accordance with IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or at fair value through OCI, it must generate cash flows that depend solely on principal and interest on the amount of principal to be repaid (solely payments of principal and interest - SPPI). This measurement is referred to as the SPPI test and is performed at the instrument level.

The Group's business model for the management of financial assets refers to the way in which it manages its financial assets in order to generate financial flows. The business model determines whether the cash flows will arise from the collection of contractual cash flows, the sale of financial assets or both.

The purchase or sale of a financial asset that requires delivery within a period of time generally established by regulations or market conventions (standardized sale or regular way trade) is recognized on the trade date, i.e. the date on which the Group undertakes to purchase or sell the asset.

Subsequent measurement

For the purposes of subsequent measurement, financial assets are classified into four categories:

- Financial assets at amortized cost (debt instruments);
- Financial assets at fair value through other comprehensive income with reclassification of accumulated gains and losses (debt instruments);
- Financial assets at fair value through other comprehensive income without reversal of accumulated gains and losses on derecognition (equity instruments);
- Financial assets at fair value through profit or loss.

1. Financial assets at amortized cost (debt instruments)

This category is the most significant for the Group. The Group measures financial assets at amortized cost if both of the following requirements are met:

- the financial asset is held as part of a business model whose objective is to hold financial assets for the purpose of collecting contractual cash flows, and
- the contractual terms of the financial asset provide for cash flows at certain dates represented solely by payments of principal and interest on the amount of principal to be repaid.

Financial assets at amortized cost are subsequently measured using the effective interest criterion and are subject to impairment. Gains and losses are recognized in the income statement when the asset is derecognized, modified or revalued.

The Group's financial assets at amortized cost include trade receivables, other non-current assets and security deposits.

2. Financial assets at fair value through OCI (Debt instruments)

The Group measures assets from debt instruments at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held as part of a business model whose objective is achieved both through the collection of contractual cash flows and through the sale of financial assets; and
- the contractual terms of the financial asset provide for cash flows at certain dates represented solely by payments of principal and interest determined on the amount of principal to be repaid.

For assets from debt instruments at fair value through OCI, interest income, changes in exchange rates and impairment losses, together with reversals, are recognized in the income statement and are calculated in the same way as for financial assets at amortized cost. The remaining changes in fair value are recognized in OCI. Upon derecognition, the cumulative change in fair value recognized in OCI is reclassified to the income statement.

At 31 December 2023, the Group did not hold any instruments classified in this category.

3. Investments in equity instruments

On initial recognition, the Group may irrevocably choose to classify its equity investments as equity instruments recognized at fair value through profit or loss when they meet the definition of equity instruments pursuant to IAS 32 "Financial instruments: Presentation" and are not held for trading. The classification is determined for each individual instrument.

Gains and losses on these financial assets are never reclassified to the income statement. Dividends are recognized as other income in the income statement when the right to payment has been approved, except when the Group benefits from such income as a recovery of part of the cost of the financial asset, in which case such profits are recognized in OCI. Equity instruments recognized at fair value through OCI are not subject to impairment testing.

At 31 December 2023, the Group did not hold any instruments classified in this category.

4. Financial assets at fair value through profit or loss

This category includes assets held for trading, assets designated at the time of initial recognition as financial assets at fair value with changes recognized in the Income Statement, or financial assets that must be measured at fair value. Assets held for trading are all those assets acquired for sale or repurchase in the short term. Derivatives, including those separated, are classified as financial instruments held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not represented solely by principal and interest payments are classified and measured at fair value in the Income Statement, regardless of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be recognized at fair value in the Income Statement upon initial recognition if this results in the derecognition or significant reduction of an accounting mismatch.

Financial instruments at fair value with changes recognized in the income statement are recognized in the statement of financial position at fair value and net changes in fair value are recognized in profit or loss.

This category includes derivative instruments and listed equity investments that the Group has not irrevocably chosen to classify at fair value through OCI. Dividends on listed equity investments are also recognized as other income in the statement of profit/(loss) for the year when the right to payment is established.

Non-current financial assets

This category includes investments in other companies over which neither control nor significant influence is exercised.

These investments are initially measured at fair value at the trade date (identifiable with the acquisition cost) net of transaction costs that are directly attributable to the acquisition.

After initial recognition, minority investments are recognized at fair value through profit/(loss) for the year (FVTPL). Therefore, they are measured at fair value, approximated by the value of the Group's share of the investee's equity. The effects of subsequent measurements at fair value are recognized in the income statement.

Dividends from investments in other companies are recognized in *Other income (expenses) from investment assets and liabilities* when the shareholders' right to receive payment is established.

Other non-current assets

The following are classified in this category:

- security deposits;
- tax credits awaiting refund;
- receivables with a maturity of more than 12 months.

The initial measurement of tax credits awaiting refund and security deposits is carried out at fair value on the date of trading, net of directly attributable transaction costs.

After initial recognition, both tax credits awaiting refund and security deposits are measured at amortized cost, using the effective interest method, calculated as indicated in the item *Other non-current financial assets*.

It is determined at each reporting date whether there is any objective evidence that each of the other non-current assets is impaired.

If there is objective evidence of an impairment loss, the amount of the loss is determined.

The amount of the impairment loss is measured as the difference between the book value and the present value of estimated future cash flows discounted at the original effective interest rate of the non-current asset in question.

The amount of the loss is recognized in the income statement.

If, in a subsequent year, the amount of the impairment loss decreases and this decrease is related to an event occurring after the impairment was recognized, the impairment loss is reversed and the related reversal is recognized in the income statement.

Deferred tax assets

Deferred tax assets, or deferred tax liabilities, are portions of income taxes recoverable in future periods relating to:

- deductible temporary differences;
- carry-forward of unused tax losses;
- carry-forward of unused tax credits.

Deductible temporary differences are differences between the book value of an asset or liability recognized in the statement of financial position and its tax base which, in determining taxable profit for future years, will result in deductible amounts when the book value of the asset or liability is realized or settled.

Deferred tax assets are recognized for all deductible temporary differences, tax losses and unused tax credits carried forward, if it is probable that in future years, taxable income will be generated against which such deductible temporary differences can be used.

Deferred tax assets are measured at the tax rates that are expected to apply in the year in which the tax asset is expected to be realized, with reference to the measures in force at the reporting date.

Deferred tax assets are not discounted.

Taxes for deferred tax assets are recognized in the Income Statement, unless the tax arises from a transaction or event recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income or directly in equity, or from a business combination.

Deferred tax assets relating to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income. Taxes for deferred tax assets relating to items credited or debited directly to equity are also credited or debited directly to equity.

In assessing the recoverability of deferred tax assets, the Group relies on the same forward-looking assumptions used elsewhere in the financial statements and other reports on operations, which, among other things, reflect the potential impact of climate-related developments on the business, such as increased production costs as a result of measures to reduce carbon emissions.

Current assets

Inventories

They include goods for sale, such as goods purchased for resale and company products, and goods produced in the ordinary course of business, such as semi-finished or finished products, raw and consumable materials.

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

The cost of inventories includes all acquisition costs, the transformation costs and other costs incurred to take inventories to their current location and state.

The purchase cost is determined on the basis of the price actually incurred, including directly attributable ancillary expenses such as transport and customs duties, net of any trade discounts.

For products already obtained or in the process of being obtained from the manufacturing process, the cost adopted is the manufacturing cost. In determining the manufacturing cost, account is taken of the purchase cost, as stated above, plus production or processing costs, i.e. direct and indirect costs, for the portion reasonably attributable to the product relating to the manufacturing period.

Raw materials and ancillary or consumable materials are measured using the weighted average cost method for the period, which takes into account the value of opening inventories.

If it is no longer possible to measure at cost, determined using the above criteria, due to lower sale prices, deteriorated, obsolete or slow-moving assets, the net realizable value inferred from market trends is used for goods, finished products, semi-finished products and work in progress, and replacement cost for raw, consumable and ancillary materials and semi-finished products.

Net realizable value represents the sale price in the normal course of business, less the costs of completion and direct selling expenses that can reasonably be expected.

Replacement cost represents the cost at which, under normal operating conditions, a particular inventory item can be repurchased or reproduced.

Raw materials are adjusted directly to replacement cost, while finished goods are adjusted to net realizable value through a specific provision for inventory write-downs, which is deducted directly from the nominal value recognized under assets.

Trade receivables

Trade receivables include receivables from customers and advances to suppliers.

Trade receivables are initially measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

After initial recognition, trade receivables are shown at their estimated realizable value. The adjustment of the initial value to the presumed realizable value is obtained by means of a specific bad debt provision, directly deducted from trade receivables.

The adjustment to the estimated realizable value is obtained by adjusting the nominal value of the receivables, taking into account losses due to uncollectability, returns and invoicing adjustments, discounts and allowances not accrued and other causes of reduced realization. Invoicing adjustments also include estimated provisions for books and newspaper copies that will be returned in future years.

If receivables are disposed of definitively (without recourse), they are removed from the financial statements and the gain (or loss) is recognized for the difference between the value received and the value at which they were recognized in the financial statements.

Advances to suppliers refer to advance payments for tangible assets that have not yet been accessed and for services not yet received. The right of access to tangible assets arises when becoming the owner or when the supplier makes them available according to the agreed terms. Services shall be deemed to have been received when they have been performed by the supplier in accordance with a service contract.

Other receivables

Other receivables include the following types:

- Italian and EU VAT credits for which reimbursement has been requested, as well as tax credits for publishing and advance tax payments on employee severance indemnity (TFR);
- prepayments and advances to personnel;
- receivables from others, arising from other transactions that do not generate revenues. This group also includes advances to suppliers for the purchase of tangible and intangible assets.

Other receivables are measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

Current tax assets are also shown in this category if the amount already paid for the current and prior years exceeds the amount due.

Other current assets

Other current assets include accrued income and prepaid expenses.

Accrued income and prepaid expenses relate to portions of income or costs common to two or more years. These measure income and expenses that are recognized in advance or in arrears with respect to the monetary event that gave rise to their recognition. A prerequisite for their recognition is that the amount of such portions of costs or income common to several periods varies over time.

Cash and cash equivalents

They include bank and postal deposits, and cash and cash equivalents.

Bank and postal deposits, cash and cash equivalents in national currency are measured at their nominal value.

The accounts opened for cash and cash equivalents include all changes in figures before the reporting date. Interest and ancillary expenses accrued and due at the reporting date are included even if received after that date.

Remittances of cash received after the end of the year are not taken into account, even if their value date is before that date.

Remittances of cash paid out or arranged after the reporting date are not taken into account.

Non-current assets classified as held for sale and discontinued operations

All non-current assets and disposal groups classified as held for sale are classified separately from other assets in the Statement of Financial Position. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Statement of Financial Position.

The book value of non-current assets and disposal groups classified as held for sale will be recovered primarily through a sale transaction rather than through continuing use.

The book value is considered to be recovered primarily through a sale transaction when management has committed to a programme to dispose of the asset.

Non-current assets classified as held for sale are measured at the lower of book value and fair value less costs to sell. These assets are not depreciated.

Non-current assets classified as held for sale that represent an autonomous branch or geographical area of activity or that are investments in subsidiaries acquired exclusively for the purpose of being sold are defined as discontinued operations.

A section identified as relating to discontinued operations is presented in the Statement of Profit (Loss) for the year. Gains or losses from discontinued operations and gains and losses, recognized as a result of measuring discontinued operations at fair value, net of costs to sell, are presented as a single, separate amount in that section of the Statement of Profit (Loss) for the year.

All gains and losses arising from non-current assets classified as held for sale, other than discontinued operations, are included in profit or loss from continuing operations.

Equity

This represents the difference between all asset and liability items, determined in accordance with the recognition and measurement criteria applied.

Equity is divided between the portion attributable to shareholders of the parent company and the portion attributable to minority shareholders.

Equity includes the items listed below.

Capital, i.e., the nominal value of the contributions provided by shareholders upon the Company's incorporation or during subsequent capital increases and the value of reserves allocated to share capital over time, net of the nominal value of receivables from shareholders for subscribed and uncalled capital and for called-up and unpaid capital.

Capital Reserves, which include:

- *capital contributions*, i.e., capital reserves that receive the value of new contributions by shareholders;
- the *share premium reserve*, i.e. the excess of the issue price of the shares over their nominal value;
- *costs relating to capital transactions*, i.e. all costs relating to the acquisition or issue of new shares, including costs arising from listing procedures on regulated markets, incurred by the Parent Company during the current year.

Hedging and Translation Reserves, which include:

- the Translation reserve, which holds the exchange rate differences that arise from the translation into the presentation currency of the financial statements of foreign subsidiaries included in the consolidated financial statements that prepare their financial statements in a currency other than the Euro;
- the Cash flow hedge reserve, relating to the portion of the gain or loss on cash flow hedging instruments that is determined to be an effective hedge.

The Hedging reserve, set up following changes in the fair value of cash flow hedging instruments, is unavailable pursuant to article 6, paragraphs 1 and 4 of Legislative Decree 38/2005.

Other Reserves, which include:

- the Legal reserve, i.e., the reserve required by article 2430 of the Italian Civil Code, which states that at least one-twentieth of annual net profits must be set aside until reaching one-fifth of the share capital. Up to this limit, the Reserve is unavailable;
- the Merger surplus reserve. This is an adjustment to equity due to the incorporation of companies in previous years;
- Employee severance indemnity (TFR) reserve - IAS adjustment refers to the recognition of actuarial gains and losses relating to employee severance indemnities in the Other Comprehensive Income section of the Statement of Comprehensive Income. This item represents the changes that the present value of the obligation undergoes as a result of an actual evolution of the programme, different from as foreseen in the actuarial valuations carried out;
- the IAS opening reserve, consisting of adjustments deriving from the transition to IAS/IFRS, relating to the value of treasury shares. This Reserve is offset by an equal amount in the *Unavailable reserve for the purchase of treasury shares*. Other adjustments relating to the transition to IAS/IFRS have been reclassified under *Profits carried forward*;
- the Statutory reserve and Other optional reserves include any reserves provided for in the Articles of Association or approved by the Ordinary Shareholders' Meeting;
- the Unavailable reserve consisting of the profits for the year recognized in the income statement to the extent of the gains, net of the related tax expense, resulting from the application of the equity method, pursuant to article 6, paragraphs 1 and 2, of Legislative Decree 38/2005.

Profits (Losses) carried forward, i.e., income from prior years that has not been distributed or allocated to other reserves and losses from prior years that have not been otherwise offset. All amounts relating to the transition to IAS/IFRS have also been reclassified under this item, with the exception of amounts relating to treasury shares.

The Profit (Loss) for the year as shown in the corresponding item in the Statement of Profit (Loss) for the year.

Equity is presented showing separately the portion attributable to shareholders of the parent company, divided into the items indicated above, and the portion attributable to minority investments, divided between:

- the portion attributable to minority investments of the value of the profit or loss for the year of consolidated subsidiaries, separately identified;
- the portion of capital and reserves attributable to minority investments in consolidated subsidiaries, consisting of the value of minority interests at the date of acquisition of the investment and the portion attributable to minority interests of changes in equity since the date of acquisition.

Non-current liabilities

Financial liabilities

Financial liabilities are classified upon initial recognition as financial liabilities at fair value through profit or loss, as mortgages and loans, or as derivatives designated as hedging instruments.

All financial liabilities are initially recognized at fair value plus, in the case of mortgages, loans, bonds and payables, the directly attributable transaction costs. The Group's financial liabilities include trade and other payables, bonds and loans, including current account overdrafts.

Non-current financial liabilities

This category essentially includes payables to banks for medium/long-term loans, bonds and liabilities deriving from lease agreements at the present value of future fees, in application of IFRS 16. In particular, lease agreements relating to Group offices, capital goods (rental of hardware and cars) and lease of space and areas held for the positioning of radio broadcasting equipment owned by the Group.

The liability is gradually repaid with the payment of the lease fees and interest will be recognized on the same. In determining the liability, only the fixed component of the lease payments under the contract and any inflation-linked component are taken into account, but not any variable components. Future payments, thus determined, will be discounted using the contractual rate or the interest rate of the lessee's marginal loan, over the period that the contract is deemed non-cancellable.

Non-current financial liabilities are initially measured at fair value at the trade date, net of transaction costs that are directly attributable to the acquisition.

After initial recognition, non-current financial liabilities are measured at amortized cost, using the effective interest method.

Employee benefits

This item of the financial statements includes the liability for employee severance indemnities of all contractual categories of employees accrued at the reporting date, taking into account what is specified below.

Following the changes made to the rules for employee severance indemnities by the Supplementary Pension Reform introduced by Legislative Decree no. 252 of 5 December 2005 - Regulations for supplementary pension schemes, and subsequent amendments and additions, the Group has adopted the following accounting treatment:

- the employee severance indemnity (TFR) accrued at 31 December 2006 is considered a defined benefit plan, consistently with the recognition and classification made in previous years. Guaranteed employee benefits, in the form of employee severance indemnity, paid out on termination of employment, are recognized in the period in which the right accrues;
- the relative net defined benefit liability is determined by reliably estimating, through the use of the actuarial technique of the projected unit credit method, the final cost for the amount of benefits accrued by employees in exchange for their service in the current and previous years;
- the application of the actuarial technique of the projected unit credit method, entrusted to professional actuaries, allows the determination of the present value of the defined benefit obligation and of the cost relating to employment services, considering demographic variables, such as employee turnover and mortality, and financial variables, such as medical care costs and the discount rate. In particular, the discount rate used to discount the defined benefit obligations, calculated with reference to market yields at the end of the reporting period, determines the net interest on the net defined benefit liability. In view of the provisions introduced by the Supplementary pensions reform, the variable linked to expected future salary increases has been excluded from the discounting calculation as from 1 January 2007;
- current service cost, past service cost, gains and losses determined on settlement and net interest on the net defined benefit liability are recognized in profit or loss for the year;
- actuarial gains and losses are recognized in the Employee severance indemnity reserve - IAS adjustment classified in *Other reserves*, as indicated in the equity items, and recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income.

For the Employee severance indemnity accruing from 1 January 2007, reference is made to the item Other Payables.

Deferred tax liabilities

Deferred tax liabilities are portions of income taxes due in future years relating to taxable temporary differences.

Taxable temporary differences are differences between the book value of an asset or liability recognized in the statement of financial position and its tax base which, in determining taxable profit for future periods, will result in taxable amounts when the book value of the asset or liability is realized or settled.

Deferred tax liabilities are recognized for all taxable temporary differences, except where this liability arises:

- from the initial recognition of goodwill; or
- from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting profit nor tax profit, at the date of the transaction.

Deferred tax liabilities are also recognized for taxable temporary differences arising from investments in associates, except where the Parent Company is able to control the timing of the reversal of the taxable temporary difference and it is probable that the temporary difference will reverse in the foreseeable future.

Deferred tax liabilities are measured at the tax rates that are expected to apply in the period when the tax liability is expected to be settled, based on tax rates established by regulations in force at the reporting date.

Deferred tax liabilities are not discounted.

Taxes for deferred tax liabilities are recognized in the Income Statement, unless the tax arises from a transaction or event recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income or directly in equity, or from a business combination.

Deferred tax liabilities relating to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income. Taxes for deferred tax liabilities relating to items credited or debited directly to equity are also credited or debited directly to equity.

Deferred tax liabilities are offset against deferred tax assets only if the two items refer to the same tax.

Provisions for risks and charges

This category includes provisions for risks and charges.

These provisions are made to cover liabilities with uncertain maturity or amount, originating from legal or implicit obligations, existing at the reporting date as a result of a past event.

Such obligations, whether arising from contractual, regulatory or legal provisions, established patterns of business practice or public assumptions of responsibility, mean that the company has no realistic alternative to settlement.

Obligations arising from a past event the settlement of which is likely to require the use of economic and financial resources and the amount of which can be reliably estimated are recognized.

Provisions are measured at the value representing the best estimate of the amount required to settle the obligation or to transfer it to third parties at the reporting date.

Where the effect of discounting money is a material issue as a result of the timing of settlement of the obligation, the amount of the provision is equal to the present value of the expenditure expected to be required to settle the obligation.

The financial component of discounted provisions is recognized in the income statement under financial expenses.

The current portions of provisions for risks and charges are reclassified under the item *Short-term portion of provisions for risks and charges*.

Contingent liabilities

Contingent liabilities are obligations that arise from past events and the existence of which will be confirmed by future events that are not wholly within the Group's control, or obligations for the settlement of which it is not probable that economic or financial resources will be required, or the amount of which cannot be estimated with sufficient reliability.

Contingent liabilities are not recognized, but are described in detail in the notes to the financial statements.

Other non-current liabilities

This category includes security deposits payable and payables due beyond twelve months after the reporting date.

The initial measurement of security deposits and payables due beyond twelve months is carried out at fair value on the trade date, net of directly attributable transaction costs.

After initial recognition, other non-current liabilities are measured at amortized cost, using the effective interest method.

Current liabilities

Bank overdrafts and loans

Bank current accounts with a debit balance are classified here, as are the current portions of payables to banks for medium/long-term loans, the expected settlement date of which is within twelve months of the reporting date.

Other current financial liabilities

This category includes:

- short-term financial payables;
- short-term payables in application of IFRS 16;
- accrued liabilities for financial expenses.

Short-term payables are measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

Accrued liabilities for financial expenses are recognized by applying the method illustrated for other accruals under the item *Other current liabilities*.

This item also includes hedging instruments for which designated hedging has been established with the hedged item.

Hedging instruments are designated derivatives the cash flows of which are expected to offset changes in the cash flows of a designated hedged item. The designated hedges established are cash flow hedges, i.e. hedges against exposure to cash flow variability that is attributable to a particular risk associated with a recognized asset or liability and that could impact the income statement. A designated hedge qualifies as

such when there is formal documentation to support the risk management and strategy in undertaking the hedge and when the effectiveness of the hedge, which is reliably assessed, is highly effective.

Derivatives designated as hedging instruments are initially measured at fair value on the date of initial recognition, i.e. at the transaction price of the consideration given or received.

After initial recognition, hedge accounting entails the symmetrical and opposite recognition of the effects on the income statement deriving from changes in the fair value of the hedging instrument and the hedged item.

In designated cash flow hedges, the portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognized directly in equity and disclosed in the Other Comprehensive Income section of the Statement of Comprehensive Income. The ineffective portion of the gain or loss on the hedging instrument is recognized in the Statement of Profit (Loss) for the year.

Trade payables

The category of trade payables includes payables to suppliers, liabilities to be paid for goods and services received and invoiced, advances received from customers for goods or services not yet delivered and deferred income relating to revenues from products sold under subscription.

Trade payables and customer advances are recognized at fair value at the trade date, i.e. at the value of the consideration formally agreed with the counterparty, net of trade discounts and adjusted for returns or other changes in invoicing.

Deferred income relating to revenues from products sold under subscription are recognized by applying the method illustrated for other deferred income in the item *Other current liabilities*.

When payment of trade payables is deferred and the transaction in fact is a financial transaction, after initial recognition, measurement is carried out at amortized cost, using the effective interest method.

Other current liabilities

Other current liabilities include accrued liabilities, other than those relating to financial expenses, classified under *Other current financial liabilities*, and deferred income, other than those relating to revenues from products sold under subscription, classified under *Trade payables*.

As already explained for accrued income and prepaid expenses, accrued liabilities and deferred income relate to portions of expenses or income common to two or more years.

This category also includes current and prior year direct taxes, to the extent that they have not already been paid.

The amount shown in the financial statements is net of advances for taxes already paid, withholding taxes and tax credits, unless a refund has been requested.

Current direct taxes are measured at the amount expected to be paid to the tax authorities, applying tax rates and tax regulations that have been enacted or substantively enacted at the reporting date.

Current taxes are recognized as an expense in the Income Statement, except for taxes that arise from transactions or events recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income, or that are credited or charged directly to equity.

Current tax liabilities that relate to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of

the Statement of Comprehensive Income. Current tax liabilities that refer to items credited or debited directly to equity are also credited or debited directly to equity.

Other payables

The category of other payables includes:

- payables to social security institutions, relating to social security and pension contributions;
- tax payables other than direct taxes classified under *Other current liabilities*, such as payables for taxes due on the basis of assessments or disputes that have been settled, for withholdings made as withholding agent and for taxes of any kind that have become payable. The amount shown in the financial statements is net of tax advances already paid, withholding taxes and tax credits, unless a refund has been requested;
- payables to employees for wages and salaries, expenses to be paid, accrued holidays and additional monthly payments;
- dividends payable to shareholders;
- other payables not classifiable under other items of Current liabilities.

Other payables are initially measured at fair value on the trade date, i.e. at the value of the consideration agreed with the counterparty, net of directly attributable transaction costs.

Other payables, precisely because of their nature and duration, do not have a pre-established discount rate. After initial recognition, these payables are measured at their original value, given the immateriality of the effect of discounting.

This item also includes benefits due to employees on termination of employment.

Termination benefits arise from the Group's decision to terminate the employment relationship or from an employee's decision to accept an offer of benefits from the Group in exchange for termination of employment. Termination benefits do not include employee benefits resulting from termination of employment at the employee's request, without an offer of benefits by the Group, or as a result of mandatory retirement requirements.

The liability and cost relating to termination benefits are recognized on the most immediate of the following dates:

- the moment in which the Group can no longer withdraw the offer of such benefits; and
- the moment in which the Group recognizes the costs of a restructuring that falls within the scope of *IAS 37 Provisions, contingent liabilities and contingent assets* and involves the payment of termination benefits.

When termination benefits are an enhancement to post-employment benefits, the provisions for post-employment benefits are applied for measurement, using the actuarial valuation method outlined in the item Employee benefits. Otherwise:

- if it is expected that the benefits due on termination of employment will be paid in full within twelve months of the end of the period in which these benefits are recognized, the non-discounted cost is recognized;
- if it is not expected that the benefits due on termination of employment will be fully settled within twelve months of the end of the year, the discounted cost is recognized with actuarial gains (losses) recognized in the Statement of Profit (Loss) for the year.

Starting with the financial statements for the year beginning 1 January 2007, this category also includes:

- payables to supplementary pension funds, relating to employee severance indemnities accrued but not yet paid;

- payables to the Treasury Fund set up at the INPS (National Social Security Institute), relating to employee severance indemnities accrued but not yet paid.

Pursuant to the social security reform mentioned above under *Employee benefits*, the portions of employee severance indemnities accrued from 1 January 2007 onwards have been, at the employee's discretion:

- allocated to supplementary pension schemes;
- retained in the company, which transferred the portions of the employee severance indemnity to the Treasury Fund set up at the INPS.

Both the portions of employee severance indemnities allocated from 1 January 2007 to supplementary pension schemes and those allocated from the same date to the Treasury Fund set up by the INPS are recognized as post-employment benefits and accounted for in the same way as defined contribution plans.

Contributions to be paid to a defined-contribution plan are recorded on an accruals basis as payables to supplementary pension funds and/or the Treasury Fund set up at the INPS, in relation to work performed by employees. In particular, the liability for the amounts to be paid to the Treasury Fund set up at the INPS does not include the revaluation expense, incurred by INPS.

Effects of changes in foreign currency exchange rates

At each reporting date, all monetary foreign currency items, i.e. all assets and liabilities that will be received or paid in a fixed or determinable number of currency units, are translated at the spot rate at the reporting date.

Exchange rate differences arising from the translation of monetary items at a rate different from that used at the time of initial recognition during the year or in previous financial statements are recognized in the income statement for the year in which they arise, except for exchange rate differences arising on a monetary item that forms part of an investment in a foreign associate.

Exchange rate differences arising on a monetary item that forms part of an investment in a foreign associate are, in fact, recognized in an Equity Reserve, until the investment is disposed of, and shown in the Other Comprehensive Income section of the Statement of Comprehensive Income. The total amount of exchange rate differences suspended in the appropriate Equity Reserve is recognized in the Statement of Profit (Loss) for the year when the gain or loss relating to the disposal is recognized.

At each reporting date, all non-monetary items measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. All non-monetary items expressed in a foreign currency and measured at fair value are translated at the exchange rate at the date the fair value was determined.

When the book value of a non-monetary item denominated in a foreign currency is determined, in accordance with GAAP, by comparing two or more amounts, the exchange rate applied to the amounts used for comparison with the original book value is that at the time the comparison is made, which is the closing rate at the reporting date.

This implies that if the book value to be recognized is that of one of the compared amounts, any emerging exchange rate differences are recognized in the Income Statement, when the item to which they relate is recognized in the Income Statement, or in the Other Comprehensive Income section of the Statement of Comprehensive Income, when the item to which they relate is recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income.

If a designated fair value hedge has been established between a hedging instrument and a hedged item in foreign currency, the treatment for hedging instruments indicated in the item *Other current financial assets* applies.

Revenues

The recognition of revenues in the income statement follows the following five steps:

- identification of the contract with the customer;
- identification of contractual obligations;
- determination of the transaction price;
- allocation of the transaction price to the individual contractual obligations;
- recognition of revenue upon fulfilment of contractual obligations.

Revenues from contracts with customers are recognized when control of the goods and services is transferred to the customer for an amount that reflects the consideration the Group expects to receive in exchange for those goods or services.

The Group has generally concluded that it acts as Principal for most of the agreements from which revenues arise, with the exception of the following services in which it acts as Agent, as it usually controls the goods and services before transferring them to the customer.

In particular:

- revenues from the sale of goods are considered to have been earned when the company transfers control of the goods to the purchaser, which conventionally coincides with the dispatch of both daily newspapers and magazines sold individually, as well as book publications sold on an outright basis. Revenue is measured according to the amount of consideration received or receivable, net of reasonably estimated returns, allowances, trade discounts and volume reductions;
- revenues from the sale of subscription newspapers and magazines are recognized over the term of the subscription. It is industry practice to continue to provide the service for a certain period of time following the expiry of the subscription until the customer renews the subscription (gracing period). Revenues relating to gracing subscriptions at the end of the year are recorded on the basis of a historical estimate of the renewal rate for such subscriptions;
- publishing revenues from the sale of newspapers, magazines and books at news-stands and book stores are recognized on the basis of the price paid by the final purchaser gross of all premiums paid, including the share paid to newsagents. Distribution activities are in fact carried out by companies outside the Group's perimeter, acting as agents, whose premiums are recognized in the costs for services;
- revenues from the sale of advertising space are recorded on the basis of the date of publication of the insert or advertising message. The recognition of such revenues on an accrual basis presents elements of complexity due to the need to monitor punctually the publication of press releases in the various media of the Group (newspapers, magazines, Internet, radio, events, etc.) or of third parties for which the Group operates as concessionaire. To this end, the Group uses IT systems that link advertising contracts entered into with customers with the actual publication of the relevant press releases;
- advertising revenues deriving from the sale of advertising space on the media of third-party publishers are reported differently depending on whether the Group operates as principal or agent. The principal versus agent valuation is carried out on a contract-by-contract basis, taking into account certain indicators such as: the party with primary responsibility for meeting performance obligations, business risk and discretion in setting the sale price. Where the Group operates as an agent, revenues are recorded in the financial statements net of advertising revenues due to third-party publishers. If the Group operates as a principal, revenues are recorded gross of advertising fees due to third-party publishers, which are in this case recorded under costs for services. Based on the valuations performed for the contracts currently in place, the Group always operates as an agent;

- revenues from the provision of services with a contractual duration, such as IT services and subscriptions to databases, are recognized over the duration of the contract as the customer simultaneously receives and consumes the benefits provided by the Group. In particular, database subscriptions often include free periods at the end of the contract period. In these cases, revenue is recognized over the actual duration of the service period, including the complimentary period;
- revenues from software sales are recognized over the life of the contract as the customer simultaneously receives and consumes the benefits provided by the Group. Despite the fact that the contracts in question are legally configured as sub-licences of third-party software and do not expose the Group to inventory risk, the Group has analysed the contracts included in the above stream from the customer's point of view and has decided to act as principal, having considered, in this specific case, that the customizations made, the exclusive right on the marketing of these products and the direct management by the Group of relations with customers (including the independent setting of the sale price), represent indicators of the Group's control over these goods and services before they are transferred to the customer.

Costs

Costs are recognized in the income statement when there is a decrease in future economic benefits resulting in a decrease in assets or an increase in liabilities that can be reliably measured.

Specifically, an expense is recognized immediately in the income statement when and to the extent that:

- an expense produces no future economic benefit;
- the future economic benefits do not qualify, or cease to qualify, for recognition as an asset in the Statement of Financial Position;
- a liability is incurred without the recognition of an asset.

When cost components are material, their nature and amount are disclosed separately.

Earnings per share

Basic earnings per share, shown in the Statement of Profit (Loss) for the year for each period presented, have been calculated by dividing the profit or loss attributable to holders of ordinary and special shares of the Parent Company by the weighted average number of shares outstanding during the year. Basic earnings per share from discontinued operations are also presented in the Statement of Profit (Loss) for the year.

Diluted earnings per share, also shown in the Statement of Profit (Loss) for the year for each period presented, have been calculated by adjusting, so as to take into account the effects of all potential dilutive actions, both the profit or loss attributable to holders of ordinary and special shares of the Parent Company and the weighted average number of ordinary and special shares outstanding during the year. Diluted earnings per share from discontinued operations are also presented in the Statement of Profit (Loss) for the year.

The dilutive effects of potential ordinary and special shares are those that produce a reduction in earnings or an increase in loss per share as a result:

- of the conversion into ordinary and special shares of convertible instruments;
- of the exercise of options or warrants on ordinary shares;
- of the issuance of new ordinary shares upon the satisfaction of certain conditions.

Guarantees

The book value of financial assets pledged as collateral for liabilities or contingent liabilities and the related terms and conditions of use are disclosed separately in the Notes to the Financial Statements. If financial assets pledged as collateral can, by contract or custom, be sold or repledged, their book value has been reclassified in the Statement of Financial Position, separately from other assets.

For guarantees received for which it is permitted to sell or repledge the collateral, as well as for collateral received and repledged, the fair value and the clauses and conditions associated with their use have been indicated separately.

Hedging transactions

For each type of hedge, the Notes to the Financial Statements have indicated separately:

- description of the transaction;
- description of the financial instruments designated as hedging instruments and their fair values at the reporting date;
- nature of the risks covered.

For cash flow hedges and fair value hedges, detailed information is also provided in the Notes to the Financial Statements.

Fair value

Fair value is the price that would be received for the sale of an asset or paid for the transfer of a liability in a regular transaction between market participants at the measurement date.

The price considered is the price quoted in the main market, or the most advantageous price, unadjusted for transaction costs, at current market conditions (exit price), regardless of whether that price is directly observable or estimated using another valuation technique.

In particular, when fair value is applied to a non-financial asset, it considers the ability of a market participant to generate economic benefits by employing the asset to its highest and best use, or by selling it to another market participant that would employ it to its highest and best use.

According to the fair value measurement approach, the following were determined:

- the particular asset or liability being measured, in a manner consistent with its basis of measurement (unit of account);
- in the case of a non-financial asset, the appropriate valuation assumption for the measurement, consistent with its highest and best use;
- the principal (or most advantageous, if there is no principal) market for the asset or liability;
- the appropriate valuation techniques for measuring fair value, considering the availability of data with which to process the inputs representing the assumptions that market participants would use to determine the price of the asset or liability.

Valuation techniques were used that were appropriate in the circumstances and for which sufficient data was available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

In particular, the three main valuation techniques were used, namely:

- the market approach;
- the cost approach;
- the income approach.

IFRS 13 Fair Value Measurement establishes a fair value hierarchy that ranks the inputs to the valuation techniques used to measure fair value into three levels. The fair value hierarchy gives the highest priority to quoted (unadjusted) prices in active markets for identical assets and liabilities (Level 1 data) and the lowest priority to unobservable inputs (Level 3 data).

Level 1 inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs are inputs other than quoted prices included in Level 1 that are directly or indirectly observable inputs for the asset or liability.

Level 3 inputs are unobservable inputs for the asset or liability.

The fair value hierarchy prioritizes the inputs to valuation techniques and not the valuation techniques used to measure fair value. In some cases, the data used to measure the fair value of an asset or liability could be classified in different levels of the fair value hierarchy. In such cases, the fair value measurement was classified entirely in the same level of the fair value hierarchy in which the lowest level of the hierarchy input used for the measurement is classified.

6. Changes in Accounting standards, errors and changes in estimates

The accounting standards adopted are amended from one year to the next only if the change is required by a new standard or if it contributes to providing more reliable and relevant information on the effects of transactions on the entity's financial position, economic result or cash flows.

Changes in accounting standards are accounted for:

- in accordance with the specific transitional provisions, if any, of that standard;
- retrospectively, if the standard does not contain transitional provisions, or if the standard is amended voluntarily, with the effect in opening equity for the earliest of the years presented. Other comparative amounts indicated for each prior year are also adjusted as if the new standard had been applied from inception.

The prospective approach is adopted only when it is impracticable to determine the period-specific effects or the cumulative effect of the amendment for all prior periods.

In the case of material errors, the same treatment applies as for amendments in accounting standards as outlined above. In the case of immaterial errors, they are accounted for in the statement of profit (loss) for the period in which the error is detected.

In periods when an accounting standard is applied retrospectively, is retrospectively restated, or is reclassified and the retrospective application, retrospective restatement, or reclassification has a material impact on the information reported in the statement of financial position at the beginning of the prior year, three statements of financial position are presented:

- at the end of the current year;
- at the end of the previous year;
- at the beginning of the previous year.

Changes in estimates are accounted for prospectively in the statement of profit (loss) for the year in which the change takes place if it impacts only the latter, or in the year in which the change takes place and in subsequent years, if the change also impacts the latter.

New accounting standards, interpretations and amendments adopted by the Group

As of 1 January 2023, the following new accounting standards and amendments to accounting standards, which had no impact on the Group's financial statements, apply with respect to the financial statements as at 31 December 2022.

IFRS 17 Insurance Contracts as amended

In May 2017, the IASB issued IFRS 17 Insurance Contracts, a new comprehensive standard relating to insurance contracts covering recognition and measurement, presentation and disclosure.

IFRS 17 replaced IFRS 4 Insurance Contracts, which was issued in 2005. IFRS 17 applies to all types of insurance contracts (e.g. life, non-life, direct insurance, reinsurance) regardless of the type of entity that issues them, as well as to certain guarantees and financial instruments with discretionary participation features.

Limited exceptions apply for this purpose. The overall objective of IFRS 17 is to present an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to IFRS 4, which is largely based on the maintenance of previous accounting policies, IFRS 17 provides a comprehensive model for insurance contracts that covers all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- a specific adjustment for contracts with direct participation features (the variable fee approach);
- a simplified approach (the premium allocation approach) mainly for short-term contracts.

In December 2021, the IASB also issued the initial application of IFRS 17 and IFRS 9 - Comparative information (amendment to IFRS 17). The amendment is a transition option relating to comparative information on financial assets presented in connection with the first-time application of IFRS 17. The amendment is intended to help insurers avoid temporary accounting mismatches between the financial assets and liabilities of insurance contracts, and thus to improve the usefulness of comparative information for users of financial statements. IFRS 17, which takes this amendment into account, is effective for financial years beginning on or after 1 January 2023.

This amendment had no impact on the Group's consolidated financial statements.

Definition of accounting estimates - Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of "accounting estimates". The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

This amendment had no impact on the Group's consolidated financial statements.

Disclosure of accounting policies - Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to disclosures on accounting policies. The amendments aim to help entities provide more useful accounting policy disclosures by replacing the requirement for entities to disclose their "significant" accounting policies with a requirement to disclose their "material" accounting policies; in addition, guidance is added on how entities apply the concept of materiality in making accounting policy disclosure decisions.

The amendments had an impact on the disclosure of the Group's accounting policies, but not on the measurement, recognition and presentation of items in the Group's consolidated financial statements.

Deferred tax related to assets and liabilities arising from a single transaction - Amendments to IAS 12

In May 2021, the IASB issued amendments to IAS 12, narrowing the scope of the initial recognition exception included in IAS 12, which is no longer to be applied to those transactions that give rise to taxable and deductible temporary differences in equal measure.

The amendments are applied to transactions occurring after or at the beginning of the comparative period presented. In addition, at the beginning of the comparative period presented, deferred tax assets (if there is sufficient taxable income) and deferred tax liabilities must be recognized for all deductible and taxable temporary differences associated with leases and restoration provisions.

These amendments had no impact on these consolidated financial statements of the Group.

International Tax Reform - Pillar Two Model Rules - Amendments to IAS 12

On 24 May 2023, the IASB published the International Tax Reform - Pillar Two Model Rules, amending IAS 12 Income Taxes. The document introduces a temporary exception to the recognition of deferred taxes relating to the application of the provisions of Pillar Two published by the OECD.

The amendment has no impact on the consolidated financial statements as the Group is not affected by the Pillar Two rules, since its revenues are under Euro 750 million per year.

Accounting standards, amendments and interpretations approved or not yet approved by the European Union but not yet in force and not adopted in advance by the Group

The IASB and IFRIC have approved some amendments to the IAS/IFRS already in force and issued new IAS/IFRS and new IFRIC interpretations. As these new documents have a deferred effective date, they have not been adopted for the preparation of these consolidated financial statements, but will be applied from the effective date established as mandatory. Preliminary analyses have shown that the impacts on the Group's consolidated financial statements resulting from the new Standards, Amendments and Interpretations mentioned below are not significant.

The IASB has issued the following amendment, endorsed or not yet endorsed by the European Union: Amendments to IAS 1 Presentation of Financial Statement classification of liabilities as current or non-current; Classification of Liabilities as Current or Non-current - Deferral of Effective Date and Non-current Liabilities with Covenants (issued on 23 January 2020, 15 July 2020 and 31 October 2022; effective 1 January 2024), Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback (issued 22 September 2022; effective 1 January 2024), Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: *Disclosures*: Supplier Finance Arrangements (issued 25 May 2023; effective 1 January 2024), Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (issued 15 August 2023; effective 1 January 2025).

7. Financial instruments and risk management

With reference to the Group's financial position, economic result and cash flows, additional information is provided to facilitate the assessment of the extent and nature of the related risks.

The risks related to the financial instruments used are:

- market risk, which is the risk that the fair value or cash flows of a financial instrument will fluctuate due to changes in market prices. This risk can be further broken down into:
 - currency risk, i.e. the risk that the value of a financial instrument will fluctuate as a result of changes in exchange rates;
 - interest rate risk on fair value, i.e. the risk that the value of a financial instrument or its future cash flows will fluctuate due to changes in market interest rates;
 - price risk, i.e. the risk that the fair value of a financial instrument or its future cash flows fluctuate due to changes in market prices;
- credit risk, i.e. the risk that one party to a financial instrument will fail to discharge an obligation and cause a financial loss to the other party;
- liquidity risk, i.e. the risk of encountering difficulties in meeting obligations relating to financial liabilities settled with cash or another financial asset.

Group financial situation

Available credit lines

On 23 November 2023, the Company terminated in advance the securitization transaction with and without recourse, carried out with the vehicle company Monterosa SPV S.r.l., transferring collections and any residual receivables assigned with recourse by April 2024.

To meet short-term financial requirements, in November and December 2023 the Company entered into two contracts with the banking system, against which it has usable credit lines available for a total of Euro 20.0 million and relating to credit lines for advances on trade receivables with SDD (SEPA Direct Debit) payment methods.

As at 31 December 2023, the above-mentioned credit lines for advances on trade receivables were still unutilized.

These credit lines, net of the share to be returned on collections of receivables already assigned without recourse and the share of receivables to be returned already assigned with recourse, together with available liquidity, amount to a total of Euro 80.4 million.

On 29 July 2021 Il Sole 24 ORE S.p.A issued an unsecured, non-convertible bond in the principal amount of Euro 45 million and with a duration of 7 years; bullet lump-sum repayment on maturity.

Securitization of trade receivables

On 23 November 2023, during the early closing of the non-recourse and recourse securitization transaction with the vehicle company Monterosa SPV S.r.l., the Company started a new non-recourse securitization transaction, carried out with the vehicle company Manno SPV S.r.l. and structured by Banca Intesa Sanpaolo S.p.A., to finance the purchase of Il Sole 24 ORE S.p.A. trade receivables.

Manno SPV S.r.l. is not controlled by the Group and is therefore not included in the scope of consolidation. The 24 ORE Group does not hold any investment in the financial instruments issued by the vehicle.

The programme provides for the ongoing monthly transfer of portfolios of the Company's trade receivables to Manno SPV, on a definitive non-recourse (i.e., without a guarantee of the transferred debtors' solvency) basis, with automatic renewal until November 2028.

The maximum total financeable amount is Euro 15.0 million. The securitization contract does not provide for financial covenants but does provide for causes of impediment to the acquisition of the Company's portfolios of receivables, which, if not remedied, could result in the termination of the contract.

At 31 December 2023, there were no causes of impediment to purchase and/or material events that would result in contract termination.

Bond

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements with Goldman Sachs International, MPS Capital Services and Banca Popolare di Sondrio functional to the issuance of a non-convertible senior unsecured bond for a principal amount of Euro 45 million and a duration of 7 years, with bullet repayment at maturity, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933.

The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The bonds are governed by English law save in respect of matters governed by Italian law and are listed from 29 July 2021 on the "Euro MTF"

multilateral trading facility of the Luxembourg Stock Exchange and from 1 November 2021 also on the multilateral trading system "ExtraMOT PRO" of Borsa Italiana S.p.A. The notes representing the bond have not been assigned a rating.

The regulation of the bond requires compliance with a covenant on an incurrence basis relating to the ratio between the net financial position and EBITDA of the 24 ORE Group, applicable only in the case of any new debt.

The terms and conditions of the bond also include clauses that are standard practice for this type of transaction, such as: negative pledge, *pari passu*, change of control, and some specific provisions that provide for optional and/or mandatory early repayment upon the occurrence of certain events. Further details regarding the terms and conditions of this bond issue are available in the "Listing Particulars" document dated 29 July 2021 and available on the Company's website.

The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

Financial risk

Financial risks are managed in accordance with the principle of prudence and the minimization of risks associated with financial assets and liabilities; transactions involving the investment of liquidity or the raising of the necessary financial resources are carried out with the primary objective of neutralizing, on the one hand, the risk of loss of capital, avoiding speculative transactions, and, on the other, the risk of fluctuations in interest rates, avoiding exposing the result for the period to any unexpected increases in financial expenses.

The Group constantly monitors the financial risks to which it is exposed, in order to assess any negative impact and take appropriate action to mitigate them. The Board of Directors of the Parent Company has overall responsibility for the creation and supervision of the Group's risk management system, as well as for the development and control of risk management policies.

The Group's risk management policies aim to identify and analyse the risks to which the Group is exposed, defining the appropriate limits and systems for monitoring these risks. The policies and related systems are reviewed periodically in consideration of changes in market conditions and the Group's business.

The financial management of subsidiaries is carried out through specific intercompany current accounts into which any surplus liquidity is deposited or into which the Parent Company transfers the financial resources necessary for the operating management of the same companies, with the aim of optimizing also the impact on the income statement in terms of financial income and expenses accrued on said current accounts.

The terms and conditions applied to intercompany current account agreements at 31 December 2023 are as follows:

- lending rate on stocks of subsidiaries: 1-month Euribor +4.95% (determined considering the nominal rate of the bond);
- borrowing rate on the debt of subsidiaries: 1-month Euribor +4.95% (determined considering the nominal rate of the bond);
- repayment terms within 48 hours of any request by the Parent Company.

Centralized management of Group finance also makes it possible to efficiently control and coordinate the operations of the individual subsidiaries, including through more effective financial planning and control, which can also provide useful indications for optimizing the management of relations with banks and credit institutions of reference, and to systematically monitor the Group's financial risk and treasury performance.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices, due to changes in interest rates, foreign exchange rates, or the prices of equity instruments. The objective of market risk management is to manage and control the Group's exposure to this risk within appropriate levels, while at the same time optimizing the return on the investments to which this risk is linked.

Exchange rate risk

The Group is marginally exposed to exchange rate risk on purchases denominated in currencies other than the functional currency of the various Group entities.

These transactions mainly refer to the EUR/USD, EUR/GBP and EUR/CHF exchange rates.

It is the Group's policy to fully hedge, where possible, significant exposures arising from receivables and payables denominated in currencies other than the Euro.

Interest rate risk

The Group's results are partially exposed to fluctuations in market interest rates. Following the issue of the unsecured and non-convertible bond loan for a principal amount of Euro 45 million, the interest risk is reduced as the instrument is fixed-rate.

As regards financial investments, represented by short-term financial investments, it should be noted that the Company has opened three time deposits for a total of Euro 40 million with three leading Italian credit institutions, with the following characteristics:

- a six-month time deposit, with maturity in January 2024 and a rate of return equal to the monthly average of the 1M/360 Euribor;
- two 3-month time deposits, with maturity in January 2024 and fixed rates of return.

The cost of any financial funding referring to the credit lines for advances on trade receivables with SDD payment methods is affected by changes in interest rates, as the economic conditions applied are pegged to Euribor trends.

Price risk

The main raw material used by the Group, which could show significant price risks, is paper.

Paper procurement is managed centrally for all the Group's business units through careful planning of purchases and stock management. In line with best market practice, supply agreements are stipulated with leading Italian and foreign counterparts at defined quantity and price conditions for the maximum duration that the market currently allows, i.e. approximately one year.

The Group is not using hedging derivatives such as paper swaps, as these instruments are characterized by limited liquidity in terms of both counterparties and maturities.

Credit risk

Credit risk is the risk that a customer or one of the counterparties to a financial instrument will generate a financial loss by failing to meet an obligation.

Within the Group, credit risk mainly relates to trade receivables generated by the sale of products and services by the various business units.

In relation to the type of customers to which the Group's products and services are aimed, it is not considered that there is a high risk in terms of trade receivables, against which, given that there is no evidence of an excessive concentration of risk, it is nevertheless considered appropriate to follow operating procedures that limit sales to customers considered not solvent or unable to provide adequate guarantees.

Credit risk control activities for customers are carried out by grouping them by type and business area, considering whether they are advertising agencies, companies and financial institutions, public entities, professionals and individuals, distributors and book stores, or other customers, also examining their geographical location, sector, age of credit, due date of invoices issued and previous payment behaviour.

A specific bad debt provision has been set up to cover any losses due to non-collectible receivables.

Liquidity risk

Liquidity risk is represented by the risk that the Group may have difficulty in fulfilling the obligations associated with its financial liabilities and, therefore, have difficulty in obtaining, on economic terms, the financial resources necessary for its operations.

The Group's approach to managing liquidity risk is to ensure, as far as possible, that there are always sufficient financial reserves to meet its obligations as they fall due, both in normal conditions and in the event of financial stress.

The main factors that determine the Group's liquidity are represented by the flows generated or absorbed by operating and investment activities, and by the flows linked to the repayment of financial liabilities and the collection of income from financial investments, as well as the trend in market rates.

The Group has launched a series of actions to optimize the management of financial resources and mitigate liquidity risk:

- centralized management of the Group's liquidity through constant withdrawal of the financial surpluses of the subsidiaries and by covering the needs of the same subsidiaries with resources provided by the Parent Company;
- maintaining an adequate reserve of available liquidity;
- availability of adequate short and medium-term credit lines;
- planning of the prospective financial situation also with reference to the incidence of medium/long-term debt on the overall net financial position;
- use of an adequate internal control system to assess available liquidity in relation to the company's operational planning.

Financial income and expenses

FINANCIAL INCOME AND EXPENSES		
Euro thousands	31.12.2023	31.12.2022
Recognized in the income statement		
Interest income from financial assets held to maturity not written down	474	514
Interest income from bank deposits	1,387	87
Net exchange rate gains	32	21
Financial income	1,893	622
Interest expense from financial liabilities and other financial expenses	(5,440)	(4,653)
Net exchange rate losses	(18)	(49)
Financial expenses	(5,458)	(4,701)
The financial income and expenses shown above include the following amounts relating to assets (liabilities) not designated at fair value through profit or loss:		
Total interest income on financial assets	1,893	622
Total interest expense on financial liabilities	(5,458)	(4,701)
Recognized directly in equity		
Effective portion of changes in fair value of cash flow hedges	-	-

Financial assets

FINANCIAL ASSETS		
Euro thousands	31.12.2023	31.12.2022
Non-current financial assets		
Minority investments	828	772
M/L financial receivables and security deposits	114	91
M/L financial receivables IFRS 16	5,480	6,088
Current financial assets		
Cash and cash equivalents	68,730	54,066
Current financial receivables	2,415	3,612
S/T financial receivables IFRS 16	963	667
Total Financial assets	78,530	65,296

Financial liabilities

FINANCIAL LIABILITIES		
Euro thousands	31.12.2023	31.12.2022
Non-current liabilities		
Bond	43,263	42,940
Other financial payables to third parties	-	971
M/L financial payables IFRS16	34,202	35,226
Total non-current liabilities	77,465	79,138
Current liabilities		
S/T bond	933	933
Other financial payables to third parties	1,342	3,152
S/T financial payables IFRS 16	6,447	4,844
Unsecured current account advances	8,098	14,081
Total current liabilities	16,820	23,010
Total financial liabilities	94,285	102,148

Exposure to credit risk

The book value of financial assets, referring mainly to cash and cash equivalents at banks and receivables from customers, represents the Group's maximum exposure to credit risk. At the end of 2023, this exposure was as follows:

EXPOSURE TO CREDIT RISK		
Euro thousands	31.12.2023	31.12.2022
Minority investments	828	772
M/L financial receivables and security deposits	114	91
M/L financial receivables IFRS 16	5,480	6,088
Current financial receivables	2,415	3,612
Receivables from customers (*)	71,405	68,066
Cash and cash equivalents	68,730	54,066
S/T financial receivables IFRS 16	963	667
Total	149,935	133,362

(*) Not included: Bad debt provision, Supplier advances, Agents and Copyrights

The Group's exposure at the end of 2023 to credit risk associated with receivables from customers, broken down by geographical region, is as follows:

BREAKDOWN BY GEOGRAPHICAL REGION		
Euro thousands	31.12.2023	31.12.2022
Italy	69,530	66,817
Eurozone countries	657	528
United Kingdom	823	418
Other European countries	311	97
United States	43	199
Other	41	7
Total	71,405	68,066

The Group's exposure at the end of 2023 to credit risk associated with receivables from customers, broken down by customer type, is as follows:

BREAKDOWN BY CUSTOMER TYPE		
Euro thousands	31.12.2023	31.12.2022
Advertising agencies	11,727	11,814
Companies and Financial Institutions	29,696	29,080
Public entities	1,809	1,794
Professionals and individuals	21,622	22,021
Other customers	6,550	3,357
Total	71,405	68,066

Impairment losses on trade receivables

The following table represents the seniority of receivables from customers at the end of 2023:

SENIORITY OF RECEIVABLES FROM CUSTOMERS				
Euro thousands	31.12.2023		31.12.2022	
	Gross	Bad debt provision	Gross	Bad debt provision
Due	62,582	2,256	60,385	2,447
Past due 1 - 30 days	1,432	233	1,460	115
Past due 31 - 120 days	3,606	440	3,197	411
Past due 121 days - 1 year	1,666	504	886	291
Over 1 year	2,118	1,763	2,139	1,732
Total	71,405	5,195	68,066	4,997

Changes in the bad debt provision for trade receivables in 2023 were as follows:

CHANGES IN BAD DEBT PROVISION		
Euro thousands	31.12.2023	31.12.2022
Balance 1 January	4,997	4,319
Losses for the year	(367)	(708)
Allocations	565	1,386
Total	5,195	4,997

Liquidity risk

The contractual maturities of financial liabilities and trade payables are shown in the table below:

LIQUIDITY RISK							
Euro thousands	31.12.2023						
	Book value	Expected cash flows	up to 6 months	6 - 12 months	1 - 2 years	2 - 5 years	Over 5 years
Non-derivative financial liabilities							
Bond	44,196	(56,164)	-	(2,237)	(2,231)	(51,696)	-
Unsecured current account advances	8,098	(8,098)	(8,098)	-	-	-	-
Other financial payables to third parties	1,342	(1,342)	(1,342)	-	-	-	-
Trade and other payables	50,076	(50,076)	(50,076)	-	-	-	-
Financial payables IFRS16	40,649	(40,649)	(3,199)	(3,249)	(6,449)	(17,088)	(10,665)
Total	144,360	(156,328)	(62,714)	(5,486)	(8,680)	(68,784)	(10,665)
Euro thousands	31.12.2022						
	Book value	Expected cash flows	up to 6 months	6 - 12 months	1 - 2 years	2 - 5 years	Over 5 years
Non-derivative financial liabilities							
Other M/L payables to third parties	3,142	(3,257)	(1,086)	(1,086)	(1,086)	-	-
Bond	43,873	(58,395)	-	(2,231)	(2,237)	(6,693)	(47,234)
Unsecured current account advances	14,081	(14,081)	(14,081)	-	-	-	-
Other financial payables to third parties	981	(981)	(981)	-	-	-	-
Trade and other payables	41,301	(41,301)	(41,301)	-	-	-	-
Financial payables IFRS16	39,843	(36,522)	(2,222)	(3,091)	(6,122)	(13,927)	(11,161)
Total	143,221	(154,537)	(59,670)	(6,407)	(9,444)	(20,620)	(58,395)

Interest rate risk - Profile

The interest rate profile (fixed or floating) applied to the Group's interest-bearing financial instruments at the 2023 reporting date was as follows:

INTEREST RATE RISK			
Euro thousands	Book value		
	31.12.2023	31.12.2022	
Fixed-rate financial instruments			
Financial assets	114	91	
Total	114	91	
Floating-rate financial instruments			
Financial assets	77,588	64,433	
Financial liabilities	(94,285)	(101,921)	
Total	(16,696)	(37,488)	

Sensitivity analysis - fair market value of fixed-rate instruments

The Group does not account for any financial instruments at fair value through profit or loss at 31 December 2023.

Sensitivity analysis - fair market value of floating-rate instruments

If interest rates had increased or decreased by 100 bps, at the 2023 reporting date, net profit (loss) would have improved or deteriorated by Euro 219 thousand, respectively, as shown in the following table:

SENSITIVITY ANALYSIS				
Euro thousands	Profit / Loss		Equity	
	Increase 100 bps	Decrease 100 bps	Increase 100 bps	Decrease 100 bps
FY 2023				
Floating-rate financial instruments	(219)	219	(219)	219
Interest rate swap			-	-
Cash flow sensitivity (net)	(219)	219	(219)	219
FY 2022				
Floating-rate financial instruments	(470)	470	(470)	470
Interest rate swap			-	-
Cash flow sensitivity (net)	(470)	470	(470)	470

Criteria for determining fair value

The methods and main assumptions used to determine the fair values of financial instruments are set out below.

Non-derivative financial liabilities

Fair value is calculated on the basis of the present value of estimated future cash flows of principal and interest, discounted using the market interest rate at the reporting date.

Interest rates used to calculate fair value

The interest rates used to discount expected cash flows, where applicable, are based on the yield curve of government securities at the reporting date plus an appropriate credit spread.

Fair value and book value

The following table shows, for each financial asset and liability and for trade receivables and payables, the book value recorded in the balance sheet and the relative fair value:

FAIR VALUE				
Euro thousands	31.12.2023		31.12.2022	
	Book value	Fair Value	Book value	Fair Value
Minority investments	828	828	772	772
M/L financial receivables and security deposits	114	114	91	91
M/L financial receivables IFRS 16	5,480	5,480	6,088	6,088
Receivables from customers	71,405	71,405	68,066	68,066
Cash and cash equivalents	68,730	68,730	54,066	54,066
S/T financial receivables IFRS 16	963	963	667	667
S/T financial receivables	2,415	2,415	3,612	3,612
M/L financial payables IFRS16	(34,202)	(34,202)	(35,226)	(35,226)
Bond	(44,196)	(35,709)	(43,873)	(42,512)
Other M/L financial payables to third parties	-	-	(971)	(971)
Unsecured current account advances	(8,098)	(8,098)	(14,081)	(14,081)
Other financial payables to third parties	(1,342)	(1,342)	(3,152)	(3,152)
S/T financial payables IFRS 16	(6,447)	(6,447)	(4,844)	(4,844)
Trade and other payables	(50,076)	(50,076)	(41,301)	(41,301)
Total	5,575	14,062	(10,086)	(8,725)
(Loss) / Profit not recognized		8,487		1,361

All the Group's financial assets and liabilities are classified in level 3 of fair value, with the exception of bonds, which are valued in level 1 on the basis of their most recent listing on the Euro MTF market of the Luxembourg Stock Exchange and the ExtraMOT PRO of Borsa Italiana S.p.A.

In measuring fair value, consideration was given to the impact of potential climate-related issues and risks, including applicable regulations, that may affect the measurement of the fair value of assets and liabilities in the financial statements. Such risks in relation to climate-related issues are included as a key assumption where they significantly affect the measure of recoverable amount. These assumptions were also included in the cash flow forecasts for the valuation of values in use. At this time, the impact of climate-related issues is not material to the Group's financial statements.

Guarantees and commitments

At 31 December 2023, the Group has bank and insurance sureties outstanding for a total of Euro 8,232 thousand.

These sureties are summarized below:

- sureties issued by the Parent Company to guarantee lease agreements for Euro 4,341 thousand. In particular, we note the sureties in favour of Finamo for the property located at Piazza Indipendenza 23 in Rome for Euro 238 thousand and in favour of PFO2, as a guarantee of the correct fulfilment of all the obligations of the lease agreement for the property located in Viale Sarca 223 in Milan, for Euro 4,100 thousand;
- guarantee in favour of Selective Core Italy SICAF to guarantee the payment of the instalments relating to the indemnity for the early termination of the lease agreement for the property located at Via Monte Rosa 91 for Euro 1,086 thousand;
- sureties issued by the Parent Company and its subsidiaries mainly in favour of ministries, public entities or municipalities to guarantee calls for tenders, competitions for prizes, contracts for the supply of services, etc., totalling Euro 2,205 thousand;
- sureties issued by the Parent Company to guarantee the commitments of its subsidiaries to private third parties or public entities in relation to tenders, commercial transactions, supply contracts, etc., totalling Euro 600 thousand, granted on the Parent Company's bank credit lines.

It should be noted that, in order to guarantee the issuance of the surety in favour of Selective Core Italy SICAF connected to the payment of the instalments relating to the indemnity for the early termination of the lease of the property located at Via Monte Rosa 91 (as at 31 December 2023, residual Euro 1,086 thousand), on 19 December 2019, the Parent Company signed with Banca Intesa Sanpaolo a deed of pledge on the balance of a dedicated current account. The pledge is effective for a maximum guaranteed residual amount of Euro 1,086 thousand until the obligations connected with the guarantee are fulfilled and in particular, the payment of the instalments of the indemnity indicated above. The amount is recorded under current financial assets.

8. Key sources of estimation uncertainties

Estimates are made primarily in the context of the going concern assumption, the recognition of impairment losses on assets, the calculation of returns to be received for distributed publishing products, the calculation of renewal rates for gracing subscriptions, the determination of write-downs of receivables and inventories, the quantification of amounts to be set aside against probable risks and the assessment of the recoverability of deferred tax assets.

Estimates are also used in actuarial calculations to determine employee severance indemnities and agents' termination indemnities; to measure taxes: to determine the fair value and useful life of assets; to determine the lease term of contracts that contain an extension option and the incremental borrowing rate.

Estimates and assumptions are reviewed at least annually and the effects of any changes are immediately reflected in the determination of values.

In particular, estimates relating to the measurement of the recoverable amount of goodwill and other intangible assets with indefinite useful life are made on the basis of fair value less costs to sell or value in use using the discounted cash flow technique. The valuation techniques and assumptions used are explained in section 8 Notes to the financial statements of the relevant items. The Group also assesses whether climate

risks could have a significant impact; these risks in relation to climate-related issues are included as assumptions if they have a significant impact on the estimate of recoverable amount.

Estimates of returns of publishing products are carried out using statistical techniques and updated monthly on the basis of final figures received.

The estimate of legal risks takes into account the nature of the dispute and the probability of losing the case.

9. Scope of consolidation

SUBSIDIARIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS ON A LINE-BY-LINE BASIS

Company Name	Business	HQ	Currency	Share Capital fully paid-in	% of consolidation	Held by
24 ORE Cultura S.r.l.	Products dedicated to art	Milan	Euro	120,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE Eventi S.r.l.	Organization, management and sale of events	Milan	Euro	24,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE UK Ltd.	Sale of advertising space	London	Euro	50,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE U.S.A. INC.	American News Agency	New York	Dollar	2,000	100.0%	Il Sole 24 ORE S.p.A.

SUBSIDIARIES: BREAKDOWN OF SHARES

Company Name	Consolidation: group share	Consolidation: minority share	Voting right: Group share	Voting right: Minority share	Held by
24 ORE Cultura S.r.l.	100.0%	0.0%	100.0%	0.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE UK Ltd	100.0%	0.0%	100.0%	0.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE Eventi S.r.l.	100.0%	0.0%	100.0%	0.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE U.S.A. INC.	100.0%	0.0%	100.0%	0.0%	Il Sole 24 ORE S.p.A.

ASSOCIATES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS WITH THE EQUITY METHOD

Company Name	Business	HQ	Currency	Share Capital fully paid-in	% ownership	Held by
Sole 24 ORE Formazione S.p.A.	Training services	Milan	Euro	50,000	15.0%	Il Sole 24 ORE S.p.A.

Investments in subsidiaries

At the date of these consolidated financial statements, there were no changes in investments in subsidiaries from the Consolidated financial statements for the year ended 31 December 2022.

Investments in associates and joint ventures

At the date of these consolidated financial statements, there were no changes in investments in associates and joint ventures from the Consolidated financial statements for the year ended 31 December 2022.

In the previous year, on 12 October 2022 Il Sole 24 ORE S.p.A. established the company Sole 24 ORE Formazione S.p.A., operating in the training sector, with a 100% shareholding of Euro 50 thousand. Subsequently, on 9 November 2022, following the conclusion of a partnership contract with the Multiversity Group, 85% of the share capital, amounting to Euro 50 thousand, of the newly incorporated company Sole 24 ORE Formazione S.p.A. was transferred to them.

As a result of the transaction, the share capital of Sole 24 ORE Formazione S.p.A is currently held by Il Sole 24 ORE S.p.A. for 15% and by Multiversity S.p.A. for 85% . The company is listed as an equity investment in associates as a result of the signing of governance clauses agreed between the shareholders, which de facto result in "significant influence" over the company. The residual interest in Sole 24 ORE Formazione S.p.A. was recorded with the equity method; the investment is initially recognized at cost and the carrying amount is increased or decreased to recognize the investor's share of the investee's profits or losses realized after initial recognition as required in the consolidated financial statements by IAS 28 .

Minority investments

There were no changes compared to the previous approved financial statements. Details are shown in the notes to the statement of financial position under the corresponding item.

10. Key reclassified figures of the financial statements of subsidiaries, associates and joint ventures

BALANCE SHEET

Company	Notes	Non-current assets	Current assets	Total assets	Non-current liabilities	Current liabilities	Total liabilities	Total equity	Total liabilities and equity
24 ORE Cultura S.r.l.	(1)	1,512	9,459	10,970	1,139	8,611	9,894	1,077	10,970
24 ORE Eventi S.r.l.	(1)	64	7,396	7,459	82	2,503	2,585	4,874	7,459
Il Sole 24 ORE UK Ltd	(1)	-	1,489	1,489	-	45	45	1,445	1,489
Il Sole 24 ORE USA Inc.	(1)	25	549	574	3	53	55	519	574
Total subsidiaries		1,601	18,893	20,493	1,224	11,211	12,579	7,914	20,493
Sole 24 ORE Formazione S.p.A	(2)	-	4,004	4,004	-	2,036	2,036	1,968	4,004
Total associates		-	4,004	4,004	-	2,036	2,036	1,968	4,004

(1) Statutory data with IAS/IFRS adjustments

(2) 2022 financial statement figures

INCOME STATEMENT

Company	Notes	Revenues	Gross operating margin	Operating profit (loss)	Profit (loss) before taxes	Net profit (loss)	Share allocated to minority shareholders
24 ORE Cultura S.r.l.	(1)	12,628	(2,647)	(3,129)	(2,953)	(2,087)	-
24 ORE Eventi S.r.l.	(1)	8,351	1,725	1,693	1,872	1,365	-
Il Sole 24 ORE UK Ltd	(1)	440	167	167	169	125	-
Il Sole 24 ORE USA Inc.	(1)	439	67	25	23	5	-
Total subsidiaries		21,858	(688)	(1,244)	(889)	(591)	-
Sole 24 ORE Formazione S.p.A (2)	(2)	-	(39)	(39)	(37)	(32)	-
Total associates		-	(39)	(39)	(37)	(32)	-

(1) Statutory data with IAS/IFRS adjustments

(2) 2022 financial statement figures

FINANCIAL FIGURES

Euro thousands	Cash flow from operating activities	Cash flow from investing activities	Cash flow from financing activities	Increase (decrease) for the year	Group dividends	Third-party dividends
Il Sole 24 ORE Eventi S.r.l.	2,383	(42)	(2,542)	(201)	-	-
Il Sole 24 ORE UK Ltd	(197)	-	3	(196)	-	-
24 ORE Cultura S.r.l.	(1,239)	(10)	1,037	(2,286)	-	-
Il Sole 24 ORE USA Inc.	(116)	-	3	(113)	-	-

11. Notes to the financial statements

Introduction

The results of the impairment test were determined on the basis of the impairment procedure adopted by the Group. The procedure for 2023 was approved by the Board of Directors on 11 March 2024, which confirmed the approach of the impairment test procedure of the previous year.

The impairment test is performed at each reporting date and consists of verifying whether there are any indications that an asset may be impaired. The impairment test is passed if the recoverable amount is equal to or greater than the book value of the asset being measured. In this case, the book values are confirmed.

The recoverable amount of an asset is defined by IAS 36 as the greater of the value that can be obtained through its use (i.e. value in use) and the value that can be obtained from its sale (i.e. fair value net of costs to sell).

In the case of goodwill, it is verified annually that its recoverable amount is at least equal to its book value.

With reference to assets with finite life, the test is carried out only when necessary, i.e. in the presence of a trigger event (IAS 36 paragraph 9). To this end, the Company, having examined the external sources and internal sources of information indicated in paragraphs 12-14 of IAS 36, considered that taking into account the income results recorded in 2023 and the impacts deriving from the elements of uncertainty characterizing the macroeconomic and geopolitical scenario (such as ongoing conflicts, the still high level of inflation, the increase in interest rates), there could be indications of potential impairment and therefore performed the impairment test also with reference to assets with finite useful life.

The impact on the impairment test of the entry into force of IFRS 16 - Leases from 2019 is also taken into account.

During the preparation of this 2023 Annual Report, in relation to the methods for determining the recoverable amount of goodwill and intangible and tangible assets, which may be impacted by a deterioration in the economic outlook, the possible impacts of the current macroeconomic and geopolitical scenario were also considered, with respect to which there are elements of uncertainty. In particular, these elements were taken into account in the preparation of the 2024-2027 Plan, approved by the Board of Directors on 27 March 2024. Recent guidelines, useful for the definition of the impairment procedure, published in 2023, were also included. These aspects were then adequately assessed in the sensitivity analyses described below.

The Group considers whether climate risks may have a significant impact on the business, when for example they result in the introduction of emission reduction regulations that may increase operating costs. These risks correlated with climate-related issues are included as assumptions if they have a significant impact on the estimate of recoverable amount. It should also be noted that to date, the Group does not currently appear to be particularly exposed, in the short term, to the physical and transitional risks associated with climate change, given the nature of its business and direct activities that are no longer productive, as well as the geographical location of its sites. The Group will adjust key assumptions used in value in use calculations and sensitivity to changes in assumptions if required.

Assets subject to impairment test

The Group carried out the valuation of its assets, with independent and qualified experts, in line with previous years.

Below are the assets subject to impairment testing for the purpose of preparing these financial statements.

Assets with finite useful life

The determination of fair value is classified as level 3 and was carried out on Concessions and radio frequencies.

Compared to 2022, it is no longer necessary to assess owned properties and rotary printing presses, as they were sold in 2023.

Recoverable amount of CGUs

The CGUs subject to valuation were defined with reference to the segments identified on the basis of the company's operating activities that generate revenues and costs, the results of which are periodically reviewed at the highest operational decision-making level for the purpose of making decisions on resource allocation and performance assessment, and for which separate financial information is available.

Following the Group's re-entry into the training business, and consistent with the management approach, the "Professional Services and Training" operating segment was expanded to include the training business. The operating segment includes the Professional Services CGU and the Training CGU, which for the purpose of the impairment test are measured separately in terms of results and cash flows, in accordance with IAS 36.

Below is a list of the CGUs subject to impairment testing:

- Publishing & Digital;
- Professional Services;
- Training;
- System;
- Radio;
- Events;
- Culture.

If the difference between the recoverable amount and the respective book value is negative, this would result in an impairment loss attributable proportionally to the assets of the CGU.

The recoverability of goodwill is tested by estimating the recoverable amount of the Professional Services and Events CGUs.

Results of the impairment tests carried out

Assets with finite and indefinite useful life

Concessions and radio frequencies

An impairment test was carried out to determine whether the intangible asset Concessions and radio frequencies was impaired. The impairment test consists of comparing the book value of an intangible asset with its recoverable amount determined with reference to the fair value of the asset, less costs to sell, which in this case were considered to be zero.

In order to estimate the fair value, as in previous years, the Company relied on an external expert who prepared an appraisal of the economic value of the ministerial concession and the rights to use radio frequencies.

The main assumptions used to estimate fair value, in the absence of an active market for trading frequencies, were as follows:

- the population covered, i.e. the number of people reached by the radio signal radiated by the individual broadcasting facilities. This index was determined taking into account ISTAT demographic data and the quality of the signal perceived by the listener, objectively determined through a system of technical measurements of the audio signal received by a common radio receiver;
- the per capita value of the single frequency. This value was determined for each individual frequency and depends on the population density of the area, the average household expenditure of the population covered, the Effective Radiated Power of the plant, the motorway networks and the provincial capitals covered;
- a frequency market analysis relating to transactions (purchases and sales) of analogue frequencies, which took place during the year between distinct entities not belonging or linked to the same corporate group (intra-group purchases and sales were excluded); particularly underscoring the number and economic value attributed;
- a verification of the service quality of individual analogue frequencies with regard to obsolescence or the functional deterioration of technological systems that can be identified;
- an analysis of material changes in the operation and quality of analogue frequencies with an adverse effect during the financial year, or that are expected to occur in the near future to the extent that or in the manner in which the radio broadcasting business is used or is expected to be used. These changes include an analysis of the status of interference between broadcasters, regulatory changes, changes in the advertising market of the entire radio sector, plans to divest or restructure the media sector, of which broadcasting is part, plans to divest analogue broadcasting activities and the impact of new ways of enjoying audio content on digital platforms such as DAB (Digital Audio Broadcasting), audio streaming and podcasts;
- an analysis of general economic indices.

From the point of view of the radio market, the expert report points out that “analogue FM radio continues to play an important role as a source of information and entertainment for many people. Certainly, other forms of media, such as streaming music or podcasts, have been added to FM radio listening, but radio still has a loyal audience, especially among the adult population and with listening predominantly while traveling.”

The report, on the basis of the analysis carried out, using a multiple linear regression model, therefore considers that “an approach of cautious optimism on the resilience of the investment is justifiable, even though this year too there has been a slight but progressive decline in the value of systems, dictated by general immobility in the frequency market”.

In light of what is highlighted above, the expert estimated an economic value of the ministerial concession and the rights to use radio frequencies that decreases from an estimated Euro 23.0 million at 31 December 2022 to Euro 20.4 million at 31 December 2023.

In light of the foregoing and in view of the forecasts contained in the 2024-2027 Plan, the Group has decided to recognize an impairment loss on radio frequencies.

This loss is consistent with the results of the impairment test carried out in order to determine the recoverable value of the Radio CGU, details of which are provided in the following paragraph, having deemed the

results of this valuation exercise to be more representative and prevalent with respect to the valuation of the intangible asset in its own right. The reduction in value recorded in 2023 amounts to Euro 3,000 thousand.

As a result, the book value of radio frequencies at 31 December 2023 was reduced to Euro 11,074 thousand.

Recoverable amount of CGUs

The estimate of the recoverable amount of all CGUs was made based on their value in use and is thus determined by discounting the operating cash flows generated by the CGU itself, net of the tax effect, at a discount rate (post-tax) representing the weighted average cost of capital (WACC). The impairment tests were carried out with the support of an external expert.

The discount rate (WACC, weighted average cost of capital) used to calculate the recoverable amount of the CGUs is determined as follows:

- Risk Free Rate equal to 4.32% (yield on ten-year Italian government bonds at 31 December 2023);
- Market Risk Premium of 6.0%;
- Beta Unlevered adj between 0.687 and 0.878;
- Firm Specific Risk Premium additional premium, aimed at reflecting in the assessment the execution risk of the objectives inherent in the forecasts, also with reference to expected trends. It was conservatively determined within a range of between 0 and 4%. Particularly in view of management's ability to progressively confirm the Plan forecasts in 2023, particularly with regard to the profitability of the individual CGUs, it was decided to position the specific risk at 3%, conservatively in any event in the upper part of the range identified. Only for the Culture CGU, again taking into account the results achieved, the prudent decision was made to position it at the highest level of the range identified (4%);
- Target financial structure (debt/equity) fully equity funded.

On the basis of these parameters, the following discount rates (WACC) were arrived at:

CGU SUBJECT TO IMPAIRMENT TEST AND DISCOUNT RATE					
CGU	Impairment test approach	Plan time horizon	Discount rate (pre-tax)	Discount rate (post-tax)	Growth rate in the terminal value
Publishing & Digital	Value in use	2024-2027	14.03%	12.25%	0.00%
Professional Services	Value in use	2024-2027	16.09%	12.10%	0.00%
Training	Value in use	2024-2027	16.23%	12.10%	0.00%
Radio	Value in use	2024-2027	14.34%	11.44%	0.00%
System	Value in use	2024-2027	n.s.	12.59%	0.00%
Culture	Value in use	2024-2027	13.29%	13.25%	0.00%
Events	Value in use	2024-2027	16.87%	12.59%	0.00%

The value in use of each CGU is estimated from the projections in the 2024-2027 business plan approved by the Board of Directors on 27 March 2024.

The results of the impairment test and sensitivity analysis are summarized below:

Publishing & Digital

The book value of net assets allocated to the CGU is Euro 3,559 thousand. It should also be noted that the 2024-2027 Business Plan includes some new initiatives that regard the Publishing & Digital area. A sensitivity analysis was then carried out to exclude the effects of new initiatives. The analysis carried out confirms the book values.

Professional Services

The book value of net assets allocated to the CGU is Euro 15,114 thousand. Goodwill of Euro 15,469 thousand is allocated to the Professional Services CGU. The analyses carried out confirm the book values.

Training

The book value of net assets allocated to the CGU is Euro 115 thousand. The analyses carried out confirm the book values.

System

The book value of net assets allocated to the CGU is a negative Euro 1,506 thousand. It should also be noted that the 2024-2027 Business Plan includes some new initiatives that have been included in the System area. A sensitivity analysis was carried out to exclude the effects of new initiatives. The analysis carried out confirms the book values.

Radio

The net book value of assets allocated to the CGU is Euro 11,346 thousand compared to an estimated value in use of Euro 8,359 thousand.

The negative difference between the value in use of the Radio CGU and the net book value of the CGU resulted in a write-down due to rounding of Euro 3,000 thousand of the net book value of radio frequencies as at 31 December 2023. In fact, the Group considers this value to be the prevailing reference value for assessing the recoverability of the assets of the Radio CGU.

Culture

The net book value of the assets allocated to the CGU is Euro 769 thousand. The analyses carried out confirm the book values.

Events

The book value of net assets allocated to the CGU is Euro 5,018 thousand compared to an estimated value in use of Euro 4,909 thousand and refers mainly to the goodwill allocated to the CGU. The negative difference between the value in use of the Events CGU and the net book value of the CGU resulted in a write-down due to rounding of Euro 100 thousand of the net book value of goodwill as at 31 December 2023.

Sensitivity analysis

The sensitivity analysis did not provide any significant indicators that would lead to a value in use lower than the book values, with the exception of the Radio and Events CGUs, where impairment losses were recognized, and the Culture CGU, whose carrying amount is substantially aligned with the value in use. The following parameters were used in making this assessment:

- discount rate (WACC, weighted average cost of capital): increase of up to one percentage point;
- growth rate beyond the explicit period (g): negative by up to one percentage point;
- plan free cash flow: deterioration of up to 10%.

The impairment process also included a second-level test carried out at the level of the Group as a whole. The book value of net assets allocated to the Group as a whole, before recognition of the impairment losses, is Euro 45,578 thousand. The analyses carried out, based on value in use, confirm the book values.

For the sake of full disclosure, a sensitivity analysis was also performed to determine the conditions under which, in a disruptive scenario, corporate assets could be impaired. This analysis, based on value in use, shows that up to a reduction of more than 84% (straight line) in all flows over the Plan period and in the final value, there would be no impairment of the Group's assets as a whole.

The stress tests performed, and in particular the worsening of up to 10% of the plan free cash flow, and the identification of the disruptive scenario, are aimed at taking into account potential uncertainties regarding climate change and the current economic environment with particular regard to the increase in interest rates, according to the guidance provided by ESMA.

Non-current assets

(1) Property, plant and equipment

Property, plant and equipment at 31 December 2023 amounted to Euro 38,951 thousand and the breakdown is as follows:

PROPERTY, PLANT AND EQUIPMENT		
Euro thousands	Net value at 31.12.2023	Of which invest- ments
Plant and equipment	7,387	580
Industrial and commercial equipment	2,405	305
Rights of use	29,159	3,705
Total	38,951	4,590

Investments in 2023 amounted to Euro 4,590 thousand and mainly relate to:

- plant and equipment amounting to Euro 580 thousand, of which general plant for Euro 223 thousand, specific plant for Euro 66 thousand and radio broadcasting equipment for Euro 288 thousand;
- industrial and commercial equipment amounting to Euro 305 thousand and referring for Euro 275 thousand to hardware purchases and Euro 30 thousand to furniture and fittings;
- rights of use amounting to Euro 3,705 thousand and referring to the recognition of the present value of future lease payments as an asset (right of use) in relation to rental fees for cars, transmission towers and rental of guest houses. With regard to contracts for the lease of space and areas held for the positioning of radio broadcasting equipment owned by the Group, the useful life of the asset was determined considering their duration equal to the plan period, therefore, the right of use at 31 December 2023 has been increased by one year until 31 December 2027.

The changes are as follows:

PROPERTY, PLANT AND EQUIPMENT							
Euro thousands	Opening Balance	Purchases	Disposals	Depreciation	Disposal of assets - Write off	Other changes	Closing Balance
Historical Cost:							
Land	2,412	-	(2,412)	-	-		0
Buildings	28,124	-	(28,123)	-	-		1
Plant and equipment	87,852	580	(24,494)	-	-	0	63,939
Industrial and commercial equipment	39,599	305	(3,768)	-	(600)		35,535
Rights of use	55,054	2,936	-	-	-	1,308	59,298
Other assets	1	-	-	-	-	-	1
Total historical cost	213,041	3,822	(58,796)	-	(600)	1,308	158,774
Accumulated depreciation:							
Buildings	(26,031)	-	26,070	(40)	-		(1)
Plant and equipment	(79,343)	-	24,129	(1,338)	-		(56,553)
Industrial and commercial equipment	(36,201)	-	3,442	(969)	599		(33,130)
Rights of use	(25,704)	-	-	(5,415)	-	980	(30,139)
Other assets	(1)	-	-	-	-	-	(1)
Total accumulated depreciation	(167,280)	-	53,640	(7,762)	599	980	(119,823)
Tangible assets:							
Land	2,412	-	(2,412)	-	-	-	0
Buildings	2,093	-	(2,053)	(40)	-	-	0
Plant and equipment	8,510	580	(365)	(1,338)	-	0	7,387
Industrial and commercial equipment	3,397	305	(326)	(969)	(2)	-	2,405
Rights of use	29,350	2,936	-	(5,415)	-	2,287	29,159
Other assets	0	-	-	-	-	-	0
Total	45,761	3,822	(5,156)	(7,762)	(2)	2,288	38,951

Depreciation of tangible assets amounted to Euro 7,762 thousand and was determined in relation to the expected useful life. Assets purchased during the year are depreciated from the time they are available for use. The criteria used to determine them did not change from the previous year.

Disposals of Euro 5,156 thousand refer to assets sold, of which Euro 1,144 thousand referring to the Carsoli (AQ) site and Euro 4,012 thousand relating to the Milan production site (via Busto Arsizio). In particular, the assets being sold en bloc (not split up) refer to the two real estate complexes that the Group owned, used as offices and production facilities, although no longer operational. These properties refer to land, buildings, internal fixed plants and external construction works and also include two Regioman model rotary presses from MANROLAND WEB SYSTEMS no longer in use as of 16 March 2021, purchased at the end of 2004, installed in 2005 and expanded in 2008. As a result of the sale, a total capital gain of Euro 1,927 thousand was recognized, including the additional price component of Euro 750 thousand, as all contractually agreed conditions had been met.

The application of IFRS 16 resulted in the recognition under non-current assets of the right to use the asset covered by the contract, in particular rental of hardware and vehicles, leases of spaces and areas held for the positioning of radio broadcasting equipment owned by the Group. The value of the rights of use thus determined is Euro 29,159 thousand.

Below is the breakdown of the rights of use:

RIGHTS OF USE						
Euro thousands	Opening Bal- ance	Purchases	Disposals	Depreciation	Other changes	Closing Bal- ance
Historical Cost:						
Right of use properties	44,910	1,537	-	-	2,147	48,593
Right of use broadcasting towers	6,662	699	-	-	(688)	6,672
Right of use cars	3,482	701	-	-	(151)	4,032
Total historical cost	55,054	2,936	-	-	1,308	59,298
Accumulated depreciation:						
Right of use properties	(20,208)	-	-	(3,976)	-	(24,184)
Right of use broadcasting towers	(3,156)	-	-	(884)	854	(3,187)
Right of use cars	(2,339)	-	-	(555)	126	(2,768)
Total accumulated depreciation	(25,704)	-	-	(5,415)	980	(30,139)
Rights of use						
Right of use properties	24,702	1,537	-	(3,976)	2,147	24,409
Right of use broadcasting towers	3,505	699	-	(884)	165	3,485
Right of use cars	1,143	701	-	(555)	(25)	1,265
Total	29,350	2,936	-	(5,415)	2,287	29,159

With reference to the lease agreement for the offices in Milan via Sarca, it should be noted that this contract provides for a term of ten years, tacitly renewable for a further six years unless one of the parties gives formal notice of termination at least twelve months prior to expiry, in accordance with current legislation. For the purposes of accounting for this lease in accordance with IFRS 16, the Group has considered the initial ten-year period as the term of the contract but has not included the renewal period as, at the date of preparation of the financial statements, it is not reasonably certain that it will exercise this option.

Other changes mainly refer to the Istat revaluation of rental contracts for offices, radio transmission systems and the amendment of certain contracts.

The following table shows the useful life of the assets included in the categories reported in the financial statements:

USEFUL LIFE OF PROPERTY, PLANT AND EQUIPMENT		
Asset category	Useful Life	Rate
Plant and equipment		-
General plants	10-20 years	5%-10%
Plants (leasehold improvements)	10-12 years	8.33%-10%
Radio broadcasting systems	3-9 years	11.1%-33.33%
Industrial and commercial equipment		
Hardware	5 years	20.00%
Furniture and fittings	5-20 years	5%-20%
Electronic office equipment	5 years	20%
Acclimatization plants	20 years	5.00%
Internal means of transport	10 years	10.00%
Miscellaneous and small equipment	10 years	10%

The right of use is depreciated over the duration of the contract or, if shorter, over the useful life of the asset.

(2) Goodwill

The goodwill recorded in the financial statements amounted to Euro 20,324 thousand, down compared to the previous year by Euro 100 thousand due to the write-down of the goodwill of the Events CGU based on the results of the impairment test. For further information, reference should be made to the section entitled "Impairment Test".

The book values of goodwill attributed to CGUs (Cash Generating Units) are as follows:

GOODWILL					
values in Euro thousands	Historical values	write-downs previous years	Opening Balances	Decreases	31.12.2023
Professional Services	15,469	-	15,469	-	15,469
Events	6,549	(1,595)	4,954	(100)	4,854
Total	22,018	(1,595)	20,424	(100)	20,324

Goodwill and intangible assets with indefinite useful life are not subject to amortization but to an impairment test of their book value. This test concerns the value of the individual asset or of the related cash-generating unit.

(3) Intangible assets

Intangible assets amounted to Euro 23,792 thousand and the breakdown is as follows:

INTANGIBLE ASSETS		
Euro thousands	Net value at 31.12.2023	Of which invest- ments
Radio frequencies	11,074	-
Licences and software	11,044	6,070
Assets in progress and advances	1,674	1,610
Total	23,792	7,679

Investments in intangible assets amounted to Euro 7,679 thousand and included Euro 453 thousand for the capitalization of internally developed software (at 31 December 2022 they amounted to Euro 364 thousand).

Investments in assets in progress relate to software projects in progress and refer to the development of new products and development of systems for processes.

Investments in licences and software amounting to Euro 6,070 thousand refer to activities related to the development of systems for processes for Euro 2,660 thousand and the development and implementation of products, in particular digital products, for Euro 3,410 thousand.

The following table shows the nature of investments for the year.

INVESTMENTS IN LICENCES AND SOFTWARE	
	Investments 2023
Intangible assets for processes	2,660
Business processes	739
Publishing and editorial processes	732
Publishing sales cycle	127
Advertising sales cycle	459
Purchasing cycle	88
Accounting and management control system	159
Technological infrastructure	246
HR System	110
Intangible assets for product development	3,410
Online product system development	3,410
Total	6,070

Changes in intangible assets in 2023 are as follows:

INTANGIBLE ASSETS							
Euro thousands	Opening Bal- ance	Purchases	Disposals	Amortiza- tion/Deprecia- tion	Other changes	write off	Closing Bal- ance
Historical cost:							
Newspapers	9,245	-	-	-	-	-	9,245
Trademarks	724	-	-	-	-	-	724
Radio frequencies	95,911	-	-	-	-	(3,000)	92,911
Licences and software	131,354	6,070	(132)	-	1,225	-	138,517
Assets in progress and advances	1,289	1,610	-	-	(1,225)	-	1,674
Total historical cost	238,523	7,679	(132)	-	-	(3,000)	243,071
Accumulated depreciation:							
Newspapers	(9,245)	-	-	-	-	-	(9,245)
Trademarks	(724)	-	-	-	-	-	(724)
Radio frequencies	(80,664)	-	-	(1,173)	-	-	(81,837)
Licences and software	(121,488)	-	132	(6,117)	-	-	(127,473)
Total accumulated amortization	(212,121)	-	132	(7,290)	-	-	(219,279)
Intangible assets:							
Newspapers	-	-	-	-	-	-	-
Trademarks	-	-	-	-	-	-	-
Radio frequencies	15,247	-	-	(1,173)	-	(3,000)	11,074
Licences and software	9,867	6,070	-	(6,117)	1,225	-	11,044
Assets in progress and advances	1,289	1,610	-	-	(1,225)	-	1,674
Total	26,403	7,679	-	(7,290)	-	(3,000)	23,792

Amortization of intangible assets amounted to Euro 7,679 thousand. The criteria for determining amortization of licences and software did not change compared to the previous year.

Impairment losses of Euro 3 million were recorded on the basis of the results of the impairment test; further information is provided in the specific paragraph (in 2022 impairment losses of Euro 3,960 thousand were recognized). In total, impairment losses recognized on radio frequencies amounted to Euro 12,343 thousand.

The following table shows the useful life of the assets included in the categories reported in the financial statements:

USEFUL LIFE OF INTANGIBLE ASSETS		
Asset category	Useful life	Rate
Radio frequencies	15 years	6.67%
Licences and software	3 years	33.33%

(4) Equity investments in associates

The item at 31 December 2023 consisted of the value of the investment in Sole 24 ORE Formazione S.p.A. The change during the year refers to the adjustment of the value to the shareholders' equity of the investee pertaining to the Group, following the approval of the financial statements for the year 2022 and forecasts for the close of the year 2023.

INVESTMENTS IN ASSOCIATES

Euro thousands	31.12.2022	Valuation of investment using the equity method	31.12.2023
Sole 24 ORE Formazione S.p.A.	300	184	116

In the previous year, on 12 October 2022 Il Sole 24 ORE S.p.A. established the company Sole 24 ORE Formazione S.p.A., operating in the training sector, with a 100% shareholding of Euro 50 thousand. Subsequently, on 9 November 2022, following the conclusion of a partnership contract with the Multiversity Group, 85% of the share capital, amounting to Euro 50 thousand, of the newly incorporated company Sole 24 ORE Formazione S.p.A. was transferred to them.

As a result of the transaction, the share capital of Sole 24 ORE Formazione S.p.A is currently held by Il Sole 24 ORE S.p.A. for 15% and by Multiversity S.p.A. for 85%. The company is listed as an equity investment in associates as a result of the signing of governance clauses agreed between the shareholders, which de facto result in "significant influence" over the company. The residual interest in Sole 24 ORE Formazione S.p.A. was recorded with the equity method; the investment is initially recognized at cost and the carrying amount is increased or decreased to recognize the investor's share of the investee's profits or losses realized after initial recognition as required in the consolidated financial statements by IAS 28.

The equity investment in the associated company amounted to Euro 116 thousand, as the book value took into account the estimated 2023 result and the waiver to the repayment of the loan previously granted by the shareholder Multiversity S.p.A. on 9 November 2022 to Sole 24 ORE Formazione S.p.A., in the amount of Euro 1,500 thousand in order to capitalize it.

(5) Non-current financial assets

This item relates to minority investments totalling Euro 828 thousand (Euro 772 thousand at 31 December 2022).

Minority investments are measured at fair value (with changes recognized in the income statement), which is considered to be close to the value of the Group's portion of equity of the investee company.

MINORITY INVESTMENTS

Euro thousands	31.12.2023	change in fair value	31.12.2022
Ansa Soc. Coop a.r.l.	597	36	560
Dab Italia Società consortile per azioni	94	14	81
C.S.I.E.D.	72	1	71
Immobiliare Editoriale Giornali S.r.l.	19	(0)	19
S.F.C. Società Consortile per azioni	1	(0)	1
Player Editore radio S.r.l.	7	0	6
Tavolo Editori Radio S.r.l.	39	5	33
Total minority investments	828	56	772

(6) Other non-current assets

Other non-current assets amounted to Euro 5,659 thousand and the breakdown is as follows:

OTHER NON-CURRENT ASSETS

Euro thousands	31.12.2023	31.12.2022	Changes
Medium/long-term financial receivables IFRS 16	5,480	6,088	(608)
Security deposits	114	91	23
Tax receivables	65	45	20
Total	5,659	6,224	(565)

In accordance with IFRS 16, "Medium/long-term financial receivables IFRS 16" were recorded for Euro 5,480 thousand equal to the present value of collections due under sublease agreements, the value of which was Euro 6,088 thousand at 31 December 2022 and refers primarily to the sublease agreement with the associated company Sole 24 ORE Formazione S.p.A., involving the lease of spaces of the Milan - viale Sarca office.

(7) Deferred tax assets and deferred tax liabilities

The items express the effect of deferred tax assets and liabilities calculated, respectively, on deductible and taxable differences temporarily arising between the book values and tax values.

The amounts at 31 December 2023 and 31 December 2022 of deferred tax assets and deferred tax liabilities are shown below:

DEFERRED TAX ASSETS AND LIABILITIES

	31.12.2023	31.12.2022	Changes
Deferred tax assets	11,024	14,148	(3,123)
Deferred tax liabilities	3,100	4,268	(1,168)
Net	7,924	9,880	(1,956)

Deferred tax assets relate to tax assets recognized on tax losses that can be carried forward for Euro 10,217 thousand and to assets recognized on other temporary differences for Euro 807 thousand.

In this regard, it should be noted that article 23, paragraph 9, of Decree Law no. 98 of 6 July 2011 allows the recovery of tax losses without maturity. However, taking into account the unpredictability inherent in estimating future taxable earnings, the Group has not recognized deferred tax assets since 2013.

During the year, taxable income determined within the tax consolidation was positive, allowing for the absorption of deferred tax assets on the use of prior losses for a total of Euro 1,232 thousand.

Deferred tax assets on other timing differences arise from taxed changes that will be reversed in future years, mainly in relation to taxed provisions and asset impairment. During 2023, these temporary differences were reduced, resulting in the use of deferred tax assets of Euro 192 thousand.

As in previous years, the valuation of deferred tax assets on past losses was performed using recovery forecasts consistent with the new 2024-2027 Business Plan, and extending these forecasts to the subsequent period. In continuity with the previous period, for this subsequent period a reduction of the projected tax base of 60% was applied, and beyond 2030 the reduction was 100%.

This approach resulted in a further reduction of deferred tax assets on previous losses by Euro 1,700 thousand.

If there are negative differences between the forecasts contained in the Plan and the actual figures available, the relevant accounting item will have to be written down. Under no circumstances will the Group recognize new deferred tax assets on prior losses before it has stably returned to taxable income. Similarly, the Group, pending said conditions, does not recognize deferred tax assets on new deductible temporary differences arising from the 2019 financial year.

The total theoretical tax asset on losses, which the Group did not recognize (determined on the basis of the last tax return filed and the estimated tax burden for the year 2023) amounted to Euro 82 million.

Deferred tax liabilities are recognized on the value of concessions and radio frequencies originally recognized following reorganization operations and following the tax-only amortization of concessions and radio frequencies with indefinite useful life as well as taxable temporary differences on subleases, recognized on the first-time adoption of the new IFRS 16.

During the year, deferred tax liabilities were reduced by:

- Euro 327 thousand in relation to the recognition of non-deductible statutory amortization on frequencies encumbered by deferred tax liabilities;
- Euro 837 thousand for the impairment on frequencies encumbered by deferred tax liabilities;
- Euro 3 thousand due to the cancellation of differences recorded during the period as a result of sublease dynamics;

Details at 31 December 2023 and 2022 of deferred tax assets and deferred tax liabilities are shown in the following table:

DEFERRED TAX ASSETS AND DEFERRED TAX LIABILITIES						
Euro thousands	Business		Liabilities		Net	
	31.12.2023	31.12.2022	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Property, plant and equipment	-	76	(10)	(14)	(10)	62
Intangible assets	(0)	(0)	(3,090)	(4,254)	(3,090)	(4,254)
Receivables and provisions	808	924	-	-	808	924
Losses that can be carried forward	10,217	13,149	-	-	10,217	13,149
Deferred tax assets (liabilities)	11,025	14,148	(3,100)	(4,268)	7,925	9,881
Offsetting of taxes	-	-	-	-	-	-
Net deferred tax assets (liabilities)	11,025	14,148	(3,100)	(4,268)	7,925	9,881

CHANGES IN DEFERRED TAX ASSETS/LIABILITIES OF THE GROUP			
Euro thousands	31.12.2023	31.12.2022	Recognized in the separate income statement
	Property, plant and equipment	(10)	
Intangible assets	(3,090)	(4,254)	1,164
Receivables and provisions	808	924	(116)
Losses that can be carried forward	10,217	13,149	(2,932)
Deferred tax assets (liabilities)	7,924	9,880	(1,956)

Current assets

(8) Inventories

INVENTORIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Paper	1,346	1,606	(260)
Inks	-	27	(27)
Photographic material	-	9	(9)
Raw, ancillary and consumable materials	1,346	1,642	(296)
Work in progress and semi-finished products	(0)	(0)	-
Books	1,869	1,288	581
Other products	884	706	178
Provision for write-down of finished products	(691)	(700)	9
Finished products	2,062	1,294	768
Total	3,408	2,936	472

Inventories are presented net of provisions for inventory write-downs, which have changed as follows:

PROVISION FOR WRITE-DOWNS OF FINISHED PRODUCTS				
Euro thousands	Opening Balance	Allocations	Use of provisions	Closing Balance
Provision for write-down of finished products	(700)	(125)	133	(691)

(9) Trade receivables

Trade receivables derive from normal operations and the breakdown is as follows:

TRADE RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Receivables from customers	71,405	68,066	3,339
Provision for returns to be received	(696)	(482)	(214)
Bad debt provision	(5,195)	(4,997)	(198)
Total	65,515	62,588	2,927

The Group's trade receivables amounted to Euro 65,515 thousand at 31 December 2023 and are recorded net of securitized receivables sold without recourse for Euro 9,288 thousand.

The Group's trade receivables include securitized receivables assigned with recourse for Euro 8,098 thousand. When the proceeds from the disposal of the receivable are recognized, a balancing entry is recognized in current financial liabilities.

It should also be noted that the balance of trade receivables includes receivables, totalling Euro 2,755 thousand, belonging to customers in the securitization portfolio but not yet sold at 31 December 2023. These receivables, which will soon be sold, amounted to Euro 2,155 thousand, referring to the portfolio of customers transferred on a definitive basis without recourse.

As already highlighted, on 23 November 2023 the Company terminated in advance the securitization transaction carried out by the vehicle company Monterosa SPV S.r.l., which calls for transferring collections and any residual receivables assigned with recourse by April 2024.

SECURITIZED LOANS

Euro thousands	Nominal value receivables assigned at 31 December 2023	Nominal value receivables to be as- signed at 31 December 2023
Receivables securitized without recourse	9,288	2,775
Receivables securitized with recourse	8,098	-
Total	17,386	2,775

The value of trade receivables is shown net of the provision for returns to be received, amounting to Euro 696 thousand, which will occur in the following year and net of the bad debt provision of Euro 5,195 thousand.

Changes in these provisions were as follows:

PROVISION FOR RETURNS TO BE RECEIVED AND BAD DEBT PROVISION

Euro thousands	Opening Balance	Allocations	Use of provisions and other changes	Closing Balance
Provision for returns to be received	(482)	(499)	285	(696)
Bad debt provision	(4,997)	(565)	367	(5,195)
Total	(5,478)	(1,065)	652	(5,891)

(10) *Other receivables*

The item amounted to Euro 2,611 thousand and the breakdown is as follows:

OTHER RECEIVABLES

Euro thousands	31.12.2023	31.12.2022	Change
Ordinary supplier advances	784	1,074	(289)
Tax receivables	853	103	750
Current taxes	741	124	617
Receivables relating to personnel	46	66	(20)
Other receivables	188	268	(80)
Bad debt provision - other receivables	(1)	(1)	0
Total	2,611	1,633	978

Ordinary supplier advances include advances to agents of Euro 346 thousand.

Other receivables are shown net of the bad debt provision for other receivables.

Tax receivables are broken down as follows:

TAX RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
VAT Receivable	5	61	(56)
Tax credits for distribution costs art. 67, paragraph 1 of Decree Law no. 73 of 25 May 2021,	816	-	816
Receivables from foreign tax authorities	32	42	(10)
Total	853	103	750

The item amounting to Euro 816 thousand refers to the residual amount of the tax credit recognized for the year 2021 in favour of newspaper and periodical publishing companies registered with the ROC on the expenses incurred in the year 2020 for the distribution of the titles published, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021.

Receivables from personnel amounting to Euro 46 thousand refer to advances and provisions for employee expenses.

Other receivables, which amounted to Euro 188 thousand, are broken down as follows:

OTHER RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Receivables from Poste Italiane	7	10	(3)
Receivables from social security institutions	89	145	(56)
Receivables for reimbursement of legal fees	32	61	(29)
Other	60	53	7
Total	188	268	(80)

(11) *Other current financial assets*

Other current financial assets amounted to Euro 3,379 thousand.

OTHER CURRENT FINANCIAL ASSETS			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial receivables	2,165	3,335	(1,170)
Short-term financial receivables IFRS 16	963	667	296
Other receivables	251	277	(26)
Total	3,379	4,279	(900)

The item, amounting to Euro 2,165 thousand, refers for Euro 1,085 thousand to financial receivables restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan - Via Monte Rosa office and interest income accrued on time deposits.

Short-term financial receivables IFRS 16 amounting to Euro 963 thousand refer to receivables relating to the sublease of properties to third parties and are mainly attributable to the sublease agreement with the associated company Sole 24 ORE Formazione S.p.A., involving the lease of spaces in the Milan - viale Sarca office.

(12) Other current assets

Other current assets consist of prepaid expenses and refer to:

PREPAID EXPENSES			
Euro thousands	31.12.2023	31.12.2022	Changes
Agents' commissions	4,290	3,986	304
User licence fees	588	421	167
Expenses for the organization of conferences, exhibitions and fairs	498	500	(2)
Royalties on software fees	380	326	54
Hardware and software maintenance fees	336	547	(211)
Provision of IT services	50	41	9
Insurance premiums	40	41	(1)
Other	500	369	131
Total	6,682	6,231	451

(13) Cash and cash equivalents

Cash and cash equivalents amounted to Euro 68,730 thousand, up Euro 14,664 thousand (Euro 54,066 thousand at the beginning of the year).

Cash and cash equivalents consist of cash on hand, equivalents and demand or short-term deposits with banks that are actually available and readily realizable.

CASH AND CASH EQUIVALENTS			
Euro thousands	31.12.2023	31.12.2022	Change
Cash and cash equivalents	68,730	54,066	14,664

During 2023, the Company opened three time deposits with leading banks, for a total of Euro 40 million, maturing in January 2024 (three-six month term) and with rates of return in line with the monthly average of the 1M/360 Euribor. As at 31 December 2023, the Company could make use of these sums with no restriction. The relative financial income is received on the instrument maturity date or on the settlement date if earlier.

Equity**(14) Equity**

Consolidated equity at 31 December 2023 amounted to Euro 23,598 thousand and compared to a figure of Euro 15,925 thousand at 31 December 2022, increased Euro 7,673 thousand from the previous year mainly due to the following effects:

- loss for the year of Euro 7,696 thousand;
- actuarial adjustments to employee severance indemnities and expenses recognized in equity for Euro 75 thousand.

(15) Share capital

The share capital, fully subscribed and paid in, amounts to Euro 570,125, divided into 65,345,797 shares, of which 9,000,000 ordinary shares (13.77% share capital) and 56,345,797 special category shares (86.23% share capital), of which 330,202 treasury shares. The book value of treasury shares, amounting to Euro 22,447 thousand, is reduced to zero by an equity item of the same amount.

Special category shares are assigned, on the profit distributed by the Shareholders' Meeting, a preferential dividend of 5%, equal to Euro 2.60 per share or, if higher, to the share implicit par value, which may not be accumulated from one financial year to the next.

(16) *Capital reserves*

Capital reserves refer to the share premium reserve of Euro 19,452 thousand, unchanged from 31 December 2022.

(17) *Other reserves*

On 27 April 2023 the Ordinary Shareholders' Meeting of the Parent Company approved the allocation of the year's profit of Euro 623,172 for Euro 114,025 to the "Legal Reserve", so that the latter is equal to one-fifth of the Share Capital, pursuant to article 2430 of the Italian Civil Code, and for Euro 509,147 to the "Restricted reserve from the write-back of equity investments measured using the equity method".

The item other reserves amounted to a negative Euro 3,207 thousand and the breakdown is as follows:

OTHER RESERVES			
Euro thousands	31.12.2023	31.12.2022	Changes
Legal reserve	114	-	114
Employee severance indemnity (TFR) reserve - IAS adjustment	(3,831)	(3,756)	(75)
Restricted reserve from the write-back of equity investments measured using the equity method	509	-	509
Total	(3,207)	(3,756)	549

The item Employee severance indemnity (TFR) reserve - IAS adjustment went from a negative value of Euro 3,756 thousand at 31 December 2022 to a negative value of Euro 3,831 thousand at 31 December 2023 for the actuarial adjustment of the TFR.

(18) *Profits (losses) carried forward*

Profits (losses) carried forward were negative at Euro 913 thousand (negative at Euro 875 thousand at the end of 2022). The change is attributable to the change in the 2022 profit (loss).

(19) *Profit (loss) for the year*

At 31 December 2023, a profit of Euro 7,696 thousand was recorded. The profit per share is equal to Euro 0.12 and is determined by the ratio between the result attributable to shareholders of the parent company, positive for Euro 7,696 thousand, and the weighted average number of shares outstanding during the year, equal to 65,015,595.

The following tables show the reconciliation with the financial statements of the Parent Company:

RECONCILIATION OF NET PROFIT (LOSS) OF THE PARENT COMPANY WITH NET PROFIT (LOSS) OF THE CONSOLIDATED FINANCIAL STATEMENTS

Euro thousands	FY 2023	FY 2022
Net profit (loss) from annual financial statements - Parent Company II Sole 24 ORE S.p.A.	7,708	623
Profit (loss) for the year of subsidiaries	(591)	1,553
Valuation at equity of subsidiaries on the Parent Company financial statements	680	(1,342)
Write-down of goodwill Events	(100)	(300)
Net profit (loss) from consolidated financial statements - 24 ORE Group	7,696	534

RECONCILIATION OF PARENT COMPANY AND CONSOLIDATED EQUITY

Euro thousands	31.12.2023	31.12.2022
Equity from annual financial statements - Parent Company II Sole 24 ORE S.p.A.	23,598	15,925
Investments in subsidiaries	(12,769)	(12,359)
Equity and profit (loss) of consolidated companies	7,914	7,405
Goodwill Events	4,855	4,955
Equity from consolidated financial statements - 24 ORE Group	23,598	15,925

STATEMENT OF OTHER COMPREHENSIVE INCOME WITH RELATED TAX EFFECTS

Euro thousands	FY 2023		FY 2022	
	Gross value	Tax effect	Gross value	Tax effect
Other components of comprehensive income				
Actuarial gains (losses) on defined-benefit plans	(75)		1,538	
Total	(75)	-	1,538	-

Non-current liabilities

(20) Non-current financial liabilities

Non-current financial liabilities amounted to Euro 77,465 thousand and comprise:

NON-CURRENT FINANCIAL LIABILITIES

Euro thousands	31.12.2023	31.12.2022	Changes
Financial payables IFRS 16	34,202	35,226	(1,025)
Non-convertible senior unsecured bond	43,263	42,940	323
Other financial payables	-	971	(971)
Total	77,465	79,138	(1,673)

Non-current financial liabilities include the senior unsecured and non-convertible bond with a principal amount of Euro 45 million and a duration of 7 years, repayable at maturity in one instalment (bullet repayment) only to qualified investors. The bonds were issued on 29 July 2021 and placed at an issue price equal

to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The initial measurement of financial liabilities was carried out at fair value, net of transaction costs that are directly attributable to underwriting (Euro 2,487 thousand). After initial recognition, the financial liability was measured at amortized cost, using the effective interest method.

As a result of the application of IFRS 16, non-current financial payables of Euro 34,202 thousand were recorded at 31 December 2023, deriving from lease agreements relating to the Group's offices, capital goods (rental of hardware and cars) and lease of space and areas held for the positioning of radio broadcasting equipment owned by the Group. The change of Euro 1,025 thousand is mainly attributable to payments for the year, partially offset by the Istat increase on lease agreements for the Group's offices, radio broadcasting equipment, the extension of the lease agreement on the Rome office and new lease agreements for capital goods.

The item other financial payables which at 31 December 2022 referred to the deferred component, relating to the indemnity deriving from the settlement agreement for the early termination of the lease agreement for the former Milan - Via Monte Rosa office, amounted to zero as at 31 December 2023, as the residual debt is now recognized in full under current financial liabilities.

(21) *Employee benefits*

Employee benefits amounted to Euro 9,567 thousand and have changed since the beginning of the year as follows:

EMPLOYEE BENEFITS						
Euro thousands	Opening Balance	Labour cost	Financial income and expenses	Actuarial gains and losses	Uses and other changes	Closing Balance
Employee severance indemnity (TFR)	10,681	53	478	74	(1,719)	9,567
Total	10,681	53	478	74	(1,719)	9,567

The main actuarial assumptions used to estimate the benefits to be recognized on termination of employment are as follows:

Demographic assumptions:

- for mortality, the IPS55 tables were used;
- the annual probability of a request for advance payment of employee severance indemnities (TFR) was set at 2%, based on the historical data of the Companies included in the valuation.

Economic financial assumptions:

- the discount rate was determined to be 3.40% based on Euro area High Quality Corporate Bonds;
- the inflation rate used was 1.90%;
- the average percentage of accrued severance indemnity (TFR) requested in advance was set at 7.5%, based on historical data.

(22) Provisions for risks and charges

Provisions for risks and charges at 31 December 2023 amounted to Euro 7,608 thousand and changed as follows:

PROVISION FOR RISKS AND CHARGES						
Euro thousands	Opening Bal- ance	Allocations	Use of provi- sions	Releases	Actuarial change	Closing Bal- ance
Provision for litigation	2,211	582	(480)	(205)	-	2,108
Provision for other risks	1,983	2,299	(332)	(744)		3,206
Provision for agents' indemnities	2,464	556	(14)	(645)	(66)	2,295
Total	6,658	3,437	(826)	(1,594)	(66)	7,608

The provision for litigation (Euro 2,108 thousand) covers risks known at the date of preparation of these consolidated financial statements. These risks relate primarily to litigation involving personnel and agents (Euro 1,782 thousand), litigation against the newspaper (Euro 214 thousand) and Radio (Euro 105 thousand), and other litigation (Euro 7 thousand).

Uses of the provision for litigation amounted to Euro 480 thousand and consisted primarily of litigation involving the newspaper (Euro 52 thousand), litigation involving personnel and agents (Euro 396 thousand) and Radio (Euro 32 thousand). Releases totalled Euro 205 thousand, of which Euro 163 thousand related to litigation involving personnel and agents, Euro 27 thousand to litigation involving the newspaper and Euro 14 thousand to Radio.

Allocations to the provision for litigation of Euro 582 thousand relate to litigation involving personnel and agents for Euro 469 thousand, litigation against the newspaper for Euro 73 thousand, Euro 39 thousand Radio and other litigation for Euro 1 thousand.

The provision for other risks amounted to Euro 3,206 thousand and covers the following risks:

- risks for terminated agents amounting to Euro 1,154 thousand. In 2023, there were allocations of Euro 791 thousand, uses of Euro 332 thousand and releases for Euro 22 thousand;
- risks related to the claim for contractual and commercial damages in the amount of Euro 1,900 thousand. Provisions of Euro 1,500 thousand were recognized during the year;
- risks relating to potential critical issues for social security risks in the amount of Euro 69 thousand;
- risks for other litigation totalling Euro 70 thousand to cover Radio contingent liabilities;
- other risks for a total of Euro 13 thousand.

In 2023, following the sale of the production sites in Milan and Carsoli (AQ) and the sale of the production plant in Medicina (BO), Euro 720 thousand in provisions set aside in previous years were released against the elimination of the relative contingent liabilities.

Lastly, during the year the Company received a summons from Business School24 S.p.A. contesting the trademark used to re-enter the training business. The risk was assessed with reference to the claims made, also in view of the still preliminary stage of the litigation and the judge's recommendation to the parties to come to an agreement.

The agents' termination indemnity includes provisions to cover risks arising from early termination of contracts and those relating to the termination of the agency relationship pursuant to article 1751 of the Italian Civil Code. The actuarial valuation of the agents' termination indemnity is based on the following actuarial assumptions:

- discount rate 3.40%
- mortality tables IPS55

- disability tables INPS
- voluntary turnover rate 6.0%
- corporate turnover rate 5.0%
- retirement current compulsory general insurance requirements.

(23) *Other non-current liabilities*

Other non-current liabilities amounted to Euro 7,552 thousand, up by Euro 879 thousand compared to 31 December 2022, when they amounted to Euro 6,673 thousand, and included Euro 7,444 thousand relating to the medium-term portion of the liability recognized in relation to restructuring expenses incurred during the year 2021 and Euro 114 thousand for security deposits received for the sublease of properties in Milan, which are unchanged compared to the previous year. The change refers to the reclassification of Euro 879 thousand from current to non-current liabilities of the liability for restructuring charges following the recalculation and revision of scheduling.

Current liabilities

(24) *Bank overdrafts and loans due within one year*

These amount to Euro 8,098 thousand (Euro 14,081 thousand in the previous year) and refer to the financial payable relating to the securitization of trade receivables with recourse.

CURRENT BANK OVERDRAFTS AND LOANS			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial payable for securitization with recourse and other	8,098	14,081	(5,984)

(25) *Other current financial liabilities*

OTHER CURRENT FINANCIAL LIABILITIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial payables IFRS 16	6,447	4,844	1,604
Financial payables for non-recourse management and other payables	1,342	3,152	(1,810)
Short-term portion of Non-convertible senior unsecured bond	933	933	(0)
Total	8,722	8,929	(207)

Other current financial liabilities amounted to Euro 8,722 thousand (Euro 8,929 thousand at 31 December 2022) and mainly relate to short-term financial payables arising from the application of IFRS 16, and in particular short and medium-term financial liabilities arising from the present value of future lease payments of Euro 6,447 thousand. The item other financial payables for non-recourse management and other payables amounting to Euro 1,342 thousand includes: *i)* the financial payable of Euro 269 thousand to Monterosa SPV S.r.l. for the management of the collection of receivables securitized without recourse; *ii)* other financial payables relating to the current portion of the payable for the indemnity deriving from the settlement agreement for the early termination of the lease agreement for the Milan - Via Monte Rosa office. The financial payable originally provided for quarterly payments from January 2021 to April 2024 of a total nominal amount of Euro 7,600 thousand. This payable is discounted at a rate of 4.2%.

(26) Trade payables

TRADE PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Suppliers	43,709	35,321	8,388
Deferred income	37,566	37,385	181
Trade payables to associates and minorities	106	95	11
Other trade payables	6,260	5,885	375
Total	87,641	78,686	8,955

Trade payables, amounting to Euro 87,641 thousand, increased by Euro 8,955 thousand compared to the previous year.

Deferred income is broken down as follows:

DEFERRED INCOME			
Euro thousands	31.12.2023	31.12.2022	Changes
Electronic publishing by subscription	26,808	26,268	540
Royalties	3,833	4,833	(1,000)
Services	2,305	2,048	257
Subscriptions II Sole 24 ORE Newspaper	2,034	2,247	(213)
Subscription software	1,263	1,061	202
Sale of magazines	396	646	(250)
Other deferred income	927	282	645
Total	37,566	37,385	181

The item Royalties amounting to Euro 3,833 thousand refers to the proceeds from the sale of the controlling interest in Sole 24 ORE Formazione S.p.A., which were deferred over a period of 5 years by virtue of the Group's involvement in the partnership, as provided for in the agreements entered into with the Multiversity Group on 9 November 2022.

Other trade payables amounted to Euro 6,260 thousand, of which Euro 4,766 thousand relate to payables to agents.

(27) Other current liabilities

Other current liabilities amounted to Euro 4 thousand, down by Euro 715 thousand compared to 31 December 2022 and consisted of:

OTHER CURRENT LIABILITIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Accrued liabilities	11	11	-
Current tax liabilities	4	719	(715)
Total	15	730	(715)

As at 31 December 2023, the liability for current taxes was recorded as a reduction of the advances paid during the year.

(28) Other payables

Other payables amounted to Euro 17,652 thousand (Euro 19,997 thousand at 31 December 2022) and consisted of the following:

OTHER PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Payables to personnel for restructuring	2,444	5,627	(3,183)
13th and 14th monthly salaries accrued but not paid	1,198	1,293	(95)
Payables for holidays accrued and not taken and other amounts	4,374	3,699	674
Social security institutions	5,622	5,287	335
Tax payables	3,485	3,528	(43)
Sundry payables	529	562	(33)
Total	17,652	19,997	(2,344)

Payables to personnel for restructuring, amounting to Euro 2,444 thousand, relate to the liability recorded for short-term restructuring expenses. Disbursements for restructuring expenses made in 2023 amounted to Euro 1,855 thousand (Euro 3,799 thousand in 2022). In 2023, the liability recorded in the financial statements for restructuring expenses to personnel was restated, which resulted in the recognition of income of Euro 449 thousand (in 2021, income of Euro 555 thousand) and the reclassification of the component to be settled beyond 12 months, amounting to Euro 879 thousand.

Tax payables amounted to Euro 3,485 thousand and the breakdown is as follows:

TAX PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Withholding taxes on employee income	2,566	2,721	(155)
Withholding taxes on self-employment income	277	251	27
VAT payable and pro rata	552	367	185
Payables to foreign tax authorities	37	41	(5)
Other tax payables	53	148	(95)
Total	3,485	3,528	(44)

Statement of profit (loss)**(29) Revenues**

REVENUES				
Euro thousands	FY 2023	FY 2022	Change	% change
Publishing revenues	97,070	98,626	(1,556)	-1.6%
Advertising revenues	90,870	90,797	74	0.1%
Other revenues	27,128	22,134	4,994	22.6%
Total	215,068	211,556	3,512	1.7%

In 2023, the 24 ORE Group reported **consolidated revenues** of Euro 215,068 thousand, up Euro 3,512 thousand (+1.7%) compared to the previous year.

Publishing revenues amounted to Euro 97,070 thousand, a decrease of Euro 1,556 thousand (-1.6%) compared to the previous year, when they amounted to Euro 98,626 thousand.

Advertising revenues of Euro 90,870 thousand were basically in line (+0.1%) with 2022.

Other revenues, amounting to Euro 27,128 thousand, increased by Euro 4,994 thousand compared to 2022 mainly due to the contribution of the Professional Services and Training area, the Events area and exhibition revenues.

(30) *Other operating income*

OTHER OPERATING INCOME				
Euro thousands	FY 2023	FY 2022	Change	% change
Contributions	3,550	3,517	33	0.9%
Releases of provisions	1,594	1,742	(148)	-8.5%
Recovery of sundry expenses	1,417	1,114	304	27.3%
Contingent assets	928	3,188	(2,259)	-70.9%
Lease income	166	153	14	9.0%
Other	385	440	(56)	-12.6%
Total	8,040	10,153	(2,112)	-20.8%

The item contributions amounting to Euro 3,550 thousand refers primarily to the tax credit received for the year 2021 in favour of newspaper and periodical publishing companies registered with the ROC on the expenses incurred in the year 2020 for the distribution of the titles published, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021. That contribution came to Euro 2,146 thousand. In 2023, income in the amount of Euro 821 thousand was also recognized in respect of a tax credit in favour of newspaper and periodical publishing companies registered with the ROC on expenses incurred in the year 2021 to purchase the paper used to print the titles published.

Releases of provisions amounted to Euro 1,594 thousand and refer to the release of provisions for risks and charges, to which reference should be made (note 22 of the Notes to the financial statements).

The item contingent assets includes income relating to the collection of Euro 200 thousand as a settlement amount related to the liability action brought against the former Editorial Director. In 2022, it included Euro 2,600 thousand related to the approval of the partial settlement of the liability action pursuant to articles 2392 and 2393 of the Italian Civil Code, in execution of which the Company had collected this amount.

(31) *Personnel costs*

PERSONNEL COSTS				
Euro thousands	FY 2023	FY 2022	Change	% change
Wages, salaries and remuneration	50,402	52,549	(2,147)	-4.1%
Contributions and pension fund	16,199	17,263	(1,064)	-6.2%
Employee severance indemnity (TFR)	4,056	3,944	112	2.8%
Overtime, holidays and other costs and income	85	1,006	(921)	-91.5%
Total personnel costs	70,741	74,762	(4,020)	-5.4%
of which non-recurring (expenses) and income	449	555	(107)	-19.3%
Total personnel costs net of non-recurring expenses and income	71,189	75,317	(4,127)	-5.5%

Personnel costs of Euro 70,741 thousand decreased by Euro 4,020 thousand compared to 2022, when they amounted to Euro 74,762 thousand. The change is mainly linked to a lower cost resulting from the reduction in the workforce and turnover trends, as well as the increased use of the residual holiday provision. The average number of employees, 716, decreased by 53 (mainly graphic designers and printers) compared with the previous year when it amounted to 769.

In the year, personnel costs of Euro 453 thousand (Euro 364 thousand in 2022) were capitalized for internally developed software. It should also be noted that personnel carried out additional projects aimed at innovation that did not qualify for capitalization.

(32) Purchases of raw and consumable materials

PURCHASES OF RAW AND CONSUMABLE MATERIALS				
Euro thousands	FY 2023	FY 2022	Change	% change
Purchase of paper	4,216	5,166	(950)	-18.4%
Purchase of goods for resale	782	586	196	33.4%
Purchase of material for plant maintenance	18	28	(10)	-35.5%
Purchase of fuel	15	28	(13)	-46.4%
Other sundry costs	44	41	3	7.4%
Adjustments previous years	0	(25)	25	100.1%
Total	5,075	5,824	(749)	-12.9%

Purchases of raw and consumable materials amounted to Euro 5,075 thousand, down by Euro 749 thousand (-12.9%) compared to 2022 (amounting to Euro 5,824 thousand) and are mainly represented by the purchase of paper. It should be noted that the cost of paper increased in 2023 compared to the previous year.

(33) Costs for services

COSTS FOR SERVICES				
Euro thousands	FY 2023	FY 2022	Change	% change
Commissions and other sales expenses	21,355	20,007	1,348	6.7%
Distribution costs	13,863	15,722	(1,859)	-11.8%
IT and Software services	8,813	7,635	1,178	15.4%
Editorial costs	7,289	7,012	277	4.0%
Promotional and commercial expenses	11,529	10,234	1,295	12.7%
Costs for conferences and exhibitions	8,816	6,773	2,043	30.2%
Other consultancy costs	4,499	4,287	212	4.9%
Printing costs	6,365	6,244	121	1.9%
Utilities (telephone, energy, water, etc.)	2,309	2,004	305	15.2%
Administrative services	723	454	269	59.3%
Fees for Corporate Bodies and Independent Auditors	1,653	1,605	48	3.0%
Sundry production costs	3,472	2,941	531	18.1%
General services expenses	1,215	1,402	(187)	-13.3%
Maintenance and repair expenses	1,575	1,474	101	6.9%
News agency costs	1,305	1,303	2	0.2%
Insurance expenses	1,138	940	198	21.1%
Employee services	1,323	1,437	(114)	-7.9%
News purchase costs	1,418	1,368	50	3.7%
Preparation costs	1,199	1,112	87	7.8%
Reimbursement of personnel expenses	689	495	194	39.2%
Bank fees	754	839	(85)	-10.1%
Product storage costs	501	453	48	10.6%
Packaging costs	96	69	27	39.3%
Adjustments previous years	16	162	(146)	-89.9%
Total	101,914	95,972	5,942	6.2%

Costs for services amounted to Euro 101,914 thousand and were up overall by Euro 5,942 thousand (+6.2%) compared to 2022, when they amounted to Euro 95,972 thousand.

In particular, it should be noted that:

- commissions and other sales expenses increased by Euro 1,348 thousand (+6.7% from Euro 20,007 to 21,355 thousand);
- expenses for conferences and exhibitions increased by Euro 2,043 thousand (+30.2% from Euro 6,773 to 8,816 thousand);
- expenses for IT and software services increased by Euro 1,178 thousand (+15.4% from Euro 7,635 to 8,813 thousand);
- promotional and commercial expenses increased by Euro 1,295 thousand (+12.6% from Euro 10,234 to 11,529 thousand);
- expenses for utilities rose by Euro 305 thousand (+15.2% from Euro 2,004 to 2,309 thousand);
- distribution costs were down Euro 1,859 thousand (-11.8% from Euro 15,722 to 13,863 thousand).

(34) Costs for rents and leases

COSTS FOR RENTS AND LEASES				
Euro thousands	FY 2023	FY 2022	Change	% change
Royalties	2,282	1,870	412	22.0%
Other fees	2,575	2,180	395	18.1%
Rental fees and ancillary costs for mixed use cars	839	761	78	10.3%
Lease expenses and other condominium expenses	684	699	(14)	-2.0%
Copyrights	709	674	36	5.3%
Rental fees and ancillary costs for radio broadcasting systems	394	416	(22)	-5.3%
Hardware rental-lease fees	49	52	(3)	-6.5%
Other sundry costs	142	119	23	19.5%
Adjustments previous years	0	349	(349)	-99.9%
Total	7,676	7,120	556	7.8%

Costs for rents and leases amounted to Euro 7,676 thousand and increased by Euro 556 thousand compared to 2022. This item includes the costs of rental contracts which, also on the basis of the contractual clauses applied, did not require the recognition of rights of use in accordance with IFRS 16.

(35) Other operating expenses

OTHER OPERATING EXPENSES				
Euro thousands	FY 2023	FY 2022	Change	% change
Other taxes and duties	1,592	1,768	(176)	-9.9%
VAT to be paid by the Publisher	568	616	(48)	-7.8%
Entertainment expenses	180	92	89	96.8%
Purchase of newspapers and magazines	253	264	(11)	-4.1%
Expenses for membership fees	308	297	11	3.8%
Other sundry expenses	404	476	(72)	-15.2%
Adjustments previous years	(14)	(325)	311	95.8%
Total	3,292	3,188	105	3.3%

Other operating expenses amounted to Euro 3,292 thousand in 2023, up Euro 105 thousand (Euro 3,188 thousand in 2022).

(36) Change in value of tangible and intangible assets

The item "Impairment of tangible and intangible assets", amounting to Euro 3,100 thousand, refers to write-downs of radio frequencies totalling Euro 3 million and the write-down of goodwill for Euro 100 thousand allocated to the Events area, both arising from impairment testing, for which reference should be made to the specific paragraph.

CHANGE IN VALUE OF TANGIBLE AND INTANGIBLE ASSETS		
Euro thousands	FY 2023	FY 2022
Write-down concessions and radio frequencies	(3,000)	(3,960)
Write-down of goodwill Events	(100)	(300)
Write-down Carsoli property	-	(1,460)
Impact IFRS 16 <i>sub-lease Sarca property</i>	-	1,508
Total impairment losses on assets	(3,100)	(4,212)

(37) Gain/loss on disposal non-current assets

In 2023, the item amounted to Euro 1,652 thousand (in 2022 capital gains of Euro 85 thousand) and related mainly to the sale of production sites for Euro 1,926 thousand, partly offset by capital losses (of Euro 305 thousand) deriving almost entirely from Istat changes applied to rental and lease agreements under IFRS 16.

In particular, the overall gain of Euro 1,927 thousand was recognized following the sale en bloc (not split up) of the two real estate complexes that the Group owned, used as offices and production facilities, although no longer operational. These properties are located in Milan and Carsoli (AQ) and refer to land, buildings, internal fixed plants and external construction works. The assets sold also included two Regioman model rotary presses from MANROLAND WEB SYSTEMS purchased at the end of 2004, installed in 2005 and expanded in 2008. The capital gain recognized as of 31 December 2023 was also determined considering the additional price component of Euro 750 thousand set forth in contractual agreements underlying the sale of the Via Busto Arsizio property in Milan, as this amount was released due to the fact that certain contractually agreed conditions were not met.

(38) Financial income (expenses)

FINANCIAL INCOME (EXPENSES)				
Euro thousands	FY 2023	FY 2022	Change	% change
Other financial income	1,862	601	1,261	>100%
Exchange rate gains	32	21	11	53.5%
Total income	1,893	622	1,271	>100%
Exchange rate losses	(18)	(42)	24	57.8%
Financial expenses on short-term payables	(2,228)	(2,228)	1	0.0%
Financial expenses from amortized cost	(325)	(307)	(18)	-5.9%
Other financial expenses	(2,888)	(2,124)	(764)	-36.0%
Total expenses	(5,458)	(4,701)	(756)	-16.1%
Total	(3,564)	(4,079)	515	12.6%

Net financial income and expenses were a negative Euro 3,564 thousand and increased by Euro 515 thousand compared to 2022. Other financial income mainly relates to interest income earned on cash and cash equivalents in the amount of Euro 1,387 thousand (in 2022 it amounted to Euro 87 thousand) and income

from the actuarial valuation of the provision for agents' termination indemnity in accordance with IAS 37 in the amount of Euro 66 thousand (Euro 420 thousand in 2022).

Financial expenses on short-term payables relate to interest expenses on the unsecured non-convertible bond.

The application of IFRS 16 resulted in the recognition of negative financial income and expenses of Euro 908 thousand (Euro 1,176 thousand in 2022).

(39) *Income taxes*

Income taxes for the years ended 31 December 2023 and 31 December 2022 are broken down as follows:

TAXES			
Euro thousands	FY 2023	FY 2022	Change
IRES	(308)	(516)	208
IRAP	(732)	(857)	124
Taxes of previous years	65	(44)	109
Foreign taxes	(61)	(57)	(4)
Total current taxes	(1,036)	(1,473)	437
Use of provision for deferred taxes	1,168	949	219
Deferred tax assets/liabilities	(3,123)	(6,382)	3,259
Deferred tax assets/liabilities	(1,956)	(5,433)	3,477
Total	(2,992)	(6,907)	3,915

It should be noted that Il Sole 24 ORE S.p.A. and its Italian subsidiaries have adopted the group taxation regime pursuant to article 117 et seq. of Presidential Decree no. 917 of 22 December 1986 (tax consolidation), as a result of which they determine a single overall IRES taxable base.

In 2023, the taxable income of the company 24 ORE Cultura was negative, while that of the other companies participating in the tax consolidation was positive.

Therefore, the Group recognized a total current IRES expense of Euro 308 thousand, against the utilization of prior losses of Euro 5,132 thousand, or 80% of taxable income, which therefore resulted in the reversal of Euro 1,232 thousand in deferred tax assets allocated on these losses.

In 2023, deferred tax assets on other temporary differences in the amount of Euro 192 thousand were also written off.

As mentioned previously, as in previous years, the valuation of deferred tax assets on past losses was performed using recovery forecasts consistent with the new 2024-2027 Business Plan, and extending these forecasts to the subsequent period as well. This approach resulted in a further reduction of deferred tax assets on previous losses by Euro 1,700 thousand.

In addition, deferred tax liabilities of Euro 1,164 thousand were written off, of which:

- Euro 327 thousand as a result of non-deductible amortization/depreciation;
- Euro 837 thousand in relation to impairment results on radio frequencies;
- Euro 2 thousand due to the cancellation of differences recorded during the period as a result of sublease dynamics.

Deferred tax assets on newly taxed temporary differences were not recognized for reasons of prudence.

In addition, the Group recognized an IRAP expense of Euro 732 thousand. During the year, contingent assets of Euro 65 thousand were also recognized for taxes related to previous years, as well as Euro 61 thousand in taxes owed by foreign subsidiaries.

The table below shows the reconciliation between the theoretical IRES rate and the effective IRES rate.

RECONCILIATION BETWEEN CURRENT TAX EXPENSE AND THEORETICAL TAX EXPENSE (IRES)				
Euro thousands	31/12/2023	%	31/12/2022	%
Profit (loss) before taxes from continuing operations	10,688		7,440	
Theoretical IRES	(2,565)	24.0%	(1,786)	24%
Tax effect increases/decreases	1,040		(794)	
Effect on foreign result	(15)		-	
Use of previous losses	1,232		2,064	
IRES recorded in the financial statements	(308)	24.0%	(516)	24.0%

The table below shows the reconciliation between the theoretical IRAP rate and the effective IRAP rate.

RECONCILIATION BETWEEN CURRENT TAX EXPENSE AND THEORETICAL TAX EXPENSE (IRAP)				
Euro thousands	31/12/2023	%	31/12/2022	%
Difference between production value and costs (operating result) aggregate Italian companies	14,236		11,442	
Theoretical IRAP	(555)	3.9%	(446)	3.9%
Non-deductible personnel cost	(87)		(158)	
Write-downs of fixed assets	(117)		(211)	
Bad debt	(22)		(95)	
Allocations	(44)		29	
Other changes	121		63	
Adjustments for increased rates	(28)		(39)	
IRAP recorded in the financial statements	(732)	3.9%	(857)	3.9%

12. Segment reporting

Segment reporting has been prepared in such a way as to provide the information necessary to allow an evaluation of the nature and effects on the financial statements of the activities carried out and the economic context of reference.

Operating segments have been identified on the basis of the company's operating activities that generate revenues and costs, the results of which are periodically reviewed at the highest operational decision-making level for the purpose of making decisions on resource allocation and performance assessment, and for which separate financial information is available.

An operating segment identified in accordance with the qualitative requirements set out above is separately disclosed when the following quantitative limits have been exceeded:

- reported revenues, including both sales to external customers and intersegment sales, represent at least 10% of the total revenues of all operating segments;
- the segment profit or loss represents at least 10% of the greater, in absolute value, between the total profit of all operating segments in profit and the total loss of all operating segments in loss;
- the activities of one segment account for at least 10% of the total activities of all operating segments.

If the quantitative thresholds indicated above are not exceeded, but management has deemed it useful to provide separate disclosure for the purposes of assessing the nature and effects on the financial statements of the related operating activities, the operating segments identified for this purpose have been reported in detail.

The Group's operating segments, which are indicated separately, are as follows:

- **Publishing & Digital** is the division responsible for the daily newspaper Il Sole 24 ORE, digital products linked to the newspaper, products attached to the newspaper, magazines, add-ons, the website and the press agency Radiocor Plus;
- **Professional Services and Training** develops integrated product systems, with technical, regulatory, training and networking content, aimed at the world of professionals, companies and public administration. The specific market segments covered are Tax, Labour, Law, Construction and Public Administration. For each of them, integrated specialized tools are created, capable of satisfying the differentiated information, operational, training, networking and visibility needs of the reference targets: databases, vertical newspapers, magazines, books, internet services, software solutions, visibility platforms, quality certification platforms and continuous learning solutions. In addition, this division is responsible for Training;
- **Radio** manages the national radio station Radio 24, News & Talk with an editorial format that alternates radio news with information and entertainment programmes;
- **System** is the division that carries out the activity of advertising concessionaire for the Group's main media and some third-party media;
- **Culture** operates in the management and enhancement of museums (Mudec), in the production and sale of exhibitions and related services (bookshop, ticketing, events) as well as in the design and publication of books and merchandising. These activities are carried out through the company 24 ORE Cultura S.r.l.;
- **Events** operates in the management and organization, promotion and sale, both in Italy and abroad, of conferences, events, meetings, also in collaboration with public and private entities. These activities are carried out through the company Il Sole 24 ORE Eventi S.r.l.;
- **Corporate and centralized services** includes the Group's coordination departments and services related to support processes.

For these areas, the following information is provided as it is periodically presented to the highest level of operational decision-making:

- revenues from external customers, for the measurement of segment profit or loss;
- intersegment revenues for the measurement of segment profit or loss;
- write-downs and depreciation/amortization for the measurement of segment profit or loss;
- a measurement of the segment profits and losses, represented by EBITDA (gross operating margin) and EBIT (operating profit/loss);
- the assets for each segment are shown for the purposes of assessing the performance of the segment and relate in particular to property, plant and equipment, intangible assets, goodwill and trade receivables;
- a reconciliation of the total of the reportable segments' measures of profit or loss to the profit or loss reported in the statement of profit or loss for the period before tax expense and gains or losses from discontinued operations.

The Group carries out its activities mainly in Italy and the activities carried out in other countries are not relevant. With regard to information on its customers, it should be noted that there are no external customers with which transactions exceeding 10% of the Group's revenues have been carried out.

INCOME STATEMENT BY BUSINESS AREA

SECTOR	Revenues from third parties	Intersegment revenues	Total Revenues	EBITDA	Amortization/Depreciation	Impairment of tangible and intangible assets	Gains/losses	EBIT
PUBLISHING & DIGITAL								
FY 2023	58,501	44,670	103,171	13,289	(3,308)	-	1,957	11,938
FY 2022	60,094	44,799	104,894	12,585	(4,276)	(1,460)	81	6,930
PROFESSIONAL SERVICES AND TRAINING								
FY 2023	52,942	180	53,122	17,622	(1,219)	-	-	16,403
FY 2022	48,858	185	49,042	16,325	(1,184)	-	0	15,141
RADIO								
FY 2023	316	17,470	17,786	3,638	(2,497)	(3,000)	39	(1,819)
FY 2022	260	18,559	18,819	4,778	(2,796)	(3,960)	1	(1,976)
SYSTEM 24								
FY 2023	87,033	(3,017)	84,016	2,956	(29)	-	-	2,927
FY 2022	87,320	(2,860)	84,460	1,073	(29)	-	-	1,045
EVENTS								
FY 2023	4,703	3,648	8,351	1,720	(32)	(100)	-	1,589
FY 2022	4,142	3,078	7,219	1,652	(18)	(300)	-	1,334
CULTURE								
FY 2023	11,573	1,056	12,628	(2,647)	(481)	-	(0)	(3,129)
FY 2022	10,881	1,057	11,939	425	(463)	-	-	(38)
CORPORATE AND CENTRALIZED SERVICES								
FY 2023	1	-	1	(5,698)	(7,485)	-	(344)	(13,527)
FY 2022	1	-	1	(4,887)	(7,580)	1,508	2	(10,957)
CONSOLIDATED								
FY 2023	215,068			30,880	(15,052)	(3,100)	1,652	14,381
FY 2022	211,556			31,951	(16,345)	(4,212)	85	11,478

BUSINESS BY SECTOR				
SECTOR	Property, plant and equipment	Goodwill	Intangible assets	Trade receivables
PUBLISHING & DIGITAL				
31.12.2023	1,344	-	4,897	5,901
31.12.2022	6,543	-	4,816	4,774
PROFESSIONAL SERVICES AND TRAINING				
31.12.2023	69	15,469	2,128	25,619
31.12.2022	226	15,469	2,020	28,303
RADIO				
31.12.2023	4,643	-	11,274	20
31.12.2022	4,874	-	15,283	33
SYSTEM				
31.12.2023	73	-	-	30,699
31.12.2022	25	-	-	27,478
CULTURE				
31.12.2023	1,395	-	63	803
31.12.2022	1,795	-	54	391
EVENTS				
31.12.2023	2	4,855	61	1,246
31.12.2022	4	4,955	49	1,455
CORPORATE AND CENTRALIZED SERVICES				
31.12.2023	31,425	-	5,369	1,226
31.12.2022	32,294	-	4,181	154
CONSOLIDATED				
31.12.2023	38,951	20,324	23,792	65,515
31.12.2022	45,761	20,424	26,403	62,588

13. Further information

13.1 Transactions with related parties

A related party is a person or entity related to the Parent Company, identified in accordance with the provisions of *IAS 24 Related Party Disclosures*. The definition of a related party always includes companies controlled by associates and joint ventures of the Parent Company.

For transactions entered into with related parties during the year covered by these Consolidated Financial Statements, the nature of the existing transaction with the related party, the amount of transactions, the amount of outstanding balances, including commitments, contractual terms and conditions, any guarantees received or given have been disclosed. If it had been necessary to make provisions for bad debts or recognize losses on non-collectible receivables, it would have been disclosed.

Transactions between the Parent Company and its subsidiaries are always indicated, regardless of whether transactions have taken place between them.

The information concerning related parties and transactions with them is summarized in the summary table below, with specific evidence of transactions, positions or balances that have an impact on the Group's financial position, economic result and cash flows. Transactions and outstanding balances with intercompany related parties have been derecognized in the preparation of these annual consolidated financial statements.

Transactions carried out with related parties are essentially limited to commercial, administrative and financial services with subsidiaries and associates. These transactions are part of normal business operations, within the scope of the typical activity of each party involved, and are regulated at market conditions.

The Company observes its own internal procedure "Regulation of Transactions with Related Parties", adopted on 12 November 2010 by resolution of the Board of Directors (the "Regulation"), in implementation of the Regulation approved by CONSOB resolution no. 17221 of 12 March 2010, and subsequently amended by resolution no. 17389 of 23 June 2010 (the "CONSOB Regulation"). The above Regulation was updated by resolution of the Board of Directors on 19 December 2018. It was subsequently revised, in order to update certain references contained therein, by resolution of the Board of Directors of 19 December 2019, updated, in compliance with Consob Resolution no. 21624 of 10 December 2020, by resolution of the Board of Directors of 30 June 2021, and lastly updated, in compliance with the new allocation of Board competences on related party transactions, assigned as of 27 April 2022 to the Control, Risk and Related Party Committee, by resolution of the Board of Directors of 28 July 2022.

Related parties consist of parties entered in the Register of Related Parties established by the Company. The Regulation is available on the website www.gruppo24ore.com, Governance section.

TRANSACTIONS WITH RELATED PARTIES – CONSOLIDATED AT 31 December 2023

Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(186)	-	-	(219)	-	-
Other related parties	570	-	(26)	-	564	(285)	-	-
Total other related parties	570	-	(1,675)	-	564	(4,323)	-	-
Total related parties	1,192	-	(1,675)	-	1,766	(4,323)	-	-

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space.

Revenues relate primarily to the sale of advertising space in proprietary publications and subscriptions to the newspaper.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

There have been no changes in existing contractual relationships since the situation relating to the last approved Half-Yearly Financial Report.

13.2 Breakdown of the Group's past due positions by type

PAST DUE DEBT POSITIONS OF THE 24 ORE GROUP									
values in Euro thousands	Breakdown of payables by days past due								total past due
	0-30	31-60	61-90	91-120	121-150	151-180	181-210	Over 210	
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	737	174	82	25	22	31	1	620	1,692
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	737	174	82	25	22	31	1	620	1,692

The past due debt positions of the 24 ORE Group refer to trade payables. In January, February and March 2024, past due positions that were subject to payment, including by way of financial offsetting, amounted to approximately Euro 860 thousand, while a further Euro 155 thousand is expected to be paid by future offsetting with receivables due from the same parties.

With regard to amounts past due for more than 210 days, this amount includes suppliers blocked due to legally disputed claims (Euro 336 thousand) or disputes (Euro 110 thousand) and trade payables for which the Group believes that payment is not due.

With regard to legal disputes, the following is reported with regard to the most significant position (Euro 301 thousand). On 29 April 2021, a summons was served to the Court of Milan for the resumption of an injunction, issued in 2018 by the Court of Rome and then, by judgement no. 1547/2021 of 28 January 2021, revoked by the same Court which had declared itself not to have territorial jurisdiction. On 25 July 2022, the Court of Milan dismissed the counterparty's claims, awarding the costs of the litigation. On 27 February 2023, the other party served a writ of summons on appeal against the aforementioned judgement of the Court of Milan, setting the first appearance hearing for 22 June 2023 and after the hearing, the panel adjourned the case to 5 December 2023 for closing arguments. At the hearing on 5 December 2023, the panel set the procedural deadlines for the filing of closing arguments. On 23 February, the Company filed its reply brief; the publication of the ruling is pending.

As far as creditor initiatives are concerned, it is noted that the reminders received are part of normal administrative operations. At the date of this Annual Report at 31 December 2023, there is no evidence of any further injunctions received in relation to the above debt positions and no suspensions in supply have been implemented that would compromise normal business operations.

13.3 Government contributions

The Group collected contributions during 2023. In detail:

CONTRIBUTIONS	
Euro thousands	31.12.2023
Tax credit granted to newspaper and periodical publishing companies registered with the ROC (Register of Communication Operators) on the expenses incurred in 2020 for the distribution of published titles, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021	2,146
Tax credit for the purchase of paper used to print the newspapers and magazines published, pursuant to article 188 of Decree Law no. 34 of 19 May 2020, converted, with amendments, by Law no. 77 of 17 July 2020, as amended, in favour of newspaper and magazine publishing companies registered with the Register of Communication Operators (ROC)	821

Pursuant to article 1, paragraphs 125 to 129 of Law no. 124 of 4 August 2017, on the transparency of public disbursements, it is noted that Entities are required to publish the contributions disbursed on the National Register of Aid, accessible at the following address: https://www.rna.gov.it/sites/PortaleRNA/it_IT/trasparenza.

13.4 Significant events occurring after the end of the year 2023

On 18 March 2024, the Company announced to the market that Director Alessandro Tommasi, in consideration of new professional opportunities, would be resigning, effective as of the end of the II Sole 24 ORE S.p.A. Board of Directors meeting scheduled for 27 March 2024, from his position as non-independent Board Member and member of the Company's ESG and Technological Innovation Committee.

On the same date, lawyer Alessandro Altei took over responsibility for the Legal and Corporate Affairs Department as Legal Director of the 24 ORE Group.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth over the Plan period, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement,
- ✓ product and process digitalization,
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

13.5 Disclosure pursuant to Consob Regulation no. 11971 and subsequent amendments

Fees for services rendered by the independent auditors and entities belonging to their network

The following table, prepared in accordance with article 149-duodecies of Consob Regulation no. 11971 and subsequent amendments and additions, shows the fees for the year 2023 for audit and non-audit services rendered by the same independent auditors and entities belonging to its network.

INDEPENDENT AUDITORS' FEES			
Service provided	Service provider	Recipient	2023 fees
Statutory audit	EY S.p.A.	Il Sole 24ORE S.p.A.	479
Certifications	EY S.p.A.	Il Sole 24ORE S.p.A.	155
Other services	EY S.p.A.	Il Sole 24ORE S.p.A.	78
Statutory audit	EY S.p.A.	Subsidiaries	46
Total			758

13.6 Disclosure pursuant to Consob Resolution no. 15519 of 27 July 2006

CONSOLIDATED STATEMENT OF FINANCIAL POSITION				
Euro thousands	31.12.2023	of which related parties	31.12.2022	of which related parties
ASSETS				
Non-current assets				
Property, plant and equipment	38,951	-	45,761	-
Goodwill	20,324	-	20,424	-
Intangible assets	23,792	-	26,403	-
Investments in associates and joint ventures	116	-	300	-
Non-current financial assets	828	-	772	-
Other non-current assets	5,659	-	6,224	-
Deferred tax assets	11,024	-	14,148	-
Total	100,694	-	114,032	-
Current assets				
Inventories	3,408	-	2,936	-
Trade receivables	65,515	1,192	62,588	108
Other receivables	2,611	-	1,633	-
Other current financial assets	3,379	-	4,279	-
Other current assets	6,682	-	6,231	-
Cash and cash equivalents	68,730	-	54,066	-
Total	150,324	1,192	131,733	108
Assets available for sale	-	-	-	-
TOTAL ASSETS	251,018	1,192	245,765	108

(*) Section 13.1 of the Notes to the Financial Statements

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

Euro thousands	31.12.2023	of which related parties	31.12.2022	of which related parties
EQUITY AND LIABILITIES				
Equity				
Equity attributable to shareholders of the Parent Company				
Share capital	570	-	570	-
Capital reserves	19,452	-	19,452	-
Employee severance indemnity (TFR) reserve - IAS adjustment	(3,207)	-	(3,756)	-
Profits (losses) carried forward	(913)	-	(875)	-
Profit (loss) attributable to shareholders of the Parent Company	7,696	-	534	-
Total	23,598	-	15,925	-
Equity attributable to minority shareholders				
Capital and reserves attributable to minority shareholders	-	-	-	-
Profit (loss) attributable to minority shareholders	-	-	-	-
Total	-	-	-	-
Total equity	23,598	-	15,925	-
Non-current liabilities				
Non-current financial liabilities	77,465	-	79,138	-
Employee benefits	9,567	-	10,681	-
Deferred tax liabilities	3,100	-	4,268	-
Provisions for risks and charges	7,608	-	6,658	-
Other non-current liabilities	7,552	-	6,673	-
Total	105,291	-	107,417	-
Current liabilities				
Current bank overdrafts and loans	8,098	-	14,081	-
Other current financial liabilities	8,722	-	8,929	-
Trade payables	87,641	222	78,686	523
Other current liabilities	15	-	730	-
Other payables	17,653	1,453	19,997	1,169
Total	122,128	1,675	122,423	1,693
Liabilities available for sale	-	-	-	-
Total liabilities	227,420	1,675	229,840	1,693
TOTAL EQUITY AND LIABILITIES	251,018	1,675	245,765	1,693

(*) Section 13.1 of the Notes to the Financial Statements

CONSOLIDATED STATEMENT OF PROFIT (LOSS)

Euro thousands	FY 2023	of which related parties	of which non-recurring	FY 2022	of which related parties	of which non-recurring
1) Continuing operations						
Revenues	215,068	1,508		211,556	417	
Other operating income	8,040	258	3,066	10,153		6,293
Personnel costs	(70,741)	(2,237)	449	(74,762)	(2,636)	555
Change in inventories	472			1,277		
Purchases of raw and consumable materials	(5,075)			(5,824)		-
Costs for services	(101,914)	(1,991)		(95,972)	(1,804)	-
Costs for rents and leases	(7,676)	(94)		(7,120)		-
Other operating expenses	(3,292)			(3,188)	-	-
Allocations	(3,437)			(1,733)	-	
Bad debt	(565)			(2,437)		
Gross operating margin	30,880	(2,557)	3,515	31,951	(4,023)	6,848
Amortization of intangible assets	(7,290)			(7,758)		
Depreciation of tangible assets	(7,762)			(8,587)		
Impairment of tangible and intangible assets	(3,100)		(3,100)	(4,212)		(4,212)
Gains/losses on disposal of non-current assets	1,652		1,927	85		
Operating profit (loss)	14,381	(2,557)	2,341	11,478	(4,023)	2,636
Financial income	1,893	-		622		
Financial expenses	(5,458)	-		(4,701)	-	-
Total financial income (expenses)	(3,564)	-	-	(4,079)	-	-
Other income from investment assets and liabilities	(128)	-		42	-	
Profit (loss) before taxes	10,688	(2,557)	2,341	7,441	(4,023)	2,636
Income taxes	(2,992)	-	(1,700)	(6,907)	-	(3,498)
Profit (loss) from continuing operations	7,696	(2,557)	641	534	(4,023)	(862)
2) Assets held for sale						
Profit (loss) from assets held for sale	-	-	-	-	-	-
Net profit (loss)	7,696	(2,557)	641	534	(4,023)	(862)
Profit (loss) attributable to minority shareholders	-	-	-	-	-	-
Profit (loss) attributable to shareholders of the Parent Company	7,696	(2,557)	641	534	(4,023)	(862)

(*) Section 13.1 of the Notes to the Financial Statements

CONSOLIDATED STATEMENT OF CASH FLOWS

Euro thousands	FY 2023	of which re- lated parties	FY 2022	of which related parties
Profit (loss) before taxes from continuing operations attributable to the Group [a]	10,688		7,441	
Adjustments [b]	22,110		24,133	-
Amortization/Depreciation	15,052		16,345	
Gain/loss on disposal of assets	(1,652)		(85)	
Effect of valuation of investments	128		(41)	
Allocation (release) provisions for risks and charges	1,836		(9)	
Restructuring expenses	(449)		(555)	
Provision for employee benefits	531		187	
Impairment of tangible and intangible assets	3,100		4,212	
Financial income and expenses	3,564		4,079	
Changes in operating net working capital [c]	(768)	(1,101)	3,796	1,349
Change in inventories	(472)		(1,277)	
Change in trade receivables	(2,927)	(1,084)	3,247	284
Change in trade payables	8,956	(301)	10,027	29
Income taxes paid	(1,186)		(493)	
Other changes in net working capital	(5,139)	284	(7,708)	1,036
Total cash flow from operating activities [d=a+b+c]	32,030	(1,101)	35,370	1,349
Cash flow from investing activities [e]	1,148		(5,727)	-
Investments in intangible and tangible assets	(8,562)		(7,488)	
Proceeds from the sale of intangible and tangible assets	7,111		86	
increase from investment in associates	-		(300)	
Change in receivables guaranteeing financial payables	2,171		2,171	
Security deposits	(23)		8	
Other changes in investing activities	451		(203)	
Cash flow from financing activities [f]	(18,514)		(11,320)	-
Net financial interest paid	(4,596)		(4,010)	
Change in short-term bank loans	(8,155)		(3,870)	
Changes in other financial payables and receivables	(676)		(3)	
Other changes in financial assets and liabilities	-		142	
Change in payables IFRS 16	(5,087)		(3,579)	
Financial resources generated in the period [g=d+e+f]	14,664	(1,101)	18,322	1,349
Cash and cash equivalents at the beginning of the year	54,066		35,744	
Cash and cash equivalents at the end of the year	68,730		54,066	
Increase (decrease) for the year	14,664		18,322	

(*) Section 13.1 of the Notes to the Financial Statements

It should be noted that no atypical and/or unusual transactions were carried out with third parties, related parties or Group companies.

13.7 Net financial position

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF THE 24 ORE GROUP		
Euro thousands	31.12.2023	31.12.2022
A. Cash	137	190
B. Cash equivalents	68,593	53,876
C. Other current financial assets	3,379	4,279
D. Liquidity (A + B + C)	72,108	58,345
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(8,722)	(8,929)
G. Current financial debt (E + F)	(16,820)	(23,010)
H. Current net financial position (G + D)	55,289	35,335
I. Non-current financial payable	(34,202)	(36,197)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(77,465)	(79,138)
M. Net financial position (H + L)	(22,176)	(43,803)

The **net financial position** at 31 December 2023 was a negative Euro 22.2 million and compares with a negative Euro 43.8 million at 31 December 2022, an improvement of Euro 21.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments of properties, broadcasting equipment and cars totaling Euro 34.2 million (Euro 35.2 million at 31 December 2022) in application of IFRS 16.

The Group's current net financial position at 31 December 2023 was a positive Euro 55.3 million (positive Euro 35.3 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the former Milan – Via Monte Rosa office. Pursuant to IFRS 16, Euro 1 million was included in current financial receivables and Euro 6.4 million in current financial payables referring to the present value of lease and sublease fees.

13.8 Employees

The average number of employees by category is as follows:

EMPLOYEES						
AVERAGE WORKFORCE	FY 2023		FY 2022		Change	
	Number	%	Number	%	Number	%
Executives	26.0	3.6%	25.7	3.3%	0.3	1.2%
Journalists	255.5	35.7%	258.5	33.6%	(3.0)	-1.2%
White-collar workers	434.1	60.7%	484.6	63.0%	(50.5)	-10.4%
Blue-collar workers	0.0	0.0%	0.2	0.0%	(0.2)	-100.0%
Total	715.6	100.0%	769.0	100.0%	(53.4)	-6.9%

DIRECTORS' ASSESSMENT OF THE GOING CONCERN ASSUMPTION

The 24 ORE Group closed 2023 with a net profit of Euro 7.7 million (net profit of Euro 0.5 million in the previous year) and at 31 December 2023 had equity of Euro 23.6 million (Euro 15.9 million at 31 December 2022) and a negative net financial position of Euro 22.2 million (Euro 43.8 million at 31 December 2022).

On 29 July 2021 Il Sole 24 ORE S.p.A issued an unsecured, non-convertible bond in the principal amount of Euro 45 million and with a duration of seven years. The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

The current uncertainty linked to the ongoing conflicts in Ukraine and the Middle East, the slow decline of inflation and interest rates, together with a cost of living that has risen as much in just two years as in the previous twenty, dictates that caution should continue to be exercised.

Given these elements, and albeit in the presence of the uncertainties deriving from the macroeconomic and geopolitical scenario, those typical of the sector and of each forecasting activity, that could affect the results that will actually be achieved, as well as the related methods and timing of occurrence, the Directors believe, also in light of the provisions of the 2024-2027 Plan approved by the Board of Directors on 27 March 2024, that it has the financial and equity resources to allow the Annual financial report at 31 December 2023 to be prepared on a going concern basis.

OUTLOOK

The evolution of the reference context, particularly the current uncertainty linked to the ongoing conflicts in Ukraine and the Middle East, the slow decline in inflation and interest rates, Italian GDP expected to grow by 0.7% in 2024 (source: Istat; Italy's economic outlook in 2023-2024 - 5 December 2023), together with a cost of living that has risen as much in just two years as in the previous twenty, dictates that caution should continue to be exercised when developing future forecasts.

Nonetheless, the Group strives to continue to pursue constant, sustainable growth, leveraging innovation, product and process digitalization, internationalization, ESG initiatives and continuous brand enhancement, while further strengthening its role as a reference media group for the national economy in terms of information and tools to support the business community in facing new challenges in national and international markets, including continuing education.

The Group therefore believes that it will be able to confirm growth over the Plan period in all of the main economic-financial indicators, albeit at a more gradual pace than in the previous 2023-2026 Plan.

PROPOSED ALLOCATION OF THE PROFIT (LOSS) OF FY 2023

Shareholders,

We submit to your approval the financial statements of Il Sole 24 ORE S.p.A. for the year ended 31 December 2023, which show a profit of Euro 7,707,675, which we propose be allocated as follows:

- Euro 826,029 to fully cover losses carried forward from previous years;
- Euro 6,881,646 to the equity item "Profits carried forward".

Milan, 27 March 2024

Chairperson of the Board of Directors
Edoardo GARRONE

CERTIFICATION OF THE CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ARTICLE 81-TER OF CONSOB REGULATION NO. 11971 OF 14 MAY 1999, AS AMENDED

1. The undersigned Mirja Cartia d'Asero, in her capacity as Chief Executive Officer, and Elisabetta Flocari, in her capacity as Manager in charge of financial reporting of Il Sole 24 ORE S.p.A., also taking into account the provisions of article 154-bis, paragraphs 3 and 4, of Legislative Decree no. 58 of 24 February 1998, certify:

- 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 at 31 December 2023.

2. In this respect, the following significant issues have emerged:

- the verification of the adequacy and effective application of the administrative and accounting procedures for the preparation of the consolidated financial statements and the analysis of the results achieved were carried out in a complex context characterized, among other things, by the continuation of the organizational review of corporate processes;
- the adequacy of the administrative and accounting procedures for the preparation of the consolidated financial statements at 31 December 2023 was assessed on the basis of the methodological standards of Il Sole 24 ORE S.p.A. defined taking into account the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission, which represents the main reference framework for the creation, analysis and evaluation of the internal control system used at international level. With reference to the aspects of improvement in the controls identified in previous years, the execution of the action plan continued, which provides for the necessary corrective actions, which at the beginning of 2018, had the favourable opinion of the Company's Audit and Risk Committee and the approval by the Board of Directors;
- pending the complete implementation of the above plan aimed at reviewing the administrative-accounting model pursuant to law no. 262/2005, compensating control procedures were also put in place as a result of which no economic and financial impacts emerged on the information presented in the consolidated financial statements at 31 December 2023.

3. It is further certified that:

– the Consolidated Financial Statements:

- have been prepared in accordance with International Financial Reporting Standards as endorsed by the European Community pursuant to Regulation (EC) no. 1606/2002 of the European Parliament and of the Council of 19 July 2002;
- correspond to the information contained in the accounting ledgers and records;
- provide a true and fair representation of the equity, economic and financial situation of the Group.

The report on operations includes a reliable analysis of the operating performance and results for 2023, as well as the situation of the issuer, together with a description of the principal risks and uncertainties.

Milan, 27 March 2024

CEO

Mirja Mirja CARTIA d'ASERO

Manager in charge of financial reporting

Elisabetta FLOCCARI

ADDITIONS AT THE REQUEST OF CONSOB PURSUANT TO ARTICLE 114 OF LEGISLATIVE DECREE NO. 58/1998

The net financial position of Il Sole 24 ORE S.p.A. and the 24 ORE Group, showing the short-term components separately from the medium/long-term components

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF THE 24 ORE GROUP		
Euro thousands	31.12.2023	31.12.2022
A. Cash	137	190
B. Cash equivalents	68,593	53,876
C. Other current financial assets	3,379	4,279
D. Liquidity (A + B + C)	72,108	58,345
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(8,722)	(8,929)
G. Current financial debt (E + F)	(16,820)	(23,010)
H. Current net financial position (G + D)	55,289	35,335
I. Non-current financial payable	(34,202)	(36,197)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(77,465)	(79,138)
M. Net financial position (H + L)	(22,176)	(43,803)

The **net financial position** at 31 December 2023 was a negative Euro 22.2 million and compares with a negative Euro 43.8 million at 31 December 2022, an improvement of Euro 21.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments of properties, broadcasting equipment and cars totaling Euro 34.2 million (Euro 35.2 million at 31 December 2022) in application of IFRS 16.

The Group's current net financial position at 31 December 2023 was a positive Euro 55.3 million (positive Euro 35.3 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the former Milan – Via Monte Rosa office. Pursuant to IFRS 16, Euro 1 million was included in current financial receivables and Euro 6.4 million in current financial payables referring to the present value of lease and sublease fees.

Net financial position of the Parent Company

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF IL SOLE 24 ORE S.p.A.		
Euro thousands	31.12.2023	31.12.2022
A. Cash	18	31
B. Cash equivalents	65,041	47,567
C. Other current financial assets	3,106	3,975
D. Liquidity (A + B + C)	68,166	51,573
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(16,081)	(12,585)
G. Current financial debt (E + F)	(24,179)	(26,667)
H. Current net financial position (G + D)	43,987	24,906
I. Non-current financial payable	(33,636)	(35,477)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(76,899)	(78,417)
M. Net financial position (H + L)	(32,912)	(53,511)

The **Parent Company's net financial position** at 31 December 2023 was negative by Euro 32.9 million and compares with a negative Euro 53.5 million at 31 December 2022, an improvement of Euro 20.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments under contracts for offices, broadcasting equipment and cars totalling Euro 33.6 million (Euro 34.5 million at 31 December 2022) in application of IFRS 16.

The Company's current net financial position at 31 December 2023 was a positive Euro 44.0 million (positive Euro 24.9 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan – Via Monte Rosa office. Current financial receivables include Euro 0.9 million in application of IFRS 16. Current financial payables deriving from the present value of lease payments in application of IFRS 16 amounted to Euro 6.2 million.

The past due debt positions of the Company and the Group, broken down by type (financial, commercial, tax, social security and employee) and any related creditor reaction initiatives (reminders, injunctions, suspension of supplies, etc.)

Past due debt positions of the 24 ORE Group broken down by type at 31 December 2023

PAST DUE DEBT POSITIONS OF THE 24 ORE GROUP									
values in Euro thousands	Breakdown of payables by days past due								total past due
	0-30	31-60	61-90	91-120	121-150	151-180	181-210	Over 210	
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	737	174	82	25	22	31	1	620	1,692
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	737	174	82	25	22	31	1	620	1,692

Past due debt positions of Il Sole 24 ORE S.p.A. broken down by type at 31 December 2023

PAST DUE DEBT POSITIONS OF IL SOLE 24 ORE S.p.A.									
values in Euro thousands	Breakdown of payables by days past due								total past due
	0-30	31-60	61-90	91-120	121-150	151-180	181-210	Over 210	
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	659	162	75	19	22	32	1	550	1,521
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	659	162	75	19	22	32	1	550	1,521

The past due debt positions of the 24 ORE Group and the Parent Company Il Sole 24 ORE S.p.A. refer to trade payables. In January, February and March 2024, past due positions that were subject to payment, including by way of financial offsetting, amounted to approximately Euro 860 thousand for the Group (of which Euro 758 thousand relating to the Parent Company), while a further Euro 155 thousand (Euro 149 thousand for the Parent Company) is expected to be paid by future offsetting with receivables due from the same parties.

With regard to amounts past due for more than 210 days, this amount includes suppliers blocked due to legally disputed claims (Euro 336 thousand) or disputes (Euro 110 thousand at Group level, of which Euro 68 thousand relating to the Parent Company) and trade payables for which the Group believes that payment is not due.

With regard to legal disputes, the following is reported with regard to the most significant position (Euro 301 thousand). On 29 April 2021, a summons was served to the Court of Milan for the resumption of an injunction, issued in 2018 by the Court of Rome and then, by judgement no. 1547/2021 of 28 January 2021, revoked by the same Court which had declared itself not to have territorial jurisdiction. On 25 July 2022, the Court of Milan dismissed the counterparty's claims, awarding the costs of the litigation. On 27 February 2023, the other party served a writ of summons on appeal against the aforementioned judgement of the Court of Milan, setting the first appearance hearing for 22 June 2023 and after the hearing, the panel adjourned the case to 5 December 2023 for closing arguments. At the hearing on 5 December 2023, the panel set the procedural deadlines for the filing of closing arguments. On 23 February, the Company filed its reply brief; the publication of the ruling is pending.

As far as creditor initiatives are concerned, it is noted that the reminders received are part of normal administrative operations. At the date of this Annual Report at 31 December 2023, there is no evidence of any

further injunctions received in relation to the above debt positions and no suspensions in supply have been implemented that would compromise normal business operations.

The main changes in the related party transactions of this Company and Group since the last annual or half-yearly financial report approved in accordance with article 154-ter of the Consolidated Law on Finance (TUF) are as follows

TRANSACTIONS WITH RELATED PARTIES – CONSOLIDATED AT 31 December 2023								
Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(186)	-	-	(219)	-	-
Other related parties	570	-	(26)	-	564	(285)	-	-
Total other related parties	570	-	(1,675)	-	564	(4,323)	-	-
Total related parties	1,192	-	(1,675)	-	1,766	(4,323)	-	-

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space.

Revenues relate primarily to the sale of advertising space in proprietary publications and subscriptions to the newspaper.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the

Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

TRANSACTIONS WITH RELATED PARTIES – PARENT COMPANY AT 31 December 2023								
Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
24 ORE Cultura S.r.l.	1,311	-	(737)	(3,337)	1,089	(1,011)	-	(200)
Il Sole 24 ORE Eventi S.r.l.	829	-	(550)	(4,221)	1,514	(3,693)	-	(172)
Il Sole 24 ORE UK Ltd	-	-	(678)	-	-	(440)	-	-
Il Sole 24 ORE U.S.A. Inc	-	-	(258)	-	41	(449)	-	-
Total Subsidiaries	2,139	-	(2,223)	(7,558)	2,643	(5,594)	-	(372)
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(169)	-	-	(198)	-	-
Other related parties	570	-	(26)	-	564	(135)	-	-
Total other related parties	570	-	(1,659)	-	564	(4,151)	-	-
Total related parties	3,331	-	(3,881)	(7,558)	4,409	(9,746)	-	(372)

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space in its proprietary publications;
- receivables for corporate services;
- receivables for advertising space brokerage activities;
- receivables from tax consolidation and VAT.

Trade payables/other payables mainly refer to:

- payables to the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- payables to the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the organization of events on behalf of the Parent Company;
- trade payables for services to Il Sole 24 ORE U.S.A. Inc.;
- payables for services and editorial services;
- payables for the purchase of information;
- payables from tax consolidation and VAT consolidation.

Financial payables relate to current account relations with the subsidiary 24 ORE Cultura S.r.l. and the subsidiary Il Sole 24 ORE Eventi S.r.l.

Operating revenues and income mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space in its proprietary publications;
- debit of centralized services to Group companies.

Costs mainly refer to:

- contractual agreement with the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- contractual agreement with the subsidiary Il Sole 24 ORE U.S.A Inc. for the provision of services;
- contractual agreement with the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the sale of advertising space and for its share of the sponsorship of events.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

There have been no changes in existing contractual relationships since the situation relating to the last approved Half-Yearly Financial Report.

Non-compliance with covenants, negative pledges and any other clause of the Group's debt that imposes restrictions on the use of financial resources, with an indication of the degree of compliance with these clauses at the date of the financial statements

Until 23 November 2023, the Company had a securitization programme in place, created by the vehicle company Monterosa SPV S.r.l. and structured by Banca IMI S.p.A. as arranger, whose maximum total amount that could be financed was Euro 50.0 million.

On 23 November 2023, the Company terminated the securitization transaction, carried out by the special purpose vehicle Monterosa SPV S.r.l., early, and at the same time started a new securitization transaction, carried out by the special purpose vehicle Manno SPV S.r.l., structured by Banca IntesaSanpaolo S.p.A., whose maximum total amount that can be financed is Euro 15.0 million.

The programme provides for the ongoing monthly transfer of portfolios of the Company's trade receivables to Manno SPV, on a definitive non-recourse (i.e., without a guarantee of the transferred debtors' solvency) basis, with automatic renewal until November 2028.

The securitization contract does not provide for financial covenants but does provide for causes of impediment to the acquisition of the Company's portfolios of receivables, which, if not remedied, could result in the termination of the contract.

Any termination of the securitization transaction would impact the Group's financial operations if the Company is unable to fund itself through commercial net working capital leverage, or unable to raise additional capital and credit resources.

As part of the revision of credit lines carried out in November 2023, the Company also obtained two revocable credit lines of Euro 10 million each from two different credit institutions, for the potential assignment of receivables with payment methods via SDD.

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements with Goldman Sachs International, MPS Capital Services and Banca Popolare di Sondrio functional to the issuance of a non-convertible senior unsecured bond for a principal amount of Euro 45 million and a duration of 7 years, with bullet repayment at maturity, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933.

The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The bonds are governed by English law save in respect of matters governed by Italian law and are listed from 29 July 2021 on the "Euro MTF" multilateral trading facility of the Luxembourg Stock Exchange. The notes representing the bond have not been assigned a rating. On 1 November 2021, the bonds were also listed on the "ExtraMOT PRO" multilateral trading facility of Borsa Italiana S.p.A., under the same terms and conditions.

The regulation of the bond requires compliance with a covenant on an incurrence basis relating to the ratio between the net financial position and *EBITDA* of the 24 ORE Group, applicable only in the case of any new debt.

The terms and conditions of the bond also include clauses that are standard practice for this type of transaction, such as: negative pledge, *pari passu*, change of control, and some specific provisions that provide for optional and/or mandatory early repayment upon the occurrence of certain events. Further details regarding the terms and conditions of this bond issue are available in the "Listing Particulars" document dated 29 July 2021 and available on the Company's website.

The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

The status of implementation of the business plan, highlighting any deviations from the actual figures compared to those forecast.

On 21 February 2023, the Company's Board of Directors approved the 2023-2026 Plan, which confirms the strategic direction of the previous 2022-2025 Plan, updated in its development also in light of the changed market environment.

Below is a comparison of the 2023 consolidated economic results with the 2023 forecast figures of the 2023-2026 Plan.

FINAL 2023 VS PLAN 2023		
Euro millions	FY 2023	Plan 2023
Revenues	215	220
EBITDA	31	24
EBIT	14	9

In a context that continues to be characterized by elements of uncertainty, the 24 ORE Group recorded revenue growth that was lower than expected, mainly due to a slower post-pandemic recovery in the activities of the subsidiary 24 ORE Cultura S.r.l. However, EBITDA for the year 2023 was higher than expected thanks to the limitation of all cost items, as well as an improved price trend for utilities and raw materials compared to 2023 - 2026 Plan forecasts, and higher revenues.

EBIT for 2023, which improved compared to what is set forth in the 2023-2026 Plan, takes into account, in addition to what is mentioned above with respect to EBITDA, an asset write-down of Euro 3.1 million based on the results of the impairment test, lower depreciation and amortization as a result of the rescheduling of investments planned in the 2023-2026 Plan and a higher capital gain relating to the sale of production sites.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement;
- ✓ product and process digitalization;
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

With respect to the results for the year 2023, the results for the first year of the plan are also affected by changes in the regulatory environment, in terms of both revenues and costs, such as the elimination of the legal advertising obligation for the publication of notices and calls for tender by the Public Administration as of 1 January 2024 and the renewal of the national collective labour agreement for employees of printing and publishing companies, as well as higher costs to support revenue growth and technological innovation initiatives.

The main forecast economic indicators expected in the 2024-2027 Plan are shown below:

2024-2027 PLAN		
Euro millions	Plan 2024	Plan 2027
Revenues	219	236
EBITDA	25	33
EBIT	8	15

The main forecast economic indicators expected in the previous 2023-2026 Plan are shown below:

2023-2026 PLAN		
Euro millions	Plan 2023	Plan 2026
Revenues	220	250
EBITDA	24	44
EBIT	9	23

It should be noted that the forward-looking figures represented in the 2024-2027 Plan are strategic objectives established as part of corporate planning. The development of the Plan was based on, among other things: (i) general and hypothetical assumptions, as well as discretionary assumptions, and (ii) a series of estimates and hypotheses relating to the implementation by the directors of specific actions to be undertaken in the reference time period, or relating to future events that the directors can only partially influence and that may not occur or may vary during the plan period.

The achievement of the objectives and the achievement of the results envisaged by the 2024-2027 Plan depend not only on the actual achievement of the volume of revenues indicated, but also on the effectiveness of the actions identified and the timely implementation of such actions and the continuous evolution of the macroeconomic and geopolitical scenario.

If the Group's results were to differ significantly from those forecast in the 2024-2027 Plan, there could be adverse effects on the Group's financial position and prospects.

The Group constantly monitors both the performance of the reference markets in relation to the assumptions of the Plan and any repercussions that may arise from the evolution of the geopolitical and macroeconomic context, and the implementation of the actions set forth in the 2024-2027 Plan, while maintaining proactive and constant attention to the containment of all costs and the identification of initiatives that can further mitigate the risk linked to revenues to protect profitability and expected cash flows.

Milan, 27 March 2024

Chairperson of the Board of Directors
Edoardo GARRONE

24 ORE

Financial Statements of
Il Sole 24 ORE S.p.A. at 31
December 2023

FINANCIAL STATEMENTS**Statement of Financial Position****STATEMENT OF FINANCIAL POSITION – IL SOLE 24 ORE S.p.A.**

Values in Euro	Notes (*)	31.12.2023	31.12.2022
ASSETS			
Non-current assets			
Property, plant and equipment	(1)	37,528,751	43,992,986
Goodwill	(2)	15,469,511	15,469,511
Intangible assets	(3)	23,667,162	26,298,759
Investments in associates and joint ventures	(4)	116,024	300,000
Non-current financial assets	(5)	828,026	772,490
Other non-current assets	(6)	18,374,624	18,508,450
Deferred tax assets	(7)	11,023,851	14,147,164
Total		107,007,949	119,489,360
Current assets			
Inventories	(8)	1,474,327	1,753,527
Trade receivables	(9)	64,686,542	62,261,584
Other receivables	(10)	2,713,687	1,323,709
Other current financial assets	(11)	3,106,352	3,975,156
Other current assets	(12)	6,034,155	5,647,255
Cash and cash equivalents	(13)	65,059,560	47,597,959
Total		143,074,623	122,559,191
Assets available for sale		-	-
TOTAL ASSETS		250,082,573	242,048,551

(*) Section 8 of the Notes to the Financial Statements.

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of Il Sole 24 ORE S.p.A. are reported in point 9.2 and detailed in point 9.7.

STATEMENT OF FINANCIAL POSITION – IL SOLE 24 ORE S.p.A. (CONTINUED)

Values in Euro	Notes (*)	31.12.2023	31.12.2022
EQUITY AND LIABILITIES			
EQUITY AND LIABILITIES			
Equity	(14)		
Share capital	(15)	570,125	570,125
Capital reserves	(16)	19,452,010	19,452,010
Other reserves	(17)	(3,305,651)	(3,894,110)
Profits (losses) carried forward	(18)	(826,029)	(826,029)
Profit (loss) for the year	(19)	7,707,675	623,172
Total equity		23,598,129	15,925,166
Non-current liabilities			
Non-current financial liabilities	(20)	76,899,444	78,416,994
Employee benefits	(21)	9,031,266	10,159,475
Deferred tax liabilities	(7)	3,089,883	4,254,102
Provisions for risks and charges	(22)	7,607,836	6,650,897
Other non-current liabilities	(23)	7,439,317	6,560,613
Total		104,067,745	106,042,080
Current liabilities			
Bank overdrafts and loans - due within one year	(24)	8,097,523	14,081,356
Other current financial liabilities	(25)	16,081,389	12,585,425
Trade payables	(26)	80,961,328	73,316,535
Other current liabilities	(27)	30	719,080
Other payables	(28)	17,276,429	19,378,908
Total		122,416,699	120,081,304
Liabilities available for sale		-	-
Total liabilities		226,484,444	226,123,384
TOTAL EQUITY AND LIABILITIES		250,082,573	242,048,551

(*) Section 8 of the Notes to the Financial Statements.

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of Il Sole 24 ORE S.p.A. are reported in point 9.2 and detailed in point 9.7.

Statement of profit (loss) for the year

STATEMENT OF PROFIT (LOSS) – IL SOLE 24 ORE S.p.A.

Values in Euro	Notes (*)	FY 2023	FY 2022
1) Continuing operations			
Revenues	(29)	196,258,724	194,083,740
Other operating income	(30)	9,031,095	8,805,502
Personnel costs	(31)	(67,870,518)	(71,890,108)
Change in inventories	(7)	(279,200)	761,125
Purchases of raw and consumable materials	(32)	(4,284,734)	(5,227,730)
Costs for services	(33)	(88,595,522)	(84,749,476)
Costs for rents and leases	(34)	(6,503,671)	(6,004,893)
Other operating expenses	(35)	(2,097,550)	(2,061,424)
Allocations	(22)	(3,436,503)	(1,733,427)
Bad debt	(5.9)	(653,576)	(2,408,882)
Gross operating margin		31,568,545	29,574,428
Amortization of intangible assets	(3)	(7,237,030)	(7,718,042)
Depreciation of tangible assets	(1)	(7,259,731)	(8,103,650)
Change in value of tangible and intangible assets	(36)	(3,000,000)	(3,912,193)
Gains/losses on disposal of non-current assets	(37)	1,652,630	84,690
Operating profit (loss)		15,724,415	9,925,233
Financial income	(38)	1,866,428	609,377
Financial expenses	(38)	(5,785,412)	(4,818,653)
Total financial income (expenses)		(3,918,984)	(4,209,276)
Other income (expenses) from investment assets and liabilities	(39)	(807,986)	1,384,198
Profit (loss) before taxes		10,997,444	7,100,156
Income taxes	(40)	(3,289,769)	(6,476,984)
Profit (loss) from continuing operations		7,707,675	623,172
2) Assets held for sale			
Profit (loss) from assets held for sale		-	-
Net profit (loss)	(19)	7,707,675	623,172

(*) Section 8 of the Notes to the Financial Statements.

■ Statement of comprehensive income

IL SOLE 24ORE S.p.A. INCOME STATEMENT		
Values in Euro	FY 2023	FY 2022
Net profit (loss)	7,707,675	623,172
Other components of comprehensive income		
Other components of comprehensive income that can be reclassified to the statement of comprehensive income	-	-
Other non-reclassifiable components of the statement of comprehensive income	(34,713)	1,451,234
Actuarial gains (losses) on defined-benefit plans	(34,713)	1,451,234
Other components of comprehensive income, net of tax effects	(34,713)	1,451,234
Total comprehensive income (expense)	7,672,962	2,074,406

(*) Section 8 of the Notes to the Financial Statements.

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of Il Sole 24 ORE S.p.A. are reported in point 9.2 and detailed in point 9.2.

Income components arising from non-recurring events or transactions, i.e. transactions or events that do not recur frequently, are also reported in point 9.7.

Statement of cash flows

STATEMENT OF CASH FLOWS – IL SOLE 24 ORE S.p.A.			
Euro thousands	Notes (*)	FY 2023	FY 2022
Profit (loss) before taxes from continuing operations attributable to the Group [a]		10,997	7100
Adjustments [b]		22,418	19,972
Amortization/Depreciation	(1.3)	14,497	15,822
Gain/loss on disposal of assets	(37)	(1,653)	(85)
Effect of valuation of investments	(4.5)	808	(3,451)
Allocation (release) provisions for risks and charges	(22)	1,836	6
Restructuring expenses		(449)	(555)
Provision for employee benefits	(21)	460	114
Impairment of tangible and intangible assets	(36)	3,000	3,912
Financial income and expenses	(38)	3,919	4,209
Changes in operating net working capital [c]		(2,289)	6,182
Change in inventories	(8)	279	(761)
Change in trade receivables	(9)	(3,514)	2,234
Change in trade payables	(26)	7,645	11,249
Income taxes paid		(1,171)	(477)
Other changes in net working capital		(5,528)	(6,063)
Total cash flow from operating activities [d=a+b+c]		31,126	33,254
Cash flow from investing activities [e]		1,232	(5,533)
Investments in intangible and tangible assets	(1.3)	(8,452)	(7,439)
Proceeds from the sale of intangible and tangible assets		7,112	86
increase from investment in associates		-	(300)
Change in receivables guaranteeing financial payables		2,171	2,171
Security deposits	(6)	(23)	8
Other changes in investing activities		424	(60)
Cash flow from financing activities [f]		(14,896)	(10,739)
Net financial interest paid	(38)	(4,558)	(3,965)
Change in short-term bank loans		(8,155)	(3,870)
Changes in other financial payables and receivables		2,639	394
Change in payables IFRS 16		(4,822)	(3,298)
Financial resources generated in the year [g=d+e+f]		17,462	16,981
Cash and cash equivalents at the beginning of the year		47,598	30,616
Cash and cash equivalents at the end of the year		65,060	47,598
Increase (decrease) for the year		17,462	16,981

Pursuant to Consob Resolution no. 15519 of 27 July 2006, the effects of transactions or positions with related parties on the statement of financial position, statement of comprehensive income and statement of cash flows of Il Sole 24 ORE S.p.A. are reported in point 9.2 and detailed in point 9.7.

Statement of changes in Equity

IL SOLE 24 ORE SPA - STATEMENT OF CHANGES IN EQUITY

Euro thousands	Share capital	Capital reserves - Share premium re- serves	Legal reserve	Merger surplus	Employee severance indemnity (TFR) re- serve - IAS adjustment	Non- distributable reserve from rev. of equity in- vestments	Profits (loss- es) carried forward	Profit (loss) for the year	Total equity
Notes (*)	(15)	(16)	(17)	(18)	(17)		(18)	(19)	(14)
Balance at 31 December 2021	570	19,452	-	-	(5,345)	-	20,195	(21,021)	13,851
Actuarial adjustment TFR					1,451				1,451
Net result for the year	-	-	-	-	-	-	-	623	623
Total income/expenses for the year	-	-	-	-	1,451	-	-	623	2,074
Change in profit (loss) 2021							-	(21,021)	21,021
Balance at 31 December 2022	570	19,452	-	-	(3,894)	-	(826)	623	15,925
Actuarial adjustment TFR					(35)				(35)
Net result for the year	-	-	-	-	-	-	-	7,708	7,708
Total income/expenses for the year	-	-	-	-	(35)	-	-	7,708	7,673
Change in profit (loss) 2022			114			509	(0)	(623)	-
Balance at 31 December 2023	570	19,452	114	-	(3,929)	509	(826)	7,708	23,598

(*) Section 8 of the Notes to the Financial Statements.

Milan, 27 March 2024

Chairperson of the Board of Directors
Edoardo GARRONE

NOTES TO THE FINANCIAL STATEMENTS

1. General information

Il Sole 24 ORE S.p.A., the parent company of the 24 ORE Group, acts both as a holding company, holding controlling stakes in Group companies, and as an operating company, in the economic and financial information market, directing its offer to the general public, professional categories, businesses and financial institutions.

The registered and administrative office of the Parent Company is in Milan, Viale Sarca 223. Confindustria holds control of the Parent Company.

The share capital of the Parent Company amounts to Euro 570,124.76, represented by 65,345,797 shares. At 31 December 2023, the total shares are broken down as follows:

- 9,000,000 ordinary shares held by Confindustria, equal to 13.77% of the total number of shares;
- 56,345,797 special category shares listed on the MTA Standard Segment (Class 1) of Borsa Italiana S.p.A., equal to 86.23% of the total number of shares, of which 37,995,082 held by Confindustria, equal to 71.918% of the share capital, 18,020,513 held by other shareholders and 330,202 treasury shares.

The special category shares of Il Sole 24 ORE S.p.A. are currently listed on the MTA in the Standard Segment (Class 1) of Borsa Italiana S.p.A..

SHARE IDENTIFICATION CODES	
Name	Il Sole 24 ORE S.p.A.
ISIN Code	IT0005283111
Reuters Code	S24.MI
Bloomberg Code	S24: IM

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements functional to the issuance of an unsecured, non-convertible bond for a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933. The bond is currently listed on the following multilateral trading facilities:

- Euro MTF of the Luxembourg Stock Exchange;
- ExtraMOT PRO of Borsa Italiana S.p.A..

BOND LOAN IDENTIFICATION CODES	
Name	Il Sole 24 ORE S.p.A.
ISIN Code	XS2355600110
Refinitiv LU Code	XS2355600110=LU
Refinitiv MI Code	XS235560011=MI

The 2023 Annual financial report, comprising the Group's annual consolidated financial statements for the period ended 31 December 2023, the report on operations and the certification required by article 154-*bis*, paragraph 5 of Legislative Decree no. 58/1998 (Consolidated Law on Finance), in accordance with the provisions of article 154-*ter*, paragraph 1 of Legislative Decree 58/1998 (Consolidated Law on Finance), was authorized for publication by the Board of Directors on 27 March 2024.

2. Form, content and international accounting standards

These separate financial statements have been prepared on a going concern basis and in accordance with the recognition and measurement criteria established by the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as integrated by the relevant interpretations (Standing Interpretations Committee - SIC and IFRS Interpretations Committee - IFRIC), approved and published by the International Accounting Standards Board - IASB, and endorsed by Regulation (EC) no. 1126/2008 of the European Commission and subsequent amendments and additions.

Regulation (EC) no. 1126/2008 of the European Commission and subsequent amendments and additions adopts international accounting standards in accordance with Regulation (EC) no. 1606/2002 of the European Parliament and of the Council, implemented by Legislative Decree no. 38 of 28 February 2005 "Exercise of the options provided for by article 5 of Regulation (EC) no. 1606/2002 on international accounting standards" (Legislative Decree 38/2005).

The international accounting standards applied to the financial statements for the year ended 31 December 2023 and comparative figures for the year ended 31 December 2022 are those endorsed by the European Commission at the reporting date.

The presentation currency of these financial statements is the Euro and the amounts are expressed in thousands of Euro, except where expressly indicated.

3. Financial Statements

The company Il Sole 24 ORE S.p.A. has prepared a Statement of financial position that classifies current and non-current assets and current and non-current liabilities separately.

For each asset and liability item that includes both amounts due within twelve months of the reporting date and amounts due beyond twelve months, the amount expected to be recovered or settled beyond twelve months has been indicated.

All revenue and expense items recognized in the year, including financial expenses, changes in the value of equity investments in joint ventures measured at fair value, tax expenses and a single amount relating to total discontinued operations, are presented in the Statement of Profit (Loss) for the year, which immediately precedes the Statement of Comprehensive Income.

The Statement of Comprehensive Income begins with profit or loss for the period and presents the Other Comprehensive Income section, the total other comprehensive income, and the total comprehensive income (expense), which is the total of profit or loss for the period and other comprehensive income.

Items that are recognized outside profit (loss) for the current year on specific provision of certain IAS/IFRS are presented in the Other Comprehensive Income section of the Statement of Comprehensive Income.

The Other Comprehensive Income section of the Statement of Comprehensive Income presents the items relating to the amounts of Other Comprehensive Income for the year, classified by nature and grouped into those which, in accordance with the provisions of other IAS/IFRS:

- will not be reclassified subsequently to profit (loss) for the year;
- will subsequently be reclassified to profit (loss) when certain conditions are met.

Other comprehensive income components that may be reclassified to profit (loss) for the year are:

- the effective portion of gains and losses on hedging instruments in a cash flow hedge;

- gains and losses on the restatement of financial assets available for sale.

Other comprehensive income components that cannot be reclassified to profit or loss are actuarial gains and losses from defined benefit plans.

Items in the Other Comprehensive Income section of the Statement of Comprehensive Income are presented gross of the related tax effects, with a single figure relating to the aggregate amount of tax relating to those items. The tax is allocated between items that could be subsequently reclassified to profit or loss and those that will not be subsequently reclassified to profit or loss.

The classification used for the Statement of Profit (Loss) for the year is by nature.

It should be noted that in these financial statements, unless otherwise specified, the term Income Statement refers to the Statement of Profit (Loss) for the year.

Information on cash flows is provided in the Statement of Cash Flows, which is an integral part of these financial statements.

The method used to present cash flows is the indirect method, whereby the result for the year is adjusted for effects of:

- changes in inventories, receivables and payables generated by operating activities;
- non-monetary transactions;
- all other items the monetary effects of which are cash flows from investing or financing activities.

A reconciliation between the amounts relating to the components of cash and cash equivalents in the Statement of Cash Flows and the equivalent items shown in the Statement of Financial Position is provided in the notes.

The statement showing the net financial position has been prepared on the basis of the "*ESMA update of the CESR recommendations. The consistent implementation of Commission Regulation (EC) No 809/2004 implementing the Prospectus Directive*" of 20 March 2013 (formerly CESR Recommendation 05-054b of 10 February 2005). The table shows a breakdown of its main components and an indication of payables to and receivables from related parties.

The statement of changes in equity shows:

- the total Statement of Comprehensive Income for the year;
- for each Equity item, any effects of retrospective application or retrospective restatement recognized in accordance with *IAS 8 Accounting Standards, Changes in Accounting Estimates and Errors*;
- for each Equity item, a reconciliation between the book value at the beginning and end of the year, showing separately the changes resulting from:
 - profit or loss;
 - other components of comprehensive income;
 - any transactions with shareholders, with separate indication of contributions from shareholders and distributions of equity to shareholders.

For each component of equity, the statement of changes in equity also presented an analysis of Other comprehensive income by element.

In addition, equity items are presented analytically with specific reference to their origin and possibility of utilization and distribution, as well as their utilization in previous years.

At the end of the Statement of Financial Position, the Statement of Profit (Loss) for the year, the Statement of Comprehensive Income and the Statement of Cash Flows, reference is made to a specific para-

graph where, in a table, the sub-items relating to the amounts of positions or transactions with related parties are presented, indicating the effects on the Company's financial position, profit or loss for the year and cash flows.

The sub-items relating to any income components deriving from events or transactions the occurrence of which is not recurring are indicated separately in the cost or revenue items to which they refer, with an indication of the effects on the Company's financial position, income statement and cash flows, and are reported in the format drafted pursuant to Consob Resolution 15519 of 27 July 2006.

A specific table, which is an integral part of these financial statements, lists the companies in which the Parent Company holds a controlling interest, indicating their name, registered office, share capital and shares held directly or indirectly.

The Notes are presented in a systematic manner. In the Statement of Financial Position, the Statement of Profit (Loss) for the year, the Statement of Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity, reference is made to the detailed disclosures in the Notes to the Financial Statements.

Comparative information from the prior year is provided for all amounts shown in these financial statements for the current year. Comparative information is also provided in the notes, if this is relevant to understand of the financial statements for the current year.

The presentation and classification of items in the financial statements are maintained from one year to the next except as noted in paragraph 5. Changes in accounting standards, errors and changes in estimates.

Where the presentation or classification of items in the financial statements has changed, the comparative amounts have been restated accordingly, indicating the nature, amount and reasons for the reclassification.

4. Measurement criteria

The financial statements of the company Il Sole 24 ORE S.p.A. were prepared in accordance with international accounting standards and in application of the provisions of Legislative Decree no. 38/2005.

This section provides a summary of significant international accounting standards applied, indicating the basic recognition and measurement criteria adopted in the preparation of the financial statements and other international accounting standards used that are significant for understanding the financial statements.

Non-current assets

Property, plant and equipment

Tangible assets relate to property, plant and equipment held for use in production, for the supply of goods and services and for administrative purposes, which are expected to be used for more than one financial year. Only items that are likely to generate future economic benefits and the cost of which can be reliably determined are recognized as such. Spare parts that meet the definition of property, plant and equipment are also recognized as such.

Tangible assets are initially recognized at cost, which is the amount of cash or cash equivalents paid or the fair value of other consideration given at the time of purchase.

The cost includes the purchase or manufacturing price, ancillary expenses and any directly attributable costs to bring the asset to the location and condition necessary for operation.

After initial recognition, the cost method was adopted, under which tangible assets are recognized in the financial statements at cost less accumulated depreciation and impairment losses.

The cost of each item of property, plant and equipment, having a residual value of zero, is depreciated on a systematic basis over its useful life. Depreciation begins when the asset is available for use.

Land has an unlimited useful life and therefore is not depreciated.

Tangible assets not yet available for use are not depreciated.

Depreciation ends on the later of the date on which the tangible asset is classified as held for sale (see Non-current assets classified as held for sale) and the date on which the asset is derecognized.

Depreciation does not cease when the tangible asset remains unused.

A tangible asset is derecognized on disposal or when no future economic benefit is expected from its use or disposal.

The period and method of depreciation of each item of tangible assets are reviewed at the end of each reporting year.

At each reporting date, it is verified whether there is an indicator that tangible assets may have been impaired. If there is any such indication, the recoverable amount of the tangible asset is estimated.

The impairment test is carried out by comparing the book value of the tangible asset with its recoverable amount.

The recoverable amount is the higher of the fair value of the tangible asset, less costs to sell, and its value in use.

Fair value is the price that would be received to sell the asset in a regular transaction between market participants at the measurement date.

The value in use is calculated by discounting to present value the expected cash flows to be derived from the tangible asset subject to impairment test.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the asset is estimated.

The reversal of an impairment loss on a tangible asset that was impaired in previous years is made only if there is a change in the valuations used to determine the recoverable amount of the asset. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the net book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses of tangible assets are recognized in the income statement.

Rights of use are not shown separately in the statement of financial position, but in the same line item in which the corresponding underlying assets would be shown if they were owned; therefore, they are included in the item Property, plant and equipment. In particular, rights of use were recognized relating to the rental of hardware and cars, the lease of space and areas for the positioning of radio broadcasting equipment owned by the Company.

The Company assesses when entering into a contract whether it is, or contains, a lease. In other words, if the contract confers the right to control the use of an identified asset for a period of time in exchange for consideration. For each contract, it is necessary to verify the existence or otherwise of a lease through the following steps:

- identification of the asset;
- verification of the economic benefits from the use of the asset;
- control - use of the asset.

The Company will also make use of the exceptions proposed by the standard on lease agreements for which the terms of the lease agreement expire within 12 months from the date of initial application and on lease agreements for which the underlying asset has a value less than as required by the new standard (USD 5 thousand).

The Company recognizes right-of-use assets on the start date of the lease (i.e. the date on which the underlying asset is available for use). Right-of-use assets are measured at cost, less accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred and lease payments made on or before the start of the lease, net of any incentives received. Following initial recognition, the right of use is depreciated over the duration of the contract or, if shorter, over the useful life of the asset.

The cost of the right-of-use asset also includes an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset and restoring the site on which it is located or restoring the underlying asset under the terms and conditions of the lease, unless such costs are incurred in producing inventories. The lessee incurs the obligation for those costs either at the commencement date or as a consequence of having used the underlying asset during a given period. The Company's leases do not contain an obligation to dismantle, remove the underlying asset or an obligation to restore the site where the asset is located or restore it to a specified condition.

Right-of-use assets are subject to impairment testing.

Government contributions

Government contributions, including non-monetary contributions at fair value, are not recognized until there is reasonable assurance that the conditions for obtaining them will be met and that they will actually be received.

Government contributions obtained in relation to tangible assets are recognized as deferred revenues (deferred income) and recorded in the income statement under *Other operating income* on a systematic and rational basis that allocates them appropriately over the useful life of the asset.

Government contributions to compensate for costs or losses already incurred or collectible to provide immediate financial support, without related future costs, are recognized in the income statement as income in the period in which they become receivable.

The benefits from a government loan with a below-market interest rate have been recognized as government contributions, in accordance with the principles specified above. These benefits were determined by measuring the difference between the initial book value of the loan, calculated using the amortized cost method, and the consideration received.

Business Combinations and Goodwill

Business combinations

All business combinations, included in the scope of application of IFRS 3 Business Combinations, are accounted for by applying the acquisition method.

The excess of the fair value of the consideration transferred, including the fair value of any contingent consideration and the proportionate share of any minority interest in the acquiree to which the existing equity instruments entitle, over the acquisition-date fair value of the identifiable assets acquired and liabilities assumed, is recognized as goodwill.

Costs incurred to effect the business combination are recognized as expenses in the periods in which they are incurred, except for costs related to the issuance of debt securities, which are recognized as an increase in the fair value of those debt securities, and costs related to the issuance of equity securities, which are recognized as a decrease in equity.

The contingent consideration, if any, is an obligation for the acquirer to transfer additional assets or interests to the former owners of the acquiree as part of the business combination agreement if specified future events occur or specified conditions are met. If the contingent consideration is classified as equity, it shall not be recalculated and its subsequent settlement shall be accounted for in equity. If, on the other hand, it is classified as a liability, subsequent changes in the fair value of the contingent consideration are recognized in profit or loss for the year.

For business combinations, the excess of the cost of the business combination over the interest acquired in the net fair value of identifiable and recognizable assets, liabilities and contingent liabilities is recognized as goodwill.

Costs incurred for the business combination are included in the cost of the business combination itself, except for costs related to the issuance of debt securities, which are recognized as an increase in the fair value of those debt securities, and costs related to the issuance of equity securities, which are recognized as a decrease in equity.

Contingent consideration arising from business combinations with an acquisition date up to 31 December 2009 has not been subsequently adjusted. For such combinations, any expected adjustments to the cost of the combination contingent on future events were included in the cost of the combination at the acquisition date only if the adjustments were probable and could be measured reliably.

Goodwill

Goodwill recognized in a business combination is an asset representing the future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the individual cash-generating units or groups of units that are expected to benefit from the synergies of the combination.

The cash-generating units to which goodwill is allocated represent the lowest level within the company at which goodwill is monitored on a management basis, and is never greater than an operating segment, as identified in paragraph 11 Segment Reporting of the 24 ORE Group's consolidated financial statements, prior to aggregation.

The cash-generating units to which goodwill has been allocated are tested annually for impairment and, if there is an indication of impairment, their book value is compared with their recoverable amount.

If specific events or changed circumstances indicate that goodwill may be impaired, tests are performed more frequently. If goodwill is initially recognized in the current year, the impairment test is performed before the end of the current year.

The recoverable amount is the greater of fair value less costs to sell and value in use, calculated by discounting to present value the expected cash flows to be generated by the cash-generating unit subject to impairment testing.

If the recoverable amount of the cash-generating unit is less than its book value, an impairment loss is recognized.

An impairment loss recognized for goodwill cannot be reversed in subsequent years.

If the amount relating to the net fair value of the identifiable assets acquired and liabilities assumed at the acquisition date exceeds the amount of the consideration transferred, as defined under *Business Combinations*, the gain resulting from the purchase at advantageous prices is recognized in the Statement of Profit (Loss) for the year at the acquisition date. This profit is attributed to the parent company.

Temporary differences arising from the difference between the net fair value of the identifiable assets acquired and the identifiable liabilities assumed at the date of acquisition and their value recognized for tax purposes give rise to the recognition of the relevant deferred tax assets and/or liabilities, if the conditions are met.

Intangible assets

Recognized intangible assets are non-monetary assets without physical substance:

- identifiable, i.e. separable or arising from contractual or other legal rights;
- controlled as a result of past events;
- from which future economic benefits are expected for the company;
- the cost of which can be reliably measured.

The initial measurement criterion is cost.

The cost includes the purchase price and any direct costs to prepare the activity for use.

For internally generated intangible assets, the formation process distinguishes between the research and development phases. No intangible assets arising from the research phase are recognized. Intangible assets arising from the development phase are recognized if they meet the criteria for recognition as specified above.

Internally generated trademarks, newspapers and publishing rights are not recognized under intangible assets.

The cost of internally generated intangible assets is represented by the sum of expenses incurred since the date on which the intangible asset first meets the criteria for recognition.

The cost of an internally generated intangible asset comprises all directly attributable costs necessary to create, produce and prepare the asset to be capable of operating in accordance with management's intentions. The directly attributable costs attributed to internally generated intangible assets are essentially the costs of materials and services used or consumed in generating the intangible asset and the personnel costs arising from the generation of the intangible asset.

After initial recognition, the cost method is adopted.

Intangible assets with finite useful life are recognized at cost less accumulated amortization and impairment losses.

The cost of intangible assets with finite useful life, assuming their residual value to be zero, is amortized on a systematic basis over their useful life. Amortization begins when the asset is available for use.

Intangible assets with finite useful life that are not yet available for use are not amortized.

The period and method of amortization of intangible assets with finite useful life are reviewed at the end of each reporting year.

Amortization ends on the later of the date on which the intangible asset is classified as held for sale (see Non-current assets classified as held for sale) and the date on which the asset is derecognized.

An intangible asset is derecognized on disposal or when no future economic benefit is expected from its use or disposal.

Intangible assets with indefinite useful life are not amortized.

An intangible asset has an indefinite useful life when, based on certain determinants, there is no foreseeable limit to the year until which the asset is expected to generate net cash inflows.

Relevant factors that played a significant role in determining the indefinite useful life included:

- the expected use of the asset;
- the typical product life cycles of the asset, also referring to public domain information on estimated useful lives of similarly used asset types;
- technical, technological or any other kind of obsolescence;
- the stability of the economic sector in which the asset operates and changes in demand for the products or services generated by the asset;
- the actions allegedly carried out by competitors;
- the level of maintenance costs necessary to obtain the expected future economic benefits of the asset;
- the period of control over the activity and the legal limits on its use;
- the dependence of the useful life of the asset on the useful life of other assets.

The useful lives of unamortized intangible assets are reviewed at each financial year-end to ascertain whether the above determinants continue to support an indefinite useful life determination.

At each reporting date, it is verified whether there is an indicator that intangible assets may have been impaired.

For intangible assets with indefinite useful life and for those not yet available for use, regardless of whether there are any indications of impairment, there is an annual impairment test.

The impairment test is carried out by comparing the book value of the intangible asset with its recoverable amount.

The recoverable amount is determined with reference to the higher of fair value less costs to sell and value in use, calculated by discounting to present value the expected cash flows to be generated by the intangible asset subject to impairment testing.

If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined. This recoverable amount is then compared with the book value of the same.

If the recoverable amount of an individual intangible asset or cash-generating unit is lower than its book value, an impairment loss is recognized.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the asset is estimated.

The reversal of an impairment loss on an intangible asset that was impaired in previous years is made only if there is a change in the valuations used to determine the recoverable amount of the asset. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses of intangible assets are recognized in the income statement.

Financial assets

Initial recognition and measurement

Upon initial recognition, financial assets are classified according to the subsequent measurement method, as appropriate, i.e. amortized cost, fair value through OCI and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the characteristics of the contractual cash flows of the financial assets and the business model that the Company uses to manage them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied a practical expedient, the Company initially measures a financial asset at its fair value plus transaction costs, in the case of a financial asset not at fair value through profit or loss. Trade receivables that do not contain a significant financing component or for which the Company has applied a practical expedient are measured at the transaction price determined in accordance with IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or at fair value through OCI, it must generate cash flows that depend solely on principal and interest on the amount of principal to be repaid (solely payments of principal and interest - SPPI). This measurement is referred to as the SPPI test and is performed at the instrument level.

The Company's business model for the management of financial assets refers to the way in which it manages its financial assets in order to generate financial flows. The business model determines whether the cash flows will arise from the collection of contractual cash flows, the sale of financial assets or both.

The purchase or sale of a financial asset that requires delivery within a period of time generally established by regulations or market conventions (standardized sale or regular way trade) is recognized on the trade date, i.e. the date on which Company undertakes to purchase or sell the asset.

Subsequent measurement

For the purposes of subsequent measurement, financial assets are classified into four categories:

- Financial assets at amortized cost (debt instruments);
- Financial assets at fair value through other comprehensive income with reclassification of accumulated gains and losses (debt instruments);
- Financial assets at fair value through other comprehensive income without reversal of accumulated gains and losses on derecognition (equity instruments);
- Financial assets at fair value through profit or loss.

1. Financial assets at amortized cost (debt instruments)

This category is the most significant for the Company. The Company measures financial assets at amortized cost if both of the following requirements are met:

- the financial asset is held as part of a business model whose objective is to hold financial assets for the purpose of collecting contractual cash flows; and
- the contractual terms of the financial asset provide for cash flows at certain dates represented solely by payments of principal and interest on the amount of principal to be repaid.

Financial assets at amortized cost are subsequently measured using the effective interest criterion and are subject to impairment. Gains and losses are recognized in the income statement when the asset is derecognized, modified or revalued.

The Company's financial assets at amortized cost include trade receivables, other non-current assets and security deposits.

2. Financial assets at fair value through OCI (Debt instruments)

The Company measures assets from debt instruments at fair value through other comprehensive income if both of the following conditions are met:

- the financial asset is held as part of a business model whose objective is achieved both through the collection of contractual cash flows and through the sale of financial assets; and
- the contractual terms of the financial asset provide for cash flows at certain dates represented solely by payments of principal and interest determined on the amount of principal to be repaid.

For assets from debt instruments at fair value through OCI, interest income, changes in exchange rates and impairment losses, together with reversals, are recognized in the income statement and are calculated in the same way as for financial assets at amortized cost. The remaining changes in fair value are recognized in OCI. Upon derecognition, the cumulative change in fair value recognized in OCI is reclassified to the income statement.

3. Investments in equity instruments

On initial recognition, the Company may irrevocably choose to classify its equity investments as equity instruments recognized at fair value through profit or loss when they meet the definition of equity instruments pursuant to IAS 32 "Financial instruments: Presentation" and are not held for trading. The classification is determined for each individual instrument.

Gains and losses on these financial assets are never reclassified to the income statement. Dividends are recognized as other income in the income statement when the right to payment has been approved, except when the Company benefits from such income as a recovery of part of the cost of the financial asset, in which case such profits are recognized in OCI. Equity instruments recognized at fair value through OCI are not subject to impairment testing.

At 31 December 2022, the Company did not hold any instruments classified in this category.

4. Financial assets at fair value through profit or loss

This category includes assets held for trading, assets designated at the time of initial recognition as financial assets at fair value with changes recognized in the Income Statement, or financial assets that must be measured at fair value. Assets held for trading are all those assets acquired for sale or repurchase in the short term. Derivatives, including those separated, are classified as financial instruments held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not represented solely by principal and interest payments are classified and measured at fair value in the Income Statement, regardless of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be recognized at fair value in the Income Statement upon initial recognition if this results in the derecognition or significant reduction of an accounting mismatch.

Financial instruments at fair value with changes recognized in the income statement are recognized in the statement of financial position at fair value and net changes in fair value are recognized in profit or loss.

This category includes derivative instruments and listed equity investments that the Company has not irrevocably chosen to classify at fair value through OCI. Dividends on listed equity investments are also recognized as other income in the statement of profit/(loss) for the year when the right to payment is established.

Investments in associates and joint ventures

Associates are those over which a significant influence is exercised, although without having control.

A joint venture is a jointly controlled arrangement in which the parties with joint control have rights to the net assets of the arrangement. Joint control is the sharing, on a contractual basis, of control of an arrangement, whereby decisions about significant activities require the unanimous consent of all parties sharing control.

Starting with the current financial year, the Company changed the valuation approach for investments in associates and joint ventures, which were previously accounted for using the fair value method.

Starting from this year, investments in associates and joint ventures are accounted for using the equity method, with the exception of those classified as held for sale, for which reference is made to Non-current assets classified as held for sale.

With the equity method, the investment is initially recognized at cost. Subsequently, the book value is increased or decreased to recognize the investor's share of the investee's profits or losses realized after the acquisition date. The investor's share of the investee company's results for the year is recognized in the investee company's income statement, together with any effects of amortization/depreciation and/or impairment allocated at the time of acquisition and included in the cost value of the investment.

Dividends received from the investee reduce the book value of the investment.

The investor's share of the profits and losses of the subsidiary arising from transactions between the two companies is derecognized.

This change of approach, aimed at bringing the valuation method of the Company's investments in associates and joint ventures into line with that used in the consolidated financial statements and also reducing the subjectivity inherent in the estimation of the fair value of investments in unlisted companies, had no impact on the Company's financial statements as it did not hold this type of investment in the previous year.

Subsequent to the application of the equity method, it is determined at each reporting date whether there is any objective evidence that each related investment is impaired.

If there is an indication of possible impairment, the entire value of the investment is subjected to an impairment test, by comparing its recoverable amount with its book value. The recoverable amount, i.e. the higher of value in use and fair value less costs to sell, is determined for each investment in an associate.

Fair value is the price that would be received to sell the investment in a regular transaction between market participants at the measurement date.

Value in use is calculated by estimating the investor's share of the discounted cash flows expected to be generated by the associate or joint venture, including cash flows from its operating activities and the consideration from the ultimate disposal of the investment.

If the recoverable amount of the associate or joint venture is less than its book value, an impairment loss is recognized.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the investment is estimated.

A reversal of an impairment loss on an investment in an associate or joint venture that was impaired in prior years is made only if there is a change in the valuations used to determine the recoverable amount of the investment. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses on investments in associates are recognized in the income statement.

Non-current financial assets

This category includes investments in other companies over which neither control nor significant influence is exercised.

These investments are initially measured at fair value at the trade date (identifiable with the acquisition cost) net of transaction costs that are directly attributable to the acquisition.

After initial recognition, minority investments are recognized at fair value through profit/(loss) for the year (FVTPL). Therefore, they are measured at fair value, approximated by the value of the Company's share of the investee's equity. The effects of subsequent measurements at fair value are recognized in the income statement.

Dividends from investments in other companies are recognized in *Other income (expenses) from investment assets and liabilities* when the shareholders' right to receive payment is established.

Investments in subsidiaries

Investments in subsidiaries are accounted for using the equity method, with the exception of those classified as held for sale, for which reference is made to Non-current assets classified as held for sale.

With the equity method, the investment is initially recognized at cost. Subsequently, the book value is increased or decreased to recognize the investor's share of the investee's profits or losses realized after the acquisition date. The share of the profit (loss) for the year of the investee of the investor is recognized in the Income Statement of the latter.

Dividends received from the investee reduce the book value of the investment.

The investor's share of the profits and losses of the subsidiary arising from transactions between the two companies is derecognized.

If the share of losses exceeds the book value of the investment, the investor recognizes the additional losses in a provision as a liability only to the extent that it has incurred legal or constructive obligations on behalf of the subsidiary.

Subsequent to the application of the equity method, it is determined at each reporting date whether there is any objective evidence that each related investment is impaired.

If there is an indication of possible impairment, the entire value of the investment is subjected to an impairment test, by comparing its recoverable amount with its book value. The recoverable amount, i.e. the higher of value in use and fair value less costs to sell, is determined for each investment in a subsidiary.

Fair value is the price that would be received to sell the investment in a regular transaction between market participants at the measurement date.

Value in use is calculated by estimating the investor's share of the discounted cash flows expected to be generated by the associate or joint venture, including cash flows from its operating activities and the consideration from the ultimate disposal of the investment.

If the recoverable amount of the cash-generating unit is less than its book value, an impairment loss is recognized.

Impairment losses are recognized immediately in the income statement.

For impairment losses already recognized, at each reporting date, it is verified whether there is an indication that such losses no longer exist or should be reduced. If there is such an indication, the recoverable amount of the investment is estimated.

A reversal of an impairment loss on an investment in a subsidiary that was impaired in prior years is made only if there is a change in the valuations used to determine the recoverable amount of the investment. In this case, the book value is increased to the recoverable amount. This recoverable amount may not exceed the book value that would have been determined had no impairment loss been recognized in prior years.

Reversals of impairment losses on investments in subsidiaries are recognized in the income statement.

Other non-current assets

The following are classified in this category:

- investments in subsidiaries;
- security deposits;
- tax credits awaiting refund;
- receivables with a maturity of more than 12 months.

The initial measurement of tax credits awaiting refund and security deposits is carried out at fair value on the date of trading, net of directly attributable transaction costs.

After initial recognition, both tax credits awaiting refund and security deposits are measured at amortized cost, using the effective interest method, calculated as indicated in the item Other non-current financial assets.

It is determined at each reporting date whether there is any objective evidence that each of the other non-current assets is impaired.

If there is objective evidence of an impairment loss, the amount of the loss is determined.

The amount of the impairment loss is measured as the difference between the book value and the present value of estimated future cash flows discounted at the original effective interest rate of the non-current asset in question.

The amount of the loss is recognized in the income statement.

If, in a subsequent year, the amount of the impairment loss decreases and this decrease is related to an event occurring after the impairment was recognized, the impairment loss is reversed and the related reversal is recognized in the income statement.

Deferred tax assets

Deferred tax assets, or deferred tax liabilities, are portions of income taxes recoverable in future periods relating to:

- deductible temporary differences;
- carry-forward of unused tax losses;
- carry-forward of unused tax credits.

Deductible temporary differences are differences between the book value of an asset or liability recognized in the statement of financial position and its tax base which, in determining taxable profit for future years, will result in deductible amounts when the book value of the asset or liability is realized or settled.

Deferred tax assets are recognized for all deductible temporary differences, tax losses and unused tax credits carried forward, if it is probable that in future years, taxable income will be generated against which such deductible temporary differences can be used.

Deferred tax assets are measured at the tax rates that are expected to apply in the year in which the tax asset is expected to be realized, with reference to the measures in force at the reporting date.

Deferred tax assets are not discounted.

Taxes for deferred tax assets are recognized in the Income Statement, unless the tax arises from a transaction or event recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income or directly in equity, or from a business combination.

Deferred tax assets relating to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income. Taxes for deferred tax assets relating to items credited or debited directly to equity are also credited or debited directly to equity.

In assessing the recoverability of deferred tax assets, the Group relies on the same forward-looking assumptions used elsewhere in the financial statements and other reports on operations, which, among other things, reflect the potential impact of climate-related developments on the business, such as increased production costs as a result of measures to reduce carbon emissions.

Current assets

Inventories

They include goods for sale, such as goods purchased for resale and company products, and goods produced in the ordinary course of business, such as semi-finished or finished products, raw and consumable materials.

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

The cost of inventories includes all acquisition costs, the transformation costs and other costs incurred to take inventories to their current location and state.

The purchase cost is determined on the basis of the price actually incurred, including directly attributable ancillary expenses such as transport and customs duties, net of any trade discounts.

For products already obtained or in the process of being obtained from the manufacturing process, the cost adopted is the manufacturing cost. In determining the manufacturing cost, account is taken of the purchase cost, as stated above, plus production or processing costs, i.e. direct and indirect costs, for the portion reasonably attributable to the product relating to the manufacturing period.

Raw materials and ancillary or consumable materials are measured using the weighted average cost method for the period, which takes into account the value of opening inventories.

If it is no longer possible to measure at cost, determined using the above criteria, due to lower sale prices, deteriorated, obsolete or slow-moving assets, the net realizable value inferred from market trends is used for goods, finished products, semi-finished products and work in progress, and replacement cost for raw, consumable and ancillary materials and purchased semi-finished products.

Net realizable value represents the sale price in the normal course of business, less the costs of completion and direct selling expenses that can reasonably be expected.

Replacement cost represents the cost at which, under normal operating conditions, a particular inventory item can be repurchased or reproduced.

Raw materials are adjusted directly to replacement cost, while finished goods are adjusted to net realizable value through a specific provision for inventory write-downs, which is deducted directly from the nominal value recognized under assets.

Trade receivables

Trade receivables include receivables from customers and advances to suppliers.

Trade receivables are initially measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

After initial recognition, trade receivables are shown at their estimated realizable value. The adjustment of the initial value to the presumed realizable value is obtained by means of a specific bad debt provision, directly deducted from trade receivables.

The adjustment to the estimated realizable value is obtained by adjusting the nominal value of the receivables, taking into account losses due to uncollectability, returns and invoicing adjustments, discounts and allowances not accrued and other causes of reduced realization. Invoicing adjustments also include estimated provisions for books and newspaper copies that will be returned in future years.

If receivables are disposed of definitively (without recourse), they are removed from the financial statements and the gain (or loss) is recognized for the difference between the value received and the value at which they were recognized in the financial statements.

Advances to suppliers refer to advance payments for tangible assets that have not yet been accessed and for services not yet received. The right of access to tangible assets arises when becoming the owner or when the supplier makes them available according to the agreed terms. Services shall be deemed to have been received when they have been performed by the supplier in accordance with a service contract.

Other receivables

Other receivables include the following types:

- Italian and EU VAT credits for which reimbursement has been requested, as well as tax credits for publishing and advance tax payments on employee severance indemnity (TFR);
- prepayments and advances to personnel;
- receivables from others, arising from other transactions that do not generate revenues. This group also includes advances to suppliers for the purchase of tangible and intangible assets.

Other receivables are measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

Current tax assets are also shown in this category if, and only if, the amount already paid for the current and prior years exceeds the amount due.

Other current financial assets

This category includes current account relations between Group companies with a positive balance.

Other current financial assets are measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

Other current assets

Other current assets include accrued income and prepaid expenses.

Accrued income and prepaid expenses relate to portions of income or costs common to two or more years. These measure income and expenses that are recognized in advance or in arrears with respect to the monetary event that gave rise to their recognition. A prerequisite for their recognition is that the amount of such portions of costs or income common to several periods varies over time.

Cash and cash equivalents

They include bank and postal deposits, and cash and cash equivalents.

Bank and postal deposits, cash and cash equivalents in national currency are measured at their nominal value.

The accounts opened for cash and cash equivalents include all changes in figures before the reporting date. Interest and ancillary expenses accrued and due at the reporting date are included even if received after that date.

Remittances of cash received after the end of the year are not taken into account, even if their value date is before that date.

Remittances of cash paid out or arranged after the reporting date are not taken into account.

Non-current assets classified as held for sale and discontinued operations

All non-current assets and disposal groups classified as held for sale are classified separately from other assets in the Statement of Financial Position. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the Statement of Financial Position.

The book value of non-current assets and disposal groups classified as held for sale will be recovered primarily through a sale transaction rather than through continuing use.

The book value is considered to be recovered primarily through a sale transaction when management has committed to a programme to dispose of the asset.

Non-current assets classified as held for sale are measured at the lower of book value and fair value less costs to sell. These assets are not depreciated.

Non-current assets classified as held for sale that represent an autonomous branch or geographical area of activity or that are investments in subsidiaries acquired exclusively for the purpose of being sold are defined as discontinued operations.

A section identified as relating to discontinued operations is presented in the Statement of Profit (Loss) for the year. Gains or losses from discontinued operations and gains and losses, recognized as a result of measuring discontinued operations at fair value, net of costs to sell, are presented as a single, separate amount in that section of the Statement of Profit (Loss) for the year.

All gains and losses arising from non-current assets classified as held for sale, other than discontinued operations, are included in profit or loss from continuing operations.

Equity

This represents the difference between all asset and liability items, determined in accordance with the recognition and measurement criteria applied.

Equity includes the items listed below.

Capital, i.e., the nominal value of the contributions provided by shareholders upon the Company's incorporation or during subsequent capital increases and the value of reserves allocated to share capital over time, net of the nominal value of receivables from shareholders for subscribed and uncalled capital and for called-up and unpaid capital.

Capital Reserves, which include:

- *capital contributions*, i.e., capital reserves that receive the value of new contributions by shareholders;
- the *share premium reserve*, i.e. the excess of the issue price of the shares over their nominal value;
- *costs relating to capital transactions*, i.e. all costs relating to the acquisition or issue of new shares, including costs arising from listing procedures on regulated markets, incurred by the Company during the current year.

Revaluation reserves consist of the recognition of the fair value of investments in associates and joint ventures. These Revaluation reserves are unavailable pursuant to article 6, paragraphs 1 and 4 of Legislative Decree no. 38/2005.

Other Reserves, which include:

- the Legal reserve, i.e., the reserve required by article 2430 of the Italian Civil Code, which states that at least one-twentieth of annual net profits must be set aside until reaching one-fifth of the share capital. Up to this limit, the Reserve is unavailable;
- the Merger surplus reserve. This is an adjustment to equity due to the incorporation of companies in previous years;
- Employee severance indemnity (TFR) reserve - IAS adjustment refers to the recognition of actuarial gains and losses relating to employee severance indemnities in the Other Comprehensive Income section of the Statement of Comprehensive Income. This item represents the changes that the present value of the obligation undergoes as a result of an actual evolution of the programme, different from as foreseen in the actuarial valuations carried out;
- the IAS opening reserve, consisting of adjustments deriving from the transition to IAS/IFRS, relating to the value of treasury shares. This Reserve is offset by an equal amount in the *Unavailable reserve for the purchase of treasury shares*. Other adjustments relating to the IAS/IFRS transition have been reclassified under *Profits carried forward*;

Profits (Losses) carried forward, i.e., income from prior years that has not been distributed or allocated to other reserves and losses from prior years that have not been otherwise offset. All amounts relating to the transition to IAS/IFRS have also been reclassified under this item, with the exception of amounts relating to treasury shares.

The **Profit (Loss) for the year**, or the economic result for the period, as shown in the corresponding item in the Statement of Profit (Loss) for the year.

Non-current liabilities

Financial liabilities

Financial liabilities are classified upon initial recognition as financial liabilities at fair value through profit or loss, as mortgages and loans, or as derivatives designated as hedging instruments.

All financial liabilities are initially recognized at fair value plus, in the case of mortgages, loans and payables, the directly attributable transaction costs. The Company's financial liabilities include trade and other payables, mortgages and loans and the bond, including current account overdrafts and derivative financial instruments.

Non-current financial liabilities

This category essentially includes payables to banks for medium/long-term loans and liabilities deriving from lease contracts at the present value of future lease payments, in application of IFRS 16. In particular, lease agreements relating to Company offices, capital goods (rental of hardware and cars) and lease of space and areas held for the positioning of radio broadcasting equipment owned by the Company.

The liability is gradually repaid with the payment of the lease fees and interest will be recognized on the same. In determining the liability, only the fixed component of the lease payments under the contract and any inflation-linked component are taken into account, but not any variable components. Future payments, thus determined, will be discounted using the contractual rate or the interest rate of the lessee's marginal loan, over the period that the contract is deemed non-cancellable.

Non-current financial liabilities are initially measured at fair value at the trade date, net of transaction costs that are directly attributable to the acquisition.

After initial recognition, non-current financial liabilities are measured at amortized cost, using the effective interest method.

Employee benefits

This item of the financial statements includes the liability for employee severance indemnities of all contractual categories of employees accrued at the reporting date, taking into account what is specified below.

Following the changes made to the rules for employee severance indemnities (TFR) by the Supplementary Pension Reform introduced by Legislative Decree no. 252 of 5 December 2005 - Regulations for supplementary pension schemes, and subsequent amendments and additions, the Company has adopted the following accounting treatment:

- the employee severance indemnity (TFR) accrued at 31 December 2006 is considered a defined benefit plan, consistently with the recognition and classification made in previous years. Guaranteed employee benefits, in the form of employee severance indemnity, paid out on termination of employment, are recognized in the period in which the right accrues;
- the relative net defined benefit liability is determined by reliably estimating, through the use of the actuarial technique of the projected unit credit method, the final cost for the amount of benefits accrued by employees in exchange for their service in the current and previous years;
- the application of the actuarial technique of the projected unit credit method, entrusted to professional actuaries, allows the determination of the present value of the defined benefit obligation and of the cost relating to employment services, considering demographic variables, such as employee turnover and mortality, and financial variables, such as medical care costs and the discount rate. In particular, the discount rate used to discount the defined benefit obligations, calculated with reference to market yields at the end of the reporting period, determines the net interest on the net defined benefit liability. In view of the provisions in-

- roduced by the Supplementary pensions reform, the variable linked to expected future salary increases has been excluded from the discounting calculation as from 1 January 2007;
- current service cost, past service cost, gains and losses determined on settlement and net interest on the net defined benefit liability are recognized in profit or loss for the year;
 - actuarial gains and losses are recognized in the Employee severance indemnity reserve - IAS adjustment classified in *Other reserves*, as indicated in the equity items, and recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income.

For the Employee severance indemnity accruing from 1 January 2007, reference is made to the item *Other Payables*.

Deferred tax liabilities

Deferred tax liabilities are portions of income taxes due in future years relating to taxable temporary differences.

Taxable temporary differences are differences between the book value of an asset or liability recognized in the statement of financial position and its tax base which, in determining taxable profit for future periods, will result in taxable amounts when the book value of the asset or liability is realized or settled.

Deferred tax liabilities are recognized for all taxable temporary differences, except where this liability arises:

- from the initial recognition of goodwill; or
- from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting profit nor tax profit, at the date of the transaction.

Deferred tax liabilities are also recognized for taxable temporary differences arising from investments in subsidiaries and associates, except where the Company is able to control the timing of the reversal of the taxable temporary difference and it is probable that the temporary difference will reverse in the foreseeable future.

Deferred tax liabilities are measured at the tax rates that are expected to apply in the period when the tax liability is expected to be settled, based on tax rates established by regulations in force at the reporting date.

Deferred tax liabilities are not discounted.

Taxes for deferred tax liabilities are recognized in the Income Statement, unless the tax arises from a transaction or event recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income or directly in equity, or from a business combination.

Deferred tax liabilities relating to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income. Taxes for deferred tax liabilities relating to items credited or debited directly to equity are also credited or debited directly to equity.

Deferred tax liabilities are offset against deferred tax assets only if the two items refer to the same tax.

Provisions for risks and charges

This category includes provisions for risks and charges.

These provisions are made to cover liabilities with uncertain maturity or amount, originating from legal or implicit obligations, existing at the reporting date as a result of a past event.

Such obligations, whether arising from contractual, regulatory or legal provisions, established patterns of business practice or public assumptions of responsibility, mean that the company has no realistic alternative to settlement.

Obligations arising from a past event the settlement of which is likely to require the use of economic and financial resources and the amount of which can be reliably estimated are recognized.

Provisions are measured at the value representing the best estimate of the amount required to settle the obligation or to transfer it to third parties at the reporting date.

Where the effect of discounting money is a material issue as a result of the timing of settlement of the obligation, the amount of the provision is equal to the present value of the expenditure expected to be required to settle the obligation.

The financial component of discounted provisions is recognized in the income statement under financial expenses.

The current portions of provisions for risks and charges are reclassified under the item Short-term portion of provisions for risks and charges.

Contingent liabilities

Contingent liabilities are obligations that arise from past events and the existence of which will be confirmed by future events that are not wholly within the Company's control, or obligations for the settlement of which it is not probable that economic or financial resources will be required, or the amount of which cannot be estimated with sufficient reliability.

Contingent liabilities are not recognized, but are described in detail in the notes to the financial statements.

Other non-current liabilities

Security deposits payable are classified in this category.

The measurement of security deposits is carried out at fair value on the trading date, net of directly attributable transaction costs.

Current liabilities

Bank overdrafts and loans

Bank current accounts with a debit balance are classified here, as are the current portions of payables to banks for medium/long-term loans, the expected settlement date of which is within twelve months of the reporting date.

Other current financial liabilities

This category includes:

- short-term financial payables;
- current account relations between Group companies with a negative balance;
- short-term payables in application of IFRS 16;
- accrued liabilities for financial expenses.

Short-term payables are measured at fair value on the trade date, i.e. at the value of the consideration due, net of directly attributable transaction costs.

Accrued liabilities for financial expenses are recognized by applying the method illustrated for other accruals under the item Other current liabilities.

This item also includes hedging instruments for which designated hedging has been established with the hedged item.

Hedging instruments are designated derivatives the cash flows of which are expected to offset changes in the cash flows of a designated hedged item. The designated hedges established are cash flow hedges, i.e. hedges against exposure to cash flow variability that is attributable to a particular risk associated with a recognized asset or liability and that could impact the income statement. A designated hedge qualifies as such when there is formal documentation to support the risk management and strategy in undertaking the hedge and when the effectiveness of the hedge, which is reliably assessed, is highly effective.

Derivatives designated as hedging instruments are initially measured at fair value on the date of initial recognition, i.e. at the transaction price of the consideration given or received.

After initial recognition, hedge accounting entails the symmetrical and opposite recognition of the effects on the income statement deriving from changes in the fair value of the hedging instrument and the hedged item.

In designated cash flow hedges, the portion of the gain or loss on the hedging instrument that is determined to be an effective hedge is recognized directly in equity and disclosed in the Other Comprehensive Income section of the Statement of Comprehensive Income. The ineffective portion of the gain or loss on the hedging instrument must be recognized in the Statement of Profit (Loss) for the year.

Trade payables

The category of trade payables includes payables to suppliers, liabilities to be paid for goods and services received and invoiced, advances received from customers for goods or services not yet delivered and deferred income relating to revenues from products sold under subscription.

Trade payables and customer advances are recognized at fair value at the trade date, i.e. at the value of the consideration formally agreed with the counterparty, net of trade discounts and adjusted for returns or other changes in invoicing.

Deferred income relating to revenues from products sold under subscription are recognized by applying the method illustrated for other deferred income in the item Other current liabilities.

When payment of trade payables is deferred and the transaction in fact is a financial transaction, after initial recognition, measurement is carried out at amortized cost, using the effective interest method.

Other current liabilities

Other current liabilities include accrued liabilities, other than those relating to financial expenses, classified under Other current financial liabilities, and deferred income, other than those relating to revenues from products sold under subscription, classified under Trade payables.

As already explained for accrued income and prepaid expenses, accrued liabilities and deferred income relate to portions of expenses or income common to two or more years.

This category also includes current and prior year direct taxes, to the extent that they have not already been paid.

The amount shown in the financial statements is net of tax advances already paid, withholding taxes and tax credits, unless a refund has been requested.

Current direct taxes are measured at the amount expected to be paid to the tax authorities, applying tax rates and tax regulations that have been enacted or substantively enacted at the reporting date.

Current taxes are recognized as an expense in the Income Statement, except for taxes that arise from transactions or events recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income, or that are credited or charged directly to equity.

Current tax liabilities that relate to items recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income are also recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income. Current tax liabilities that refer to items credited or debited directly to equity are also credited or debited directly to equity.

Other payables

The category of other payables includes:

- payables to social security institutions, relating to social security and pension contributions;
- tax payables other than direct taxes classified under Other current liabilities, such as payables for taxes due on the basis of assessments or disputes that have been settled, for withholdings made as withholding agent and for taxes of any kind that have become payable. The amount shown in the financial statements is net of tax advances already paid, withholding taxes and tax credits, unless a refund has been requested;
- payables to employees for wages and salaries, expenses to be paid, accrued holidays and additional monthly payments;
- dividends payable to shareholders;
- other payables not classifiable under other items of Current liabilities.

Other payables are initially measured at fair value on the trade date, i.e. at the value of the consideration agreed with the counterparty, net of directly attributable transaction costs.

Other payables, precisely because of their nature and duration, do not have a pre-established discount rate. After initial recognition, these payables are measured at their original value, given the immateriality of the effect of discounting.

This item also includes benefits due to employees on termination of employment.

Termination benefits arise from the Company's decision to terminate the employment relationship or from an employee's decision to accept an offer of benefits from the Company in exchange for termination of employment. Termination benefits do not include employee benefits resulting from termination of employment at the employee's request, without an offer of benefits by the Company, or as a result of mandatory retirement requirements.

The liability and cost relating to termination benefits are recognized on the most immediate of the following dates:

- the moment in which the Company can no longer withdraw the offer of such benefits; and
- the moment in which the Company recognizes the costs of a restructuring that falls within the scope of *IAS 37 Provisions, contingent liabilities and contingent assets* and involves the payment of termination benefits.

When termination benefits are an enhancement to post-employment benefits, the provisions for post-employment benefits are applied for measurement, using the actuarial valuation method outlined in the item *Employee benefits*. Otherwise:

- if it is expected that the benefits due on termination of employment will be paid in full within twelve months of the end of the period in which these benefits are recognized, the non-discounted cost is recognized;
- if it is not expected that the benefits due on termination of employment will be fully settled within twelve months of the end of the year, the discounted cost is recognized with actuarial gains (losses) recognized in the Statement of Profit (Loss) for the year.

Starting with the financial statements for the year beginning 1 January 2007, this category also includes:

- payables to supplementary pension funds, relating to employee severance indemnities accrued but not yet paid;
- payables to the Treasury Fund set up at the INPS (National Social Security Institute), relating to employee severance indemnities accrued but not yet paid.

Pursuant to the social security reform mentioned above under Employee benefits, the portions of employee severance indemnities accrued from 1 January 2007 onwards have been, at the employee's discretion:

- allocated to supplementary pension schemes;
- retained in the company, which transferred the portions of the employee severance indemnity to the Treasury Fund set up at the INPS.

Both the portions of employee severance indemnities allocated from 1 January 2007 to supplementary pension schemes and those allocated from the same date to the Treasury Fund set up by the INPS are recognized as post-employment benefits classified as defined contribution plans.

Contributions to be paid to a defined-contribution plan are recorded on an accruals basis as payables to supplementary pension funds and/or the Treasury Fund set up at the INPS, in relation to work performed by employees. In particular, the liability for the amounts to be paid to the Treasury Fund set up at the INPS does not include the revaluation expense, incurred by INPS.

Effects of changes in foreign currency exchange rates

At each reporting date, all monetary foreign currency items, i.e. all assets and liabilities that will be received or paid in a fixed or determinable number of currency units, are translated at the spot rate at the reporting date.

Exchange rate differences arising from the translation of monetary items at a rate different from that used at the time of initial recognition during the year or in previous financial statements are recognized in the income statement for the year in which they arise.

At each reporting date, all non-monetary items measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. All non-monetary items expressed in a foreign currency and measured at fair value are translated at the exchange rate at the date the fair value was determined.

When the book value of a non-monetary item denominated in a foreign currency is determined, in accordance with GAAP, by comparing two or more amounts, the exchange rate applied to the amounts used for comparison with the original book value is that at the time the comparison is made, which is the closing rate at the reporting date.

This implies that if the book value to be recognized is that of one of the compared amounts, any emerging exchange rate differences are recognized in the Income Statement, when the item to which they relate is recognized in the Income Statement, or in the Other Comprehensive Income section of the Statement of Comprehensive Income, when the item to which they relate is recognized in the Other Comprehensive Income section of the Statement of Comprehensive Income.

If a designated fair value hedge has been established between a hedging instrument and a hedged item in foreign currency, the treatment for hedging instruments indicated in the item *Other current financial assets* applies.

Revenues

The recognition of revenues in the income statement follows the following five steps:

- identification of the contract with the customer;
- identification of contractual obligations;
- determination of the transaction price;
- allocation of the transaction price to the individual contractual obligations;
- recognition of revenue upon fulfilment of contractual obligations.

Revenues from contracts with customers are recognized when control of the goods and services is transferred to the customer for an amount that reflects the consideration the Company expects to receive in exchange for those goods or services.

The Company has generally concluded that it acts as Principal for most of the agreements from which revenues arise, with the exception of the following services in which it acts as Agent, as it usually controls the goods and services before transferring them to the customer.

In particular:

- revenues from the sale of goods are considered to have been earned when the company transfers control of the goods to the purchaser, which conventionally coincides with the dispatch of both daily newspapers and magazines sold individually, as well as book publications sold on an outright basis. Revenue is measured according to the amount of consideration received or receivable, net of reasonably estimated returns, allowances, trade discounts and volume reductions;
- revenues from the sale of subscription newspapers and magazines are recognized over the term of the subscription. It is industry practice to continue to provide the service for a certain period of time following the expiry of the subscription until the customer renews the subscription (gracing period). Revenues relating to gracing subscriptions at the end of the year are recorded on the basis of a historical estimate of the renewal rate for such subscriptions;
- publishing revenues from the sale of newspapers, magazines and books at news-stands and book stores are recognized on the basis of the price paid by the final purchaser gross of all premiums paid, including the share paid to newsagents. Distribution activities are in fact carried out by companies outside the Company's perimeter, acting as agents, whose premiums are recognized in the costs for services;
- revenues from the sale of advertising space are recorded on the basis of the date of publication of the insert or advertising message. The recognition of such revenues on an accrual basis presents elements of complexity due to the need to monitor punctually the publication of press releases in the various media of the Company (newspapers, magazines, Internet, radio, events, etc.) or of third parties for which the Company operates as concessionaire. To this end, the Company uses IT systems that link advertising contracts entered into with customers with the actual publication of the relevant press releases;
- advertising revenues deriving from the sale of advertising space on the media of third-party publishers are reported differently depending on whether the Company operates as principal or agent. The principal versus agent valuation is carried out on a contract-by-contract basis, taking into account certain indicators such as: the party with primary responsibility for meeting performance obligations, business risk and discretion in setting the sale price. Where the

Company operates as an agent, revenues are recorded in the financial statements net of advertising revenues due to third-party publishers. If the Company operates as a principal, revenues are recorded gross of advertising fees due to third-party publishers, which are in this case recorded under costs for services. Based on the valuations performed for the contracts currently in place, the Company always operates as an agent;

- revenues from the provision of services with a contractual duration, such as IT services and subscriptions to databases, are recognized over the duration of the contract as the customer simultaneously receives and consumes the benefits provided by the Company. In particular, database subscriptions often include free periods at the end of the contract period. In these cases, revenue is recognized over the actual duration of the service period, including the complimentary period;
- revenues from software sales are recognized over the life of the contract as the customer simultaneously receives and consumes the benefits provided by the Company. Despite the fact that the contracts in question are legally configured as sub-licences of third-party software and do not expose the Company to inventory risk, the Company has analysed the contracts included in the above stream from the customer's point of view and has decided to act as principal, having considered, in this specific case, that the customizations made, the exclusive right on the marketing of these products and the direct management by the Company of relations with customers (including the independent setting of the sale price), represent indicators of the Company's control over these goods and services before they are transferred to the customer.

Costs

Costs are recognized in the income statement when there is a decrease in future economic benefits resulting in a decrease in assets or an increase in liabilities that can be reliably measured.

Specifically, an expense is recognized immediately in the income statement when and to the extent that:

- an expense produces no future economic benefit;
- the future economic benefits do not qualify, or cease to qualify, for recognition as an asset in the Statement of Financial Position;
- a liability is incurred without the recognition of an asset.

When cost components are material, their nature and amount are disclosed separately.

Dividends

Dividends distributed are recognized in equity in the year in which the distribution is approved. The tax effects of dividends, insofar as income taxes are concerned, are recognized in the income statement unless they arise from transactions recognized outside profit (loss) for the year or a business combination. The indication of the amount of the dividend distributed during the year is accompanied by a disclosure concerning the amount of the dividend per share. The assignment of dividends approved after the reporting date is not recognized as a liability. If this assignment is declared after the reporting date but before the publication of the financial statements is authorized, the dividends are presented in the Notes to the financial statements.

Guarantees

The book value of financial assets pledged as collateral for liabilities or contingent liabilities and the related terms and conditions of use are disclosed separately in the Notes to the Financial Statements. If fi-

nancial assets pledged as collateral can, by contract or custom, be sold or repledged, their book value has been reclassified in the Statement of Financial Position, separately from other assets.

For guarantees received for which it is permitted to sell or repledge the collateral, as well as for collateral received and repledged, the fair value and the clauses and conditions associated with their use have been indicated separately.

Fair value

Fair value is the price that would be received for the sale of an asset or paid for the transfer of a liability in a regular transaction between market participants at the measurement date.

The price considered is the price quoted in the main market, or the most advantageous price, unadjusted for transaction costs, at current market conditions (exit price), regardless of whether that price is directly observable or estimated using another valuation technique.

In particular, when fair value is applied to a non-financial asset, it considers the ability of a market participant to generate economic benefits by employing the asset to its highest and best use, or by selling it to another market participant that would employ it to its highest and best use.

According to the fair value measurement approach, the following were determined:

- the particular asset or liability being measured, in a manner consistent with its basis of measurement (unit of account);
- in the case of a non-financial asset, the appropriate valuation assumption for the measurement, consistent with its highest and best use;
- the principal (or most advantageous, if there is no principal) market for the asset or liability;
- the appropriate valuation techniques for measuring fair value, considering the availability of data with which to process the inputs representing the assumptions that market participants would use to determine the price of the asset or liability.

Valuation techniques were used that were appropriate in the circumstances and for which sufficient data was available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

In particular, the three main valuation techniques were used, namely:

- the market approach;
- the cost approach;
- the income approach.

IFRS 13 Fair Value Measurement establishes a fair value hierarchy that ranks the inputs to the valuation techniques used to measure fair value into three levels. The fair value hierarchy gives the highest priority to quoted (unadjusted) prices in active markets for identical assets and liabilities (Level 1 data) and the lowest priority to unobservable inputs (Level 3 data).

Level 1 inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs are inputs other than quoted prices included in Level 1 that are directly or indirectly observable inputs for the asset or liability.

Level 3 inputs are unobservable inputs for the asset or liability.

The fair value hierarchy prioritizes the inputs to valuation techniques and not the valuation techniques used to measure fair value. In some cases, the data used to measure the fair value of an asset or liability could be classified in different levels of the fair value hierarchy. In such cases, the fair value measurement

was classified entirely in the same level of the fair value hierarchy in which the lowest level of the hierarchy input used for the measurement is classified.

5. Changes in Accounting standards, errors and changes in estimates

The accounting standards adopted are amended from one year to the next only if the change is required by a new standard or if it contributes to providing more reliable and relevant information on the effects of transactions on the entity's financial position, economic result or cash flows.

Changes in accounting standards are accounted for:

- in accordance with the specific transitional provisions, if any, of that standard;
- retrospectively, if the standard does not contain transitional provisions, or if the standard is amended voluntarily, with the effect in opening equity for the earliest of the years presented. Other comparative amounts indicated for each prior year are also adjusted as if the new standard had been applied from inception.

The prospective approach is adopted only when it is impracticable to determine the period-specific effects or the cumulative effect of the amendment for all prior periods.

In the case of material errors, the same treatment applies as for amendments in accounting standards as outlined above. In the case of immaterial errors, they are accounted for in the Income statement for the year in which the error is detected.

In periods when an accounting standard is applied retrospectively, or certain financial statement items are retrospectively restated, or certain financial statement items are reclassified, an Additional statement of financial position at the start of the previous year is presented only if the retrospective application, retrospective restatement or reclassification of the financial statement items has a material impact on the information reported in the Statement of financial position at the beginning of the prior year. In such cases, three Statements of Financial Position are therefore presented:

- at the end of the current year;
- at the end of the previous year;
- at the beginning of the previous year.

Changes in estimates are accounted for prospectively in the Income statement in the year in which the change takes place if it impacts only the latter, or in the year in which the change takes place and in subsequent years, if the change also impacts the latter.

New accounting standards, interpretations and amendments adopted by the Company

The following new accounting standards and amendments to accounting standards, which had no impact on the Company's financial statements, apply as of 1 January 2023, compared to the financial statements as at 31 December 2022.

IFRS 17 Insurance Contracts as amended

In May 2017, the IASB issued IFRS 17 Insurance Contracts, a new comprehensive standard relating to insurance contracts covering recognition and measurement, presentation and disclosure.

IFRS 17 replaced IFRS 4 Insurance Contracts, which was issued in 2005. IFRS 17 applies to all types of insurance contracts (e.g. life, non-life, direct insurance, reinsurance) regardless of the type of entity that

issues them, as well as to certain guarantees and financial instruments with discretionary participation features.

Limited exceptions apply for this purpose. The overall objective of IFRS 17 is to present an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to IFRS 4, which is largely based on the maintenance of previous accounting policies, IFRS 17 provides a comprehensive model for insurance contracts that covers all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- a specific adjustment for contracts with direct participation features (the variable fee approach);
- a simplified approach (the premium allocation approach) mainly for short-term contracts.

In December 2021, the IASB also issued the initial application of IFRS 17 and IFRS 9 - Comparative information (amendment to IFRS 17). The amendment is a transition option relating to comparative information on financial assets presented in connection with the first-time application of IFRS 17. The amendment is intended to help insurers avoid temporary accounting mismatches between the financial assets and liabilities of insurance contracts, and thus to improve the usefulness of comparative information for users of financial statements. IFRS 17, which takes this amendment into account, is effective for financial years beginning on or after 1 January 2023.

This amendment had no impact on the Company's financial statements.

Definition of accounting estimates - Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of “accounting estimates”. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

This amendment had no impact on the Company's financial statements.

Disclosure of accounting policies - Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to disclosures on accounting policies. The amendments aim to help entities provide more useful accounting policy disclosures by replacing the requirement for entities to disclose their “significant” accounting policies with a requirement to disclose their “material” accounting policies; in addition, guidance is added on how entities apply the concept of materiality in making accounting policy disclosure decisions.

The amendments had an impact on the disclosure of the Company's accounting policies, but not on the measurement, recognition and presentation of items in the Company's financial statements.

Deferred tax related to assets and liabilities arising from a single transaction - Amendments to IAS 12

In May 2021, the IASB issued amendments to IAS 12, narrowing the scope of the initial recognition exception included in IAS 12, which is no longer to be applied to those transactions that give rise to taxable and deductible temporary differences in equal measure.

The amendments are applied to transactions occurring after or at the beginning of the comparative period presented. In addition, at the beginning of the comparative period presented, deferred tax assets (if there is

sufficient taxable income) and deferred tax liabilities must be recognized for all deductible and taxable temporary differences associated with leases and restoration provisions.

These amendments had no impact on these financial statements of the Company.

International Tax Reform - Pillar Two Model Rules - Amendments to IAS 12

On 24 May 2023, the IASB published the International Tax Reform - Pillar Two Model Rules, amending IAS 12 Income Taxes. The document introduces a temporary exception to the recognition of deferred taxes relating to the application of the provisions of Pillar Two published by the OECD.

The amendment had no impact on the Company's financial statements.

Accounting standards, amendments and interpretations approved or not yet approved by the European Union but not yet in force and not adopted in advance by the Company

The IASB and IFRIC have approved some amendments to the IAS/IFRS already in force and issued new IAS/IFRS and new IFRIC interpretations. As these new documents have a deferred effective date, they have not been adopted for the preparation of these financial statements, but will be applied from the effective date established as mandatory. Preliminary analyses have shown that the impacts on the Company's financial statements resulting from the new Standards, Amendments and Interpretations mentioned below are not significant.

The IASB has issued the following amendment, endorsed or not yet endorsed by the European Union: Amendments to IAS 1 Presentation of Financial Statement classification of liabilities as current or non-current; Classification of Liabilities as Current or Non-current - Deferral of Effective Date and Non-current Liabilities with Covenants (issued on 23 January 2020, 15 July 2020 and 31 October 2022; effective 1 January 2024), Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback (issued 22 September 2022; effective 1 January 2024), Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: *Disclosures*: Supplier Finance Arrangements (issued 25 May 2023; effective 1 January 2024), Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (issued 15 August 2023; effective 1 January 2025).

6. Financial instruments and risk management

In order to offer a disclosure that allows for the assessment of the materiality of financial instruments with reference to the Company's financial position, economic result and cash flows, additional information is provided to facilitate the assessment of the extent and nature of the related risks.

The risks related to the financial instruments used are:

- market risk, which is the risk that the fair value or cash flows of a financial instrument will fluctuate due to changes in market prices. This risk can be further broken down into:
 - currency risk, i.e. the risk that the value of a financial instrument will fluctuate as a result of changes in exchange rates;
 - interest rate risk on fair value, i.e. the risk that the value of a financial instrument or its future cash flows will fluctuate due to changes in market interest rates;
 - price risk, i.e. the risk that the fair value of a financial instrument or its future cash flows fluctuate due to changes in market prices;
- credit risk, i.e. the risk that one party to a financial instrument will fail to discharge an obligation and cause a financial loss to the other party;

- liquidity risk, i.e. the risk of encountering difficulties in meeting obligations relating to financial liabilities settled with cash or another financial asset.

Company financial situation

Available credit lines

On 23 November 2023, the Company terminated in advance the securitization transaction with and without recourse, carried out with the vehicle company Monterosa SPV S.r.l., transferring collections and any residual receivables assigned with recourse by April 2024.

To meet short-term financial requirements, in November and December 2023 the Company entered into two contracts with the banking system, against which it has usable credit lines available for a total of Euro 20.0 million and relating to credit lines for advances on trade receivables with SDD (SEPA Direct Debit) payment methods.

As at 31 December 2023, the above-mentioned credit lines for advances on trade receivables were still unutilized.

These credit lines, net of the share to be returned on collections of receivables already assigned without recourse and the share of receivables to be returned already assigned with recourse, together with available liquidity, amount to a total of Euro 80.4 million.

On 29 July 2021 Il Sole 24 ORE S.p.A issued an unsecured, non-convertible bond in the principal amount of Euro 45 million and with a duration of 7 years; bullet lump-sum repayment on maturity.

Securitization of trade receivables

On 23 November 2023, during the early closing of the non-recourse and recourse securitization transaction with the vehicle company Monterosa SPV S.r.l., the Company started a new non-recourse securitization transaction, carried out with the vehicle company Manno SPV S.r.l. and structured by Banca Intesa Sanpaolo S.p.A., to finance the purchase of Il Sole 24 ORE S.p.A. trade receivables.

Manno SPV S.r.l. is not controlled by the Group and is therefore not included in the scope of consolidation. The 24 ORE Group does not hold any investment in the financial instruments issued by the vehicle.

The programme provides for the ongoing monthly transfer of portfolios of the Company's trade receivables to Manno SPV, on a definitive non-recourse (i.e., without a guarantee of the transferred debtors' solvency) basis, with automatic renewal until November 2028.

The maximum total financeable amount is Euro 15.0 million. The securitization contract does not provide for financial covenants but does provide for causes of impediment to the acquisition of the Company's portfolios of receivables, which, if not remedied, could result in the termination of the contract.

At 31 December 2023, there were no causes of impediment to purchase and/or material events that would result in contract termination.

Bond

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements with Goldman Sachs International, MPS Capital Services and Banca Popolare di Sondrio functional to the issuance of a non-convertible senior unsecured bond for a principal amount of Euro 45 million and a duration of 7 years, with bullet repayment

at maturity, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933.

The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The bonds are governed by English law save in respect of matters governed by Italian law and are listed from 29 July 2021 on the "Euro MTF" multilateral trading facility of the Luxembourg Stock Exchange and from 1 November 2021 also on the multilateral trading system "ExtraMOT PRO" of Borsa Italiana S.p.A. The notes representing the bond have not been assigned a rating.

The regulation of the bond requires compliance with a covenant on an incurrence basis relating to the ratio between the net financial position and EBITDA of the 24 ORE Group, applicable only in the case of any new debt.

The terms and conditions of the bond also include clauses that are standard practice for this type of transaction, such as: negative pledge, *pari passu*, change of control, and some specific provisions that provide for optional and/or mandatory early repayment upon the occurrence of certain events. Further details regarding the terms and conditions of this bond issue are available in the "Listing Particulars" document dated 29 July 2021 and available on the Company's website.

The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

Financial risk

Financial risks are managed in accordance with the principle of prudence and the minimization of risks associated with financial assets and liabilities; transactions involving the investment of liquidity or the raising of the necessary financial resources are carried out with the primary objective of neutralizing, on the one hand, the risk of loss of capital, avoiding speculative transactions, and, on the other, the risk of fluctuations in interest rates, avoiding exposing the result for the period to any unexpected increases in financial expenses.

The Company constantly monitors the financial risks to which it is exposed, in order to assess any negative impact and take appropriate action to mitigate them. The Board of Directors of the Company has overall responsibility for the creation and supervision of the Company's risk management system, as well as for the development and control of risk management policies.

The Company's risk management policies aim to identify and analyse the risks to which the Company is exposed, defining the appropriate limits and systems for monitoring these risks. The policies and related systems are reviewed periodically in consideration of changes in market conditions and the Company's business.

The financial management of subsidiaries is carried out through specific intercompany current accounts into which any surplus liquidity is deposited or into which the Parent Company transfers the financial resources necessary for the operating management of the same companies, with the aim of optimizing also the impact on the income statement in terms of financial income and expenses accrued on said current accounts.

The terms and conditions applied to intercompany current account agreements at 31 December 2023 are as follows:

- lending rate on stocks of subsidiaries: 1-month Euribor +4.95% (determined considering the nominal rate of the bond);

- borrowing rate on the debt of subsidiaries: 1-month Euribor +4.95% (determined considering the nominal rate of the bond);
- repayment terms within 48 hours of any request by the Parent Company.

Centralized management of Group finance also makes it possible to efficiently control and coordinate the operations of the individual subsidiaries, including through more effective financial planning and control, which can also provide useful indications for optimizing the management of relations with banks and credit institutions of reference, and to systematically monitor the Group's financial risk and treasury performance.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in market prices, due to changes in interest rates, foreign exchange rates, or the prices of equity instruments. The objective of market risk management is to manage and control the Group's exposure to this risk within appropriate levels, while at the same time optimizing the return on the investments to which this risk is linked.

Exchange rate risk

The Company is marginally exposed to exchange rate risk on purchases denominated in currencies other than the functional currency of the various Company entities.

These transactions mainly refer to the EUR/USD, EUR/GBP and EUR/CHF exchange rates.

It is the Company's policy to fully hedge, where possible, significant exposures arising from receivables and payables denominated in currencies other than the Euro.

Interest rate risk

The Company's results are partially exposed to fluctuations in market interest rates. Following the issue of the unsecured and non-convertible bond loan for a principal amount of Euro 45 million, the interest risk is reduced as the instrument is fixed-rate.

As regards financial investments, represented by short-term financial investments, it should be noted that the Company has opened three time deposits for a total of Euro 40 million with three leading Italian credit institutions, with the following characteristics:

- a six-month time deposit, with maturity in January 2024 and a rate of return equal to the monthly average of the 1M/360 Euribor;
- two 3-month time deposits, with maturity in January 2024 and fixed rates of return.

The cost of any financial funding referring to the credit lines for advances on trade receivables with SDD payment methods is affected by changes in interest rates, as the economic conditions applied are pegged to Euribor trends.

Price risk

The main raw material used by the Company, which could show significant price risks, is paper.

Paper procurement is managed centrally for all the Company's business units through careful planning of purchases and stock management. In line with best market practice, supply agreements are stipulated with leading Italian and foreign counterparts at defined quantity and price conditions for the maximum duration that the market currently allows, i.e. approximately one year.

The Company is not using hedging derivatives such as paper swaps, as these instruments are characterized by limited liquidity in terms of both counterparties and maturities.

Credit risk

Credit risk is the risk that a customer or one of the counterparties to a financial instrument will generate a financial loss by failing to meet an obligation.

Within the Company, credit risk mainly relates to trade receivables generated by the sale of products and services by the various business units.

In relation to the type of customers to which the Company's products and services are aimed, it is not considered that there is a high risk in terms of trade receivables, against which, given that there is no evidence of an excessive concentration of risk, it is nevertheless considered appropriate to follow operating procedures that limit sales to customers considered not solvent or unable to provide adequate guarantees.

Credit risk control activities for customers are carried out by grouping them by type and business area, considering whether they are advertising agencies, companies and financial institutions, public entities, professionals and individuals, distributors and book stores, or other customers, also examining their geographical location, sector, age of credit, due date of invoices issued and previous payment behaviour.

A specific bad debt provision has been set up to cover any losses due to non-collectible receivables.

Liquidity risk

Liquidity risk is represented by the risk that the Company may have difficulty in fulfilling the obligations associated with its financial liabilities and, therefore, have difficulty in obtaining, on economic terms, the financial resources necessary for its operations.

The Company's approach to managing liquidity risk is to ensure, as far as possible, that there are always sufficient financial reserves to meet its obligations as they fall due, both in normal conditions and in the event of financial stress.

The main factors that determine the Company's liquidity are represented by the flows generated or absorbed by operating and investment activities, and by the flows linked to the repayment of financial liabilities and the collection of income from financial investments, as well as the trend in market rates.

The Company has launched a series of actions to optimize the management of financial resources and mitigate liquidity risk:

- centralized management of the Group's liquidity through constant withdrawal of the financial surpluses of the subsidiaries and by covering the needs of the same subsidiaries with resources provided by the Parent Company;
- maintaining an adequate reserve of available liquidity;
- availability of adequate short and medium-term credit lines;
- planning of the prospective financial situation also with reference to the incidence of medium/long-term debt on the overall net financial position;
- use of an adequate internal control system to assess available liquidity in relation to the company's operational planning.

Financial income and expenses

FINANCIAL INCOME AND EXPENSES		
Euro thousands	31.12.2023	31.12.2022
Recognized in the income statement		
Interest income from financial assets held to maturity not written down	469	508
Interest income from bank deposits	1,367	85
Net exchange rate gains	31	16
Financial income	1,866	609
Interest expense from financial liabilities and other financial expenses	(5,768)	(4,776)
Net exchange rate losses	(18)	(42)
Financial expenses	(5,785)	(4,819)
The financial income and expenses shown above include the following amounts relating to assets (liabilities) not designated at fair value through profit or loss:		
Total interest income on financial assets	1,866	609
Total interest expense on financial liabilities	(5,785)	(4,819)
Recognized directly in equity		
Effective portion of changes in fair value of cash flow hedges	-	-

Financial assets

FINANCIAL ASSETS		
Euro thousands	31.12.2023	31.12.2022
Non-current financial assets		
Minority investments	828	772
M/L financial receivables and security deposits	114	91
M/L financial receivables IFRS 16	5,427	6,013
Current financial assets		
Cash and cash equivalents	65,060	47,598
Current financial receivables	2,165	3,335
S/T financial receivables IFRS 16	942	640
Total financial assets	74,535	58,450

Financial liabilities

FINANCIAL LIABILITIES		
Euro thousands	31.12.2023	31.12.2022
Non-current liabilities		
Bond	43,263	42,940
Other financial payables to third parties	-	971
M/L financial payables IFRS16	33,636	34,506
Total non-current liabilities	76,899	78,417
Current liabilities		
S/T bond	933	933
Unsecured current account advances	8,098	14,081
Other financial payables to third parties	1,342	3,029
S/T financial payables IFRS 16	6,248	4,659
Financial payables to subsidiaries	7,558	3,965
Total current liabilities	24,179	26,667
Total financial liabilities	101,078	105,084

Exposure to credit risk

The book value of financial assets, referring mainly to cash and cash equivalents at banks and receivables from customers, represents the Company's maximum exposure to credit risk. At the end of the year, this exposure was as follows:

EXPOSURE TO CREDIT RISK		
Euro thousands	31.12.2023	31.12.2022
Minority investments	828	772
M/L financial receivables and security deposits	114	91
M/L financial receivables IFRS 16	5,427	6,013
Current financial receivables	2,165	3,335
Receivables from customers (*)	68,846	65,698
Cash and cash equivalents	65,060	47,598
S/T financial receivables IFRS 16	942	640
Total	143,381	124,148

(*) Not included: Bad debt provision, Supplier advances, Agents and Copyrights

The Company's exposure at the end of the year to credit risk associated with receivables from customers, broken down by geographical region, is as follows:

BREAKDOWN BY GEOGRAPHICAL REGION		
Euro thousands	31.12.2023	31.12.2022
Italy	67,079	64,497
Eurozone countries	593	480
United Kingdom	808	418
Other European countries	282	97
United States	43	199
Other	41	7
Total	68,846	65,698

The Company's exposure at the end of the year to credit risk associated with receivables from customers, broken down by type of customer, is as follows:

BREAKDOWN BY CUSTOMER TYPE		
Euro thousands	31.12.2023	31.12.2022
Advertising agencies	11,605	11,673
Companies and Financial Institutions	28,255	27,476
Public entities	1,747	1,746
Professionals and individuals	21,447	22,013
Other customers	5,793	2,791
Total	68,846	65,698

The following table represents the seniority of receivables from customers at the end of the year:

SENIORITY OF RECEIVABLES FROM CUSTOMERS				
Euro thousands	31.12.2023		31.12.2022	
	Gross	Bad debt provision	Gross	Bad debt provision
Due	60,337	2,191	58,493	2,312
Past due 1 - 30 days	1,332	228	1,246	95
Past due 31 - 120 days	3,483	413	2,964	364
Past due 121 days - 1 year	1,578	471	856	276
Over 1 year	2,117	1,762	2,139	1,732
Total	68,846	5,065	65,698	4,779

Changes in the bad debt provision for trade receivables in the year were as follows:

CHANGES IN BAD DEBT PROVISION		
Euro thousands	31.12.2023	31.12.2022
Balance 1 January	4,779	4,023
Losses for the year	(367)	(603)
Allocations	654	1,359
Total	5,065	4,779

Liquidity risk

The contractual maturities of financial liabilities and trade payables are shown in the table below:

LIQUIDITY RISK							
Euro thousands							
31.12.2023							
	Book value	Expected cash flows	up to 6 months	6 - 12 months	1 - 2 years	2 - 5 years	Over 5 years
Non-derivative financial liabilities							
Bond	44,196	(56,164)	-	(2,237)	(2,231)	(51,696)	-
Financial payables to subsidiaries	7,558	(7,558)	(7,558)	-	-	-	-
Unsecured current account advances	8,098	(8,098)	(8,098)	-	-	-	-
Other payables to third parties	1,342	(1,342)	(1,342)	-	-	-	-
Trade and other payables	43,538	(43,538)	(43,538)	-	-	-	-
Financial payables IFRS16	39,884	(39,884)	(3,060)	(3,188)	(6,206)	(16,767)	(10,663)
Total	144,616	(156,584)	(63,596)	(5,425)	(8,437)	(68,463)	(10,663)
Euro thousands							
31.12.2022							
	Book value	Expected cash flows	up to 6 months	6 - 12 months	1 - 2 years	2 - 5 years	Over 5 years
Non-derivative financial liabilities							
Other M/L payables to third parties	3,142	(3,257)	(1,086)	(1,086)	(1,086)	-	-
Bond	43,873	(58,395)	-	(2,231)	(2,237)	(6,693)	(47,234)
Financial payables to subsidiaries	3,965	(3,965)	(3,965)	-	-	-	-
Unsecured current account advances	14,081	(14,081)	(14,081)	-	-	-	-
Other payables to third parties	858	(858)	(858)	-	-	-	-
Trade and other payables	36,220	(36,220)	(36,220)	-	-	-	-
Financial payables IFRS16	39,164	(35,469)	(2,082)	(2,951)	(5,866)	(13,409)	(11,161)
Total	141,304	(152,245)	(58,292)	(6,267)	(9,189)	(20,102)	(58,395)

Interest rate risk - Profile

The interest rate profile applied to the Company's interest-bearing financial instruments at the reporting date was as follows:

INTEREST RATE RISK		
Euro thousands		
	31.12.2023	31.12.2022
Fixed-rate financial instruments		
Financial assets	114	91
Total	114	91
Floating-rate financial instruments		
Financial assets	73,592	57,586
Financial liabilities	(101,078)	(105,084)
Total	(27,486)	(47,497)

Sensitivity analysis - fair market value of fixed-rate instruments

The Company does not account for any financial instruments at fair value through profit or loss at 31 December 2023.

Sensitivity analysis - fair market value of floating-rate instruments

If interest rates had increased or decreased by 100 bps, at the reporting date, net profit (loss) would have improved or deteriorated by Euro 309 thousand, respectively, as shown in the following table:

SENSITIVITY ANALYSIS				
Euro thousands	Profit / Loss		Equity	
	Increase 100 bps	Decrease 100 bps	Increase 100 bps	Decrease 100 bps
FY 2023				
Floating-rate financial instruments	(309)	309	-	-
Cash flow sensitivity (net)	(309)	309	-	-
FY 2022				
Floating-rate financial instruments	(554)	554	-	-
Cash flow sensitivity (net)	(554)	554	-	-

Criteria for determining fair value

The methods and main assumptions used to determine the fair values of financial instruments are set out below.

Non-derivative financial liabilities

Fair value is calculated on the basis of the present value of estimated future cash flows of principal and interest, discounted using the market interest rate at the reporting date.

Interest rates used to calculate fair value

The interest rates used to discount expected cash flows, where applicable, are based on the yield curve of government securities at the reporting date plus an appropriate credit spread.

Fair value and book value

The following table shows, for each financial asset and liability and for trade receivables and payables, the book value recorded in the balance sheet and the relative fair value:

FAIR VALUE				
Euro thousands	31.12.2023		31.12.2022	
	Book value	Fair Value	Book value	Fair Value
Minority investments	828	828	772	772
M/L financial receivables IFRS 16	5,427	5,427	6,013	6,013
Receivables from customers	68,846	68,846	65,698	65,698
Cash and cash equivalents	65,060	65,060	47,598	47,598
S/T financial receivables IFRS 16	942	942	640	640
S/T financial receivables	2,165	2,165	3,335	3,335
M/L financial payables IFRS16	(33,636)	(33,636)	(34,506)	(34,506)
Bond	(44,196)	(35,709)	(43,873)	(42,512)
Other M/L financial payables to third parties	-	-	(971)	(971)
Unsecured current account advances	(8,098)	(8,098)	(14,081)	(14,081)
Other financial payables to third parties	(1,342)	(1,342)	(3,029)	(3,029)
Financial payables to subsidiaries	(7,558)	(7,558)	(3,965)	(3,965)
S/T financial payables IFRS 16	(6,248)	(6,248)	(4,659)	(4,659)
Trade and other payables	(43,538)	(43,538)	(36,220)	(36,220)
Total	(1,236)	7,252	(17,156)	(15,795)
(Loss) / Profit not recognized		8,487		1,361

All the Company's financial assets and liabilities are classified in level 3 of fair value, with the exception of bonds, which are valued in level 1 on the basis of their most recent listings on the Euro MTF market of the Luxembourg Stock Exchange and the ExtraMOT PRO of Borsa Italiana S.p.A.

In measuring fair value, consideration was given to the impact of potential climate-related issues, including applicable regulations, that may affect the measurement of the fair value of assets and liabilities in the financial statements. Such risks in relation to climate-related issues are included as a key assumption where they significantly affect the measure of recoverable amount. These assumptions were included in the cash flow forecasts for the valuation of values in use. At this time, the impact of climate-related issues is not material to the Company's financial statements.

Guarantees and commitments

At 31 December 2023, the Company has bank and insurance sureties outstanding for a total of Euro 7,505 thousand.

These sureties are summarized below:

- sureties issued by the Company to guarantee lease agreements for Euro 4,341 thousand. In particular, we note the sureties in favour of Finamo for the property located at Piazza Indipendenza 23 in Rome for Euro 238 thousand and in favour of PFO2, as a guarantee of the correct fulfilment of all the obligations of the lease agreement for the property located in Viale Sarca 223 in Milan, for Euro 4,100 thousand;

- guarantee in favour of Selective Core Italy SICAF to guarantee the payment of the instalments relating to the indemnity for the early termination of the lease agreement for the property located at Via Monte Rosa 91 for Euro 1,086 thousand;
- sureties issued by the Company mainly in favour of ministries, public entities or municipalities to guarantee calls for tenders, competitions for prizes, contracts for the supply of services, etc., totalling Euro 1,478 thousand;
- sureties issued by the Company to guarantee the commitments of its subsidiaries to private third parties or public entities in relation to tenders, commercial transactions, supply contracts, etc., totalling Euro 600 thousand, granted on the Company's bank credit lines.

It should be noted that, in order to guarantee the issuance of the surety in favour of Selective Core Italy SICAF connected to the payment of the instalments relating to the indemnity for the early termination of the lease of the property located at Via Monte Rosa 91 (as at 31 December 2023, residual Euro 1,086 thousand), on 19 December 2019, the Parent Company signed with Banca Intesa Sanpaolo a deed of pledge on the balance of a dedicated current account. The pledge is effective for a maximum guaranteed residual amount of Euro 1,086 thousand until the obligations connected with the guarantee are fulfilled and in particular, the payment of the instalments of the indemnity indicated above. The amount is recorded under current financial assets.

7. Key sources of estimation uncertainties

Estimates are made primarily in the context of the going concern assumption, the recognition of impairment losses on assets, the calculation of returns to be received for distributed publishing products, the calculation of renewal rates for gracing subscriptions, the determination of write-downs of receivables and inventories, the quantification of amounts to be set aside against probable risks and the assessment of the recoverability of deferred tax assets.

Estimates are also used in actuarial calculations to determine employee severance indemnities and agents' termination indemnities; to measure taxes; to determine the fair value and useful life of assets; to determine the fair value of the instruments and the useful life of the assets; to determine the fair value of investments in subsidiaries; to determine the lease term of contracts that contain an extension option and the incremental borrowing rate.

Estimates and assumptions are reviewed at least annually and the effects of any changes are immediately reflected in the income statement.

In particular, estimates relating to the measurement of the recoverable amount of goodwill and other intangible assets with indefinite useful life recognized are made on the basis of fair value less costs to sell or value in use using the discounted cash flow technique. The valuation techniques and assumptions used are explained in section 8 Notes to the financial statements of the relevant items. The Company also assesses whether climate risks could have a significant impact; these risks in relation to climate-related issues are included as assumptions if they have a significant impact on the estimate of recoverable amount.

Estimates of returns of publishing products are carried out using statistical techniques and updated monthly on the basis of final figures received.

The estimate of legal risks also takes into account the nature of the dispute and the probability of losing the case.

8. Notes to the financial statements

Impairment test

Introduction

The results of the impairment test were determined on the basis of the impairment procedure adopted by the Group. The procedure for 2023 was approved by the Board of Directors on 11 March 2024, which confirmed the approach of the impairment test procedure of the previous year.

The impairment test is performed at each reporting date and consists of verifying whether there are any indications that an asset may be impaired. The impairment test is passed if the recoverable amount is equal to or greater than the book value of the asset being measured. In this case, the book values are confirmed.

The recoverable amount of an asset is defined by IAS 36 as the greater of the value that can be obtained through its use (i.e. value in use) and the value that can be obtained from its sale (i.e. fair value net of costs to sell).

In the case of goodwill, it is verified annually that its recoverable amount is at least equal to its book value.

With reference to assets with finite life, the test is carried out only when necessary, i.e. in the presence of a trigger event (IAS 36 paragraph 9). To this end, the Company, having examined the external sources and internal sources of information indicated in paragraphs 12-14 of IAS 36, considered that taking into account the income results recorded in 2023 and the impacts deriving from the elements of uncertainty characterizing the macroeconomic and geopolitical scenario (such as ongoing conflicts, the still high level of inflation, the increase in interest rates), there could be indications of potential impairment and therefore performed the impairment test also with reference to assets with finite useful life.

The impact on the impairment test of the entry into force of IFRS 16 - Leases from 2019 is also taken into account.

During the preparation of this 2023 Annual Report, in relation to the methods for determining the recoverable amount of goodwill and intangible and tangible assets, which may be impacted by a deterioration in the economic outlook, the possible impacts of the current macroeconomic and geopolitical scenario were also considered, with respect to which there are elements of uncertainty. In particular, these elements were taken into account in the preparation of the 2024-2027 Plan, approved by the Board of Directors on 27 March 2024. Recent guidelines, useful for the definition of the impairment procedure, published in 2023, were also included. These aspects were then adequately assessed in the sensitivity analyses described below.

The Group considers whether climate risks may have a significant impact on the business, when for example they result in the introduction of emission reduction regulations that may increase operating costs. These risks correlated with climate-related issues are included as assumptions if they have a significant impact on the estimate of recoverable amount. It should also be noted that to date, the Group does not currently appear to be particularly exposed, in the short term, to the physical and transitional risks associated with climate change, given the nature of its business and direct activities that are no longer productive, as well as the geographical location of its sites. The Group will adjust key assumptions used in value in use calculations and sensitivity to changes in assumptions if required.

Assets subject to impairment test

The Group carried out the valuation of its assets, with independent and qualified experts, in line with previous years.

Below are the assets subject to impairment testing for the purpose of preparing these financial statements.

Assets with finite useful life

The determination of fair value is classified as level 3 and was carried out on Concessions and radio frequencies.

Compared to 2022, it is no longer necessary to assess owned properties and rotary printing presses, as they were sold in 2023.

Recoverable amount of CGUs

The CGUs subject to valuation were defined with reference to the segments identified on the basis of the company's operating activities that generate revenues and costs, the results of which are periodically reviewed at the highest operational decision-making level for the purpose of making decisions on resource allocation and performance assessment, and for which separate financial information is available.

Following the Group's re-entry into the training business, and consistent with the management approach, the "Professional Services and Training" operating segment was expanded to include the training business. The operating segment includes the Professional Services CGU and the Training CGU, which for the purpose of the impairment test are measured separately in terms of results and cash flows, in accordance with IAS 36.

Below is a list of the CGUs subject to impairment testing:

- Publishing & Digital;
- Professional Services;
- Training;
- System;
- Radio;
- Events;
- Culture.

If the difference between the recoverable amount and the respective book value is negative, this would result in an impairment loss attributable proportionally to the assets of the CGU.

The recoverability of goodwill is tested by estimating the recoverable amount of the Professional Services and Events CGUs.

Results of the impairment tests carried out

Assets with finite and indefinite useful life

Concessions and radio frequencies

An impairment test was carried out to determine whether the intangible asset Concessions and radio frequencies was impaired. The impairment test consists of comparing the book value of an intangible asset with its recoverable amount determined with reference to the fair value of the asset, less costs to sell, which in this case were considered to be zero.

In order to estimate the fair value, as in previous years, the Company relied on an external expert who prepared an appraisal of the economic value of the ministerial concession and the rights to use radio frequencies.

The main assumptions used to estimate fair value, in the absence of an active market for trading frequencies, were as follows:

- the population covered, i.e. the number of people reached by the radio signal radiated by the individual broadcasting facilities. This index was determined taking into account ISTAT demographic data and the quality of the signal perceived by the listener, objectively determined through a system of technical measurements of the audio signal received by a common radio receiver;
- the per capita value of the single frequency. This value was determined for each individual frequency and depends on the population density of the area, the average household expenditure of the population covered, the Effective Radiated Power of the plant, the motorway networks and the provincial capitals covered;
- a frequency market analysis relating to transactions (purchases and sales) of analogue frequencies, which took place during the year between distinct entities not belonging or linked to the same corporate group (intra-group purchases and sales were excluded); particularly underscoring the number and economic value attributed;
- a verification of the service quality of individual analogue frequencies with regard to obsolescence or the functional deterioration of technological systems that can be identified;
- an analysis of material changes in the operation and quality of analogue frequencies with an adverse effect during the financial year, or that are expected to occur in the near future to the extent that or in the manner in which the radio broadcasting business is used or is expected to be used. These changes include an analysis of the status of interference between broadcasters, regulatory changes, changes in the advertising market of the entire radio sector, plans to divest or restructure the media sector, of which broadcasting is part, plans to divest analogue broadcasting activities and the impact of new ways of enjoying audio content on digital platforms such as DAB (Digital Audio Broadcasting), audio streaming and podcasts;
- an analysis of general economic indices.

From the point of view of the radio market, the expert report points out that “analogue FM radio continues to play an important role as a source of information and entertainment for many people. Certainly, other forms of media, such as streaming music or podcasts, have been added to FM radio listening, but radio still has a loyal audience, especially among the adult population and with listening predominantly while travelling.”

The report, on the basis of the analysis carried out, using a multiple linear regression model, therefore considers that “an approach of cautious optimism on the resilience of the investment is justifiable, even though this year too there has been a slight but progressive decline in the value of systems, dictated by general immobility in the frequency market”.

In light of what is highlighted above, the expert estimated an economic value of the ministerial concession and the rights to use radio frequencies that decreases from an estimated Euro 23.0 million at 31 December 2022 to Euro 20.4 million at 31 December 2023.

In light of the foregoing and in view of the forecasts contained in the 2024-2027 Plan, the Group has decided to recognize an impairment loss on radio frequencies.

This loss is consistent with the results of the impairment test carried out in order to determine the recoverable value of the Radio CGU, details of which are provided in the following paragraph, having deemed

the results of this valuation exercise to be more representative and prevalent with respect to the valuation of the intangible asset in its own right. The reduction in value recorded in 2023 amounts to Euro 3,000 thousand.

As a result, the book value of radio frequencies at 31 December 2023 was reduced to Euro 11,074 thousand.

Recoverable amount of CGUs

The estimate of the recoverable amount of all CGUs was made based on their value in use and is thus determined by discounting the operating cash flows generated by the CGU itself, net of the tax effect, at a discount rate (post-tax) representing the weighted average cost of capital (WACC). The impairment tests were carried out with the support of an external expert.

The discount rate (WACC, weighted average cost of capital) used to calculate the recoverable amount of the CGUs is determined as follows:

- Risk Free Rate equal to 4.32% (yield on ten-year Italian government bonds at 31 December 2023);
- Market Risk Premium of 6.0%;
- Beta Unlevered adj between 0.687 and 0.878;
- Firm Specific Risk Premium additional premium, aimed at reflecting in the assessment the execution risk of the objectives inherent in the forecasts, also with reference to expected trends. It was conservatively determined within a range of between 0 and 4%. Particularly in view of management's ability to progressively confirm the Plan forecasts in 2023, particularly with regard to the profitability of the individual CGUs, it was decided to position the specific risk at 3%, conservatively in any event in the upper part of the range identified. Only for the Culture CGU, again taking into account the results achieved, the prudent decision was made to position it at the highest level of the range identified (4%);
- Target financial structure (debt/equity) fully equity funded.

On the basis of these parameters, the following discount rates (WACC) were arrived at:

CGU SUBJECT TO IMPAIRMENT TEST AND DISCOUNT RATE					
CGU	Impairment test approach	Plan time horizon	Discount rate (pre-tax)	Discount rate (post-tax)	Growth rate in the terminal value
Publishing & Digital	Value in use	2024-2027	14.03%	12.25%	0.00%
Professional Services	Value in use	2024-2027	16.09%	12.10%	0.00%
Training	Value in use	2024-2027	16.23%	12.10%	0.00%
Radio	Value in use	2024-2027	14.34%	11.44%	0.00%
System	Value in use	2024-2027	n.s.	12.59%	0.00%
Culture	Value in use	2024-2027	13.20%	13.25%	0.00%
Events	Value in use	2024-2027	16.87%	12.59%	0.00%

The value in use of each CGU is estimated from the projections in the 2024-2027 business plan approved by the Board of Directors on 27 March 2024.

The results of the impairment test and sensitivity analysis are summarized below:

Publishing & Digital

The book value of net assets allocated to the CGU is Euro 3,559 thousand. It should also be noted that the 2024-2027 Business Plan includes some new initiatives that regard the Publishing & Digital area. A sensitivity analysis was then carried out to exclude the effects of new initiatives. The analysis carried out confirms the book values.

Professional Services

The book value of net assets allocated to the CGU is Euro 15,114 thousand. Goodwill of Euro 15,469 thousand is allocated to the Professional Services CGU. The analyses carried out confirm the book values.

Training

The book value of net assets allocated to the CGU is Euro 115 thousand. The analyses carried out confirm the book values.

System

The book value of net assets allocated to the CGU is a negative Euro 1,506 thousand. It should also be noted that the 2024-2027 Business Plan includes some new initiatives that have been included in the System area. A sensitivity analysis was carried out to exclude the effects of new initiatives. The analysis carried out confirms the book values.

Radio

The net book value of assets allocated to the CGU is Euro 11,346 thousand compared to an estimated value in use of Euro 8,359 thousand.

The negative difference between the value in use of the Radio CGU and the net book value of the CGU resulted in a write-down due to rounding of Euro 3,000 thousand of the net book value of radio frequencies as at 31 December 2023. In fact, the Group considers this value to be the prevailing reference value for assessing the recoverability of the assets of the Radio CGU.

Culture

The net book value of the assets allocated to the CGU is Euro 769 thousand. The analyses carried out confirm the book values. The Culture CGU in the Parent Company's financial statements coincides with the value of the investment in the subsidiary 24 ORE Cultura S.r.l.

Events

The book value of net assets allocated to the CGU is Euro 5,018 thousand compared to an estimated value in use of Euro 4,909 thousand and refers mainly to the goodwill allocated to the CGU. The negative difference between the value in use of the Events CGU and the net book value of the CGU resulted in a write-down due to rounding of Euro 100 thousand of the net book value of goodwill as at 31 December 2023. The Events CGU in the Parent Company's financial statements coincides with the value of the investment in the subsidiary 24 ORE Eventi S.r.l.

Sensitivity analysis

The sensitivity analysis did not provide any significant indicators that would lead to a value in use lower than the book values, with the exception of the Radio and Events CGUs, where impairment losses were recognized, and the Culture CGU, whose carrying amount is substantially aligned with the value in use. The following parameters were used in making this assessment:

- discount rate (WACC, weighted average cost of capital): increase of up to one percentage point;

- growth rate beyond the explicit period (g): negative by up to one percentage point;
- plan free cash flow: deterioration of up to 10%.

The impairment process also included a second-level test carried out at the level of the Group as a whole. The book value of net assets allocated to the Group as a whole, before recognition of the impairment losses, is Euro 45,578 thousand. The analyses carried out, based on value in use, confirm the book values.

For the sake of full disclosure, a sensitivity analysis was also performed to determine the conditions under which, in a disruptive scenario, corporate assets could be impaired. This analysis, based on value in use, shows that up to a reduction of more than 84% (straight line) in all flows over the Plan period and in the final value, there would be no impairment of the Group's assets as a whole.

The stress tests performed, and in particular the worsening of up to 10% of the plan free cash flow, and the identification of the disruptive scenario, are aimed at taking into account potential uncertainties regarding climate change and the current economic environment with particular regard to the increase in interest rates, according to the guidance provided by ESMA.

Non-current assets

(1) Property, plant and equipment

Property, plant and equipment at the end of the year amounted to Euro 37,259 thousand.

PROPERTY, PLANT AND EQUIPMENT		
Euro thousands	Net value at 31.12.2023	Of which invest- ments
Plant and equipment	6,759	545
Industrial and commercial equipment	2,313	299
Rights of use	28,457	3,705
Total	37,529	4,549

Investments in 2023 amounted to Euro 4,549 thousand and mainly relate to:

- plant and equipment amounting to Euro 545 thousand, of which general plant for Euro 223 thousand, specific plant for Euro 33 thousand and radio broadcasting equipment for Euro 288 thousand;
- industrial and commercial equipment amounting to Euro 299 thousand and referring for Euro 269 thousand to hardware purchases and Euro 30 thousand to furniture and fittings;
- rights of use amounting to Euro 3,705 thousand and referring to the recognition of the present value of future lease payments as an asset (right of use) in relation to rental fees for cars, transmission towers and rental of guest houses. With regard to contracts for the lease of space and areas held for the positioning of radio broadcasting equipment owned by the Group, the useful life of the asset was determined considering their duration equal to the plan period, therefore, the right of use at 31 December 2023 has been increased by one year until 31 December 2027.

The changes are as follows:

PROPERTY, PLANT AND EQUIPMENT							
Euro thousands	Opening Balance	Purchases	Disposals	Deprecia- tion	Disposal of assets - Write off	Other changes	Closing Bal- ance
Historical Cost:							
Land	2,412	-	(2,412)	-	-	-	-
Buildings	28,124	-	(28,123)	-	-	-	1
Plant and equipment	85,479	545	(24,494)	-	-	0	61,530
Industrial and commercial equipment	38,087	299	(3,768)	-	(585)	-	34,033
Rights of use	53,400	2,937	-	-	-	1,193	57,530
Other assets	1	-	-	-	-	-	1
Total historical cost	207,503	3,780	(58,796)	-	(585)	1,193	153,095
Accumulated depreciation:							
Buildings	(26,031)	-	26,070	(40)	-	-	(1)
Plant and equipment	(77,766)	-	24,129	(1,134)	-	-	(54,771)
Industrial and commercial equipment	(34,831)	-	3,442	(915)	584	-	(31,720)
Rights of use	(24,881)	-	-	(5,171)	-	980	(29,072)
Other assets	(1)	-	-	-	-	-	(1)
Total accumulated depreciation	(163,510)	-	53,640	(7,260)	584	980	(115,566)
Tangible assets:							
Land	2,412	-	(2,412)	-	-	-	-
Buildings	2,093	-	(2,053)	(40)	-	-	(0)
Plant and equipment	7,713	545	(365)	(1,134)	-	0	6,759
Industrial and commercial equipment	3,256	299	(326)	(915)	(1)	-	2,313
Rights of use	28,519	2,937	-	(5,171)	-	2,173	28,457
Other assets	0	-	-	-	-	-	0
Total	43,993	3,780	(5,156)	(7,260)	(1)	2,173	37,529

Depreciation of tangible assets amounted to Euro 7,260 thousand and was determined in relation to the expected useful life. Assets purchased during the year are depreciated from the time they are available for use. The criteria used to determine them did not change from the previous year.

Disposals of Euro 5,156 thousand refer to assets sold, of which Euro 1,144 thousand referring to the Car-soli (AQ) site and Euro 4,012 thousand relating to the Milan production site (via Busto Arsizio). In particular, the assets being sold en bloc (not split up) refer to the two real estate complexes that the Group owned, used as offices and production facilities, although no longer operational. These properties refer to land, buildings, internal fixed plants and external construction works and also include two Regioman model rotary presses from MANROLAND WEB SYSTEMS no longer in use as of 16 March 2021, purchased at the end of 2004, installed in 2005 and expanded in 2008. As a result of the sale, a total capital gain of Euro 1,927 thousand was recognized, including the additional price component of Euro 750 thousand, as the specific contractually agreed conditions had been met.

The application of IFRS 16 resulted in the recognition under non-current assets of the right to use the asset covered by the contract, in particular rental of hardware and vehicles, leases of spaces and areas held for the positioning of radio broadcasting equipment owned by the Group. The value of the rights of use thus determined is Euro 28,457 thousand.

Below is the breakdown of the rights of use:

RIGHTS OF USE						
Euro thousands	Opening Bal- ance	Purchases	Disposals	Depreciation	Other changes	Closing Balance
Historical Cost:						
Right of use properties	43,256	1,537	-	-	2,032	46,825
Right of use broadcasting towers	6,662	699	-	-	(688)	6,672
Right of use cars	3,482	701	-	-	(151)	4,032
Total historical cost	53,400	2,937	-	-	1,193	57,530
Accumulated depreciation:						
Right of use properties	(19,385)	-	-	(3,732)	-	(23,118)
Right of use broadcasting towers	(3,156)	-	-	(884)	854	(3,187)
Right of use cars	(2,339)	-	-	(555)	126	(2,768)
Total accumulated depreciation	(24,881)	-	-	(5,171)	980	(29,072)
Rights of use						
Right of use properties	23,871	1,537	-	(3,732)	2,032	23,708
Right of use broadcasting towers	3,505	699	-	(884)	165	3,485
Right of use cars	1,143	701	-	(555)	(25)	1,265
Total	28,519	2,937	-	(5,171)	2,173	28,457

With reference to the lease agreement for the offices in Milan via Sarca, it should be noted that this contract provides for a term of ten years, tacitly renewable for a further six years unless one of the parties gives formal notice of termination at least twelve months prior to expiry, in accordance with current legislation. For the purposes of accounting for this lease in accordance with IFRS 16, the Group has considered the initial ten-year period as the term of the contract but has not included the renewal period as, at the date of preparation of the financial statements, it is not reasonably certain that it will exercise this option.

Other changes mainly refer to the Istat revaluation of rental contracts for offices, radio transmission systems and the amendment of certain contracts.

The following table shows the useful life of the assets included in the categories reported in the financial statements:

USEFUL LIFE OF PROPERTY, PLANT AND EQUIPMENT		
Asset category	Useful Life	Rate
Plant and equipment		
General plants	10-20 years	5%-10%
Plants (leasehold improvements)	10-12 years	8.33%-10%
Radio broadcasting systems	3-9 years	11.1%-33.33%
Industrial and commercial equipment		
Hardware	5 years	20.00%
Furniture and fittings	5-20 years	5%-20%
Electronic office equipment	5 years	20%
Acclimatization plants	20 years	5.00%
Internal means of transport	10 years	10.00%
Miscellaneous and small equipment	10 years	10%

The right of use is depreciated over the duration of the contract or, if shorter, over the useful life of the asset.

(2) Goodwill

Goodwill recorded in the financial statements amounted to Euro 15,470 thousand, unchanged from the previous year.

GOODWILL				
values in Euro thousands	Opening Balances	increases	decreases	Closing Balances
Professional Services	15,470		-	15,470

Goodwill and intangible assets with indefinite useful life are not subject to amortization but to an impairment test of their book value. For the results of the impairment test, refer to the specific paragraph.

(3) Intangible assets

Intangible assets amounted to Euro 23,667 thousand. Investments in 2023 totalled Euro 7,605 thousand.

INTANGIBLE ASSETS		
Euro thousands	Net value at 31.12.2023	Of which investments
Radio frequencies	11,074	-
Licences and software	10,934	6,011
Assets in progress and advances	1,659	1,595
Total	23,667	7,605

Investments in intangible assets amounted to Euro 7,605 thousand and included Euro 453 thousand for the capitalization of internally developed software (at 31 December 2022 they amounted to Euro 364 thousand).

Investments in assets in progress relate to software projects in progress and refer to the development of new products and development of systems for processes.

Investments in licences and software amounting to Euro 6,011 thousand refer to activities related to the development of systems for processes for Euro 2,601 thousand and the development and implementation of products, in particular digital products, for Euro 3,410 thousand.

The following table shows the nature of investments for the year.

INVESTMENTS IN LICENCES AND SOFTWARE	
	Investments 2023
Intangible assets for processes	2,601
Publishing and editorial processes	732
Business processes	680
Advertising sales cycle	459
Technological infrastructure	246
Accounting and management control system	159
Publishing sales cycle	127
HR System	110
Purchasing cycle	88
Intangible assets for product development	3,410
Online product system development	3,410
Total	6,011

Changes in intangible assets during 2023 were as follows:

INTANGIBLE ASSETS							
Euro thousands	Opening Balance	Purchases	Disposals	Depreciation	Other chang- es	Write off	Closing Balance
Historical cost:							
Newspapers	9,245	-	-	-	-	-	9,245
Trademarks	724	-	-	-	-	-	724
Radio frequencies	95,911	-	-	-	-	(3,000)	92,911
Licences and software	130,827	6,011	(132)	-	1,225	-	137,930
Assets in progress and advances	1,289	1,595	-	-	(1,225)	-	1,659
Total historical cost	237,995	7,605	(132)	-	-	(3,000)	242,469
Accumulated depreciation:							
Newspapers	(9,245)	-	-	-	-	-	(9,245)
Trademarks	(724)	-	-	-	-	-	(724)
Radio frequencies	(80,664)	-	-	(1,173)	-	-	(81,837)
Licences and software	(121,064)	-	132	(6,064)	-	-	(126,996)
Total accumulated amortization	(211,697)	-	132	(7,237)	-	-	(218,802)
Intangible assets:							
Newspapers	-	-	-	-	-	-	-
Trademarks	-	-	-	-	-	-	-
Radio frequencies	15,247	-	-	(1,173)	-	(3,000)	11,074
Licences and software	9,763	6,011	-	(6,064)	1,225	-	10,934
Assets in progress and advances	1,289	1,595	-	-	(1,225)	-	1,659
Total	26,299	7,605	-	(7,237)	-	(3,000)	23,667

Amortization of intangible assets amounted to Euro 7,237 thousand. The criteria for determining amortization of licences and software did not change compared to the previous year.

Impairment losses of Euro 3 million were recorded on the basis of the results of the impairment test; further information is provided in the specific paragraph (in 2022 impairment losses of Euro 3,960 thousand were recognized). In total, impairment losses recognized on radio frequencies amounted to Euro 12,343 thousand.

The following table shows the useful life of intangible assets.

USEFUL LIFE OF INTANGIBLE ASSETS		
Asset category	Useful life	Rate
Radio frequencies	15 years	6.67%
Licences and software	3 years	33.33%

(4) Equity investments in associates

The item as at 31 December 2023 consisted of the value of the equity investment in Sole 24 ORE Formazione S.p.A., the change occurring during the year refers to the adjustment of the value of the fraction of shareholders' equity of the investee company pertaining to the Company following the approval of the financial statements for 2022 and forecasts for the close of the year 2023.

INVESTMENTS IN ASSOCIATES

Euro thousands	31.12.2022	Valuation of invest- ment using the equity method	31.12.2023
Sole 24 ORE Formazione S.p.A.	300	(184)	116

In the previous year, on 12 October 2022 Il Sole 24 ORE S.p.A. established the company Sole 24 ORE Formazione S.p.A., operating in the training sector, with a 100% shareholding of Euro 50 thousand. Subsequently, on 9 November 2022, following the conclusion of a partnership contract with the Multiversity Group, 85% of the share capital, amounting to Euro 50 thousand, of the newly incorporated company Sole 24 ORE Formazione S.p.A. was transferred to them.

As a result of the transaction, the share capital of Sole 24 ORE Formazione S.p.A is currently held by Il Sole 24 ORE S.p.A. for 15% and by Multiversity S.p.A. for 85%. The company is listed as an equity investment in associates as a result of the signing of governance clauses agreed between the shareholders, which de facto result in "significant influence" over the company. The residual interest in Sole 24 ORE Formazione S.p.A. was recorded with the equity method; the investment is initially recognized at cost and the carrying amount is increased or decreased to recognize the investor's share of the investee's profits or losses realized after initial recognition as required in the consolidated financial statements by IAS 28.

The equity investment in the associated company amounted to Euro 116 thousand, as the book value took into account the estimated 2023 result and the waiver to the repayment of the loan previously granted by the shareholder Multiversity S.p.A. on 9 November 2022 to Sole 24 ORE Formazione S.p.A., in the amount of Euro 1,500 thousand in order to capitalize it.

(5) Non-current financial assets

This item relates to minority investments totalling Euro 828 thousand (Euro 772 thousand at 31 December 2022).

Minority investments are measured at fair value (with changes recognized in the income statement), which is considered to be close to the value of the Company's portion of equity of the investee company.

MINORITY INVESTMENTS

Euro thousands	31.12.2023	change in fair val- ue	31.12.2022
Ansa Soc. Coop a.r.l.	597	36	560
Dab Italia Società consortile per azioni	94	14	81
C.S.I.E.D.	72	1	71
Immobiliare Editoriale Giornali S.r.l.	19	(0)	19
S.F.C. Società Consortile per azioni	1	(0)	1
Player editore radio S.r.l.	7	0	6
Tavolo Editori Radio S.r.l.	39	5	33
Total minority investments	828	56	772

(6) Other non-current assets

Other non-current assets amounted to Euro 18,375 thousand as at 31 December 2023 and the breakdown is as follows:

OTHER NON-CURRENT ASSETS			
Euro thousands	31.12.2023	31.12.2022	Changes
Medium/long-term financial receivables IFRS 16	5,427	6,013	(587)
Security deposits	114	91	23
Tax receivables	65	45	20
Investments in subsidiaries	12,769	12,359	410
Total	18,375	18,508	(134)

In accordance with IFRS 16, "Medium/long-term financial receivables IFRS 16" were recorded for Euro 5,427 thousand equal to the present value of collections due under sublease agreements, the value of which was Euro 6,013 thousand at 31 December 2022 and refers primarily to the sublease agreement with the associated company Sole 24 ORE Formazione S.p.A., involving the lease of spaces of the Milan - viale Sarca office. The list of investments in subsidiaries and their changes during the year are as follows:

INVESTMENTS IN SUBSIDIARIES					
Euro thousands	Opening Balance	Coverage of losses	Results of impairment test	Measurement at equity	Closing Balance
24 ORE Cultura S.r.l.	2,107	1,089		(2,120)	1,076
Il Sole 24 ORE Eventi S.r.l.	8,470	-	(100)	1,359	9,729
Il Sole 24 ORE UK Ltd	1,319	-		125	1,444
Il Sole 24 ORE USA Inc.	462	-		57	519
Total	12,359	1,089	(100)	(579)	12,769

Investments in subsidiaries are valued using the equity method, which resulted in an expense of Euro 579 thousand in the income statement as at 31 December 2023.

On 2 August 2023, Il Sole 24 ORE S.p.A. capitalized 24 ORE Cultura S.r.l. by waiving trade receivables in the amount of Euro 1,089 thousand, to be allocated to the capital account reserves. The investment was therefore increased by Euro 1,089 thousand.

In consideration of the impairment tests performed, an impairment loss of Euro 100 thousand was also recognized on the equity investment in the subsidiary Il Sole 24 ORE Eventi S.r.l. For further information, reference should be made to the section entitled "Impairment test".

(7) Deferred tax assets and deferred tax liabilities

The items express the effect of deferred tax assets and liabilities calculated, respectively, on deductible and taxable differences temporarily arising between the book values and tax values.

The amounts at 31 December 2023 and 31 December 2022 of deferred tax assets and deferred tax liabilities are shown in the table below:

DEFERRED TAX ASSETS AND LIABILITIES			
	31.12.2023	31.12.2022	Changes
Deferred tax assets	11,024	14,147	(3,123)
Deferred tax liabilities	3,090	4,254	(1,164)
Net	7,934	9,893	(1,959)

The following table shows the changes during the year.

DEFERRED TAX ASSETS AND DEFERRED TAX LIABILITIES			
Euro thousands	Deferred tax assets	Deferred tax liabilities	Net
Balance at 31/12/2023	14,147	(4,254)	9,893
Other effects in the income statement	(3,123)	1,164	(1,959)
Balance at 31/12/2021	11,024	(3,090)	7,934

Deferred tax assets relate to tax assets recognized on tax losses that can be carried forward for Euro 10,217 thousand and to assets recognized on other temporary differences for Euro 807 thousand.

In this regard, it should be noted that article 23, paragraph 9, of Decree Law no. 98 of 6 July 2011 allows the recovery of tax losses without maturity. However, taking into account the unpredictability inherent in estimating future taxable earnings, the Group has not recognized deferred tax assets since 2013.

During the year, taxable income determined within the tax consolidation was positive, allowing for the absorption of deferred tax assets on the use of prior losses for a total of Euro 1,232 thousand.

Deferred tax assets on other timing differences arise from taxed changes that will be reversed in future years, mainly in relation to taxed provisions and asset impairment. During 2023, these temporary differences were reduced, resulting in the use of deferred tax assets of Euro 192 thousand.

As in previous years, the valuation of deferred tax assets on past losses was performed using recovery forecasts consistent with the new 2024-2027 Business Plan, and extending these forecasts to the subsequent period. In continuity with the previous period, for this subsequent period a reduction of the projected tax base of 60% was applied, and beyond 2030 the reduction was 100%.

This approach resulted in a further reduction of deferred tax assets on previous losses by Euro 1,700 thousand.

If there are negative differences between the forecasts contained in the Plan and the actual figures available, the relevant accounting item will have to be written down. Under no circumstances will the Group recognize new deferred tax assets on prior losses before it has stably returned to taxable income. Similarly, the Group, pending said conditions, does not recognize deferred tax assets on new deductible temporary differences arising from the 2019 financial year.

The total theoretical tax asset on losses, which the Group did not recognize (determined on the basis of the last tax return filed and the estimated tax burden for the year 2023) amounted to Euro 82 million.

Deferred tax liabilities are recognized on the value of concessions and radio frequencies originally recognized following reorganization operations and following the tax-only amortization of concessions and radio frequencies with indefinite useful life.

During the year, deferred tax liabilities were reduced by:

- Euro 327 thousand in relation to the recognition of non-deductible statutory amortization on frequencies encumbered by deferred tax liabilities;
- Euro 837 thousand for the impairment on frequencies encumbered by deferred tax liabilities.

Details at 31 December 2023 and 2022 of deferred tax assets and deferred tax liabilities are shown in the following table:

DEFERRED TAX ASSETS AND DEFERRED TAX LIABILITIES						
Euro thousands	Business		Liabilities		Net	
	FY 2023	FY 2022	FY 2023	FY 2022	FY 2023	FY 2022
Property, plant and equipment	-	76	-	-	-	76
Intangible assets	-	-	(3,090)	(4,254)	(3,090)	(4,254)
Receivables and provisions	808	924	-	-	808	924
Other	-	-	-	-	-	-
Losses that can be carried forward	10,217	13,149	-	-	10,216	13,149
Deferred tax assets (liabilities)	11,024	14,148	(3,090)	(4,254)	7,934	9,894
Reclassification of taxes	-	-	-	-	-	-
Net deferred tax assets (liabilities)	11,024	14,148	(3,090)	(4,254)	7,934	9,894

CHANGES IN DEFERRED TAX ASSETS/LIABILITIES OF IL SOLE 24 ORE S.p.A.			
Euro thousands	31.12.2023	31.12.2022	Recognized in the separate income statement
	Property, plant and equipment	-	76
Intangible assets	(3,090)	(4,254)	1,164
Receivables and provisions	808	924	(116)
Losses that can be carried forward	10,217	13,149	(2,932)
Deferred tax assets (liabilities)	7,935	9,895	(1,960)

Current assets

(8) Inventories

Inventories amounted to Euro 1,474 thousand and are broken down as follows:

INVENTORIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Paper	1,346	1,606	(260)
Inks	-	27	(27)
Photographic material	-	9	(9)
Raw, ancillary and consumable materials	1,346	1,642	(296)
Work in progress and semi-finished products	(0)	(0)	-
Books	180	185	(5)
Other products	12	13	(1)
Provision for write-down of finished products	(63)	(86)	23
Finished products	129	112	17
Total	1,474	1,754	(279)

Inventories are shown net of provisions for inventory write-downs, which have changed as follows:

PROVISION FOR WRITE-DOWNS				
Euro thousands	Opening Balance	Allocations	Use of provisions	Closing Balance
Provision for write-down of finished products	(86)	(17)	41	(63)

(9) Trade receivables

Trade receivables amounted to Euro 64,687 thousand and are broken down as follows:

TRADE RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Receivables from customers	70,196	67,307	2,889
Provision for returns to be received	(445)	(267)	(178)
Bad debt provision	(5,065)	(4,779)	(286)
Net receivables from customers	64,687	62,262	2,425

Trade receivables amounted to Euro 64,687 thousand at 31 December 2023 and are recorded net of securitized receivables sold on a definitive basis without recourse for Euro 9,288 thousand.

The Company's trade receivables include securitized receivables assigned with recourse for Euro 8,098 thousand. When the proceeds from the disposal of the receivable are recognized, a balancing entry is recognized in current financial liabilities.

It should also be noted that the balance of trade receivables includes receivables, totalling Euro 2,775 thousand, belonging to customers in the securitization portfolio but not yet sold at 31 December 2023. These receivables will soon be sold with reference to the portfolio of customers transferred on a definitive basis without recourse.

As already highlighted, on 23 November 2023 the Company terminated in advance the securitization transaction carried out by the vehicle company Monterosa SPV S.r.l., which calls for transferring collections and any residual receivables assigned with recourse by April 2024.

SECURITIZED LOANS		
Euro thousands	Nominal value receivables assigned at 31 December 2023	Nominal value receivables to be assigned at 31 December 2023
Receivables securitized without recourse	9,288	2,775
Receivables securitized with recourse	8,098	-
Total	17,386	2,775

The value of trade receivables is shown net of the provision for returns to be received, amounting to Euro 445 thousand, which will occur in the following year. The value of receivables is net of the bad debt provision of Euro 5,065 thousand. Changes in these provisions were as follows:

PROVISION FOR RETURNS TO BE RECEIVED AND BAD DEBT PROVISION				
Euro thousands	Opening Balance	Allocations	Use of provisions and other changes	Closing Balance
Provision for returns to be received	(267)	(248)	70	(445)
Bad debt provision	(4,779)	(654)	367	(5,065)
Total	(5,045)	(902)	437	(5,510)

(10) Other receivables

The item amounted to Euro 2,714 thousand and the breakdown is as follows:

OTHER RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Change
Ordinary supplier advances	687	996	(309)
Tax receivables	816	58	757
Receivables relating to personnel	45	65	(20)
Current taxes	629	1	629
Other receivables	538	205	333
Bad debt provision - other receivables	(1)	(1)	-
Total	2,714	1,324	1,390

Ordinary supplier advances include advances to agents of Euro 346 thousand.

Other receivables are shown net of the bad debt provision for other receivables.

Tax receivables are broken down as follows:

TAX RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Tax credits for distribution costs art. 67, paragraph 1 of Decree Law no. 73 of 25 May 2021	816	-	816
VAT Receivable	-	58	(58)
Total	816	58	757

The item amounting to Euro 816 thousand refers to the residual amount of the tax credit recognized for the year 2021 in favour of newspaper and periodical publishing companies registered with the ROC on the expenses incurred in the year 2020 for the distribution of the titles published, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021. Receivables from personnel amounting to Euro 45 thousand refer to provisions for employee expenses.

The breakdown of other receivables is as follows:

OTHER RECEIVABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Receivables from social security institutions	89	83	6
Receivables from Poste Italiane	7	10	(3)
Receivables from tax consolidation	353	-	353
Other	89	113	(23)
Total	538	205	333

(11) Other current financial assets

Other current financial assets amounted to Euro 3,106 thousand.

OTHER CURRENT FINANCIAL ASSETS			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial receivables	2,165	3,257	(1,092)
Other financial receivables	-	78	(78)
Short-term financial receivables IFRS 16	942	640	301
Total	3,106	3,975	(869)

The item, amounting to Euro 2,165 thousand, refers for Euro 1,085 thousand to financial receivables restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan - Via Monte Rosa office and interest income accrued on time deposits.

Short-term financial receivables IFRS 16 amounting to Euro 942 thousand refer to receivables relating to the sublease of properties to third parties and are attributable to the sublease agreement with the associated company Sole 24 ORE Formazione S.p.A., involving the lease of spaces in the Milan - viale Sarca office.

(12) *Other current assets*

The item amounted to Euro 6,034 thousand and consisted of prepaid expenses broken down as follows:

PREPAID EXPENSES			
Euro thousands	31.12.2023	31.12.2022	Changes
Agents' commissions	4,290	3,986	304
User licence fees	588	421	167
Royalties on software fees	380	326	54
Hardware and software maintenance fees	331	539	(208)
Provision of IT services	50	41	9
Insurance premiums	3	41	(38)
Other	392	293	99
Total	6,034	5,647	387

(13) *Cash and cash equivalents*

Cash and cash equivalents amounted to Euro 65,060 thousand, up Euro 17,462 thousand (Euro 47,598 thousand at the beginning of the year).

Cash and cash equivalents consist of cash on hand, equivalents and demand or short-term deposits with banks that are actually available and readily realizable.

During 2023, the Company opened three time deposits with leading banks, for a total of Euro 40 million, maturing in January 2024 (three-six month term) and with rates of return in line with the monthly average of the 1M/360 Euribor. As at 31 December 2023, the Company could make use of these sums with no restriction. The relative financial income is received on the instrument maturity date or on the settlement date if earlier.

CASH AND CASH EQUIVALENTS			
Euro thousands	31.12.2023	31.12.2022	change
Cash and cash equivalents	65,060	47,598	17,462

Equity

(14) Equity

Consolidated equity at 31 December 2023 amounted to Euro 23,598 thousand and compared to a figure of Euro 15,925 thousand at 31 December 2022, increased Euro 7,673 thousand from the previous year due to the following effects:

- profit for the year of Euro 7,708 thousand;
- actuarial adjustments to employee severance indemnities and expenses recognized in equity for Euro 35 thousand.

Information is provided below on the composition of equity items in relation to their nature, formation, availability and possibility of distribution:

STATEMENT OF COMPOSITION OF SHAREHOLDERS' EQUITY ITEMS

Equity items	Amount	Of which: formed with prof- its	Of which: formed with capi- tal	Of which: in tax suspen- sion	Possibility of use (*) (**)	Available share	Distributa- ble share	Utiliza- tions for losses from 2020 to 2022	Utiliza- tions for other reasons
Ordinary shares subscribed and paid up	78		78						
Special shares subscribed and paid up	492		492						
Share capital	570	-	570	-				-	
Share premium reserve	19,452		19,452		A,B,C	19,452		-	
Legal reserve	114				B				
Non-distributable equity investment revaluation reserve (pursuant to art. 2426)	509				B				
Profits/losses carried forward	(826)						-	22,032	
Capital and profit reserves	19,249	-	19,452	-	-	19,452	-	22,032	
Total capital and reserves	19,819	-	20,022	-		19,452	-	22,032	
Employee severance indemnity (TFR) reserve - IFRS adjustment	(3,929)								
Profit (loss) for the year	7,708								
Total Equity	23,598								

(*) The use of reserves subject to tax suspension has effects on the taxation of the company and shareholders

(**) Key:

A for capital increase

B for coverage of losses

C for distribution to shareholders

ers

(15) Share capital

The share capital, fully subscribed and paid in, amounts to Euro 570,125, divided into 65,345,797 shares, of which 9,000,000 ordinary shares (13.77% share capital) and 56,345,797 special category shares (86.23% share capital), of which 330,202 treasury shares. The book value of treasury shares, amounting to Euro 22,447 thousand, is reduced to zero by an equity item of the same amount.

Special category shares are assigned, on the profit distributed by the Shareholders' Meeting, a preferential dividend of 5%, equal to Euro 2.60 per share or, if higher, to the share implicit par value, which may not be accumulated from one financial year to the next.

(16) Capital reserves

Capital reserves refer to the share premium reserve and amounted to Euro 19,452 thousand, unchanged from 31 December 2022.

(17) Other reserves

On 27 April 2023 the Ordinary Shareholders' Meeting approved the allocation of the year's profit of Euro 623,172 for Euro 114,025 to the "Legal Reserve", so that the latter is equal to one-fifth of the Share Capital, pursuant to article 2430 of the Italian Civil Code, and for Euro 509,147 to the "Restricted reserve from the write-back of equity investments measured using the equity method".

The item other reserves amounted to a negative Euro 3,306 thousand and the breakdown is as follows:

OTHER RESERVES			
Euro thousands	31.12.2023	31.12.2022	Changes
Legal reserve	114	-	114
Employee severance indemnity (TFR) reserve - IAS adjustment	(3,929)	(3,894)	(35)
Restricted reserve from the write-back of equity investments measured using the equity method	509	-	509
Total	(3,306)	(3,894)	588

(18) Profits (losses) carried forward

Profits (losses) carried forward were negative at Euro 826 thousand, unchanged compared to the previous year.

(19) Profit for the year

The profit for the year was Euro 7,708 thousand. In 2022, the financial year had ended with a profit of Euro 623 thousand.

Non-current liabilities**(20) Non-current financial liabilities**

Non-current financial liabilities amounted to Euro 76,889 thousand and comprise:

NON-CURRENT FINANCIAL LIABILITIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Non-convertible bond	43,263	42,940	323
Financial payables IFRS 16	33,636	34,506	(870)
Other financial payables	-	971	(971)
Total	76,899	78,417	(1,518)

Non-current financial liabilities include the senior unsecured and non-convertible bond with a principal amount of Euro 45 million and a duration of 7 years, repayable at maturity in one instalment (bullet repayment) only to qualified investors. The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The initial measurement of financial liabilities was carried out at fair value, net of transaction costs that are directly attributable to underwriting (Euro 2,487 thousand). After initial recognition, the financial liability was measured at amortized cost, using the effective interest method.

As a result of the application of IFRS 16, non-current financial payables of Euro 33,636 thousand were recorded at 31 December 2023, deriving from lease agreements relating to the Group's offices, capital goods (rental of hardware and cars) and lease of space and areas held for the positioning of radio broadcasting equipment owned by the Group. The change of Euro 870 thousand is mainly attributable to payments for the year, partially offset by the Istat increase on lease agreements for the Company's offices, radio broadcasting equipment, the extension of the lease agreement on the Rome office and new lease agreements for capital goods.

The item other financial payables attributable to the present value at 31 December 2023 of the deferred component, relating to the indemnity deriving from the settlement agreement for the early termination of the lease agreement for the former Milan - Via Monte Rosa office, is recognized in its entirety under current financial liabilities.

(21) *Employee benefits*

The item employee benefits, amounting to Euro 9,031 thousand, refers to employee severance indemnities and changed as follows during the year:

EMPLOYEE BENEFITS					
Euro thousands	Opening Balance	Financial income and expenses	Actuarial gains and losses	Utilizations for payments	Closing Balance
Employee severance indemnity (TFR)	10,159	460	35	(1,624)	9,031

The main actuarial assumptions used to estimate the benefits to be recognized on termination of employment are as follows:

Demographic assumptions:

- for mortality, the IPS55 tables were used;
- the annual probability of a request for advance payment of employee severance indemnities (TFR) was set at 2%, based on the historical data of the Companies included in the valuation.

Economic financial assumptions:

- the discount rate was determined to be 3.40% based on Euro area High Quality Corporate Bonds;
- the inflation rate used was 1.90%;
- the average percentage of accrued severance indemnity (TFR) requested in advance was set at 7.5%, based on historical data.

(22) *Provisions for risks and charges*

Provisions for risks and charges at 31 December 2023 amounted to Euro 7,608 thousand and changed as follows:

PROVISION FOR RISKS AND CHARGES						
Euro thousands	Opening Balance	Allocations	Use of provisions and other changes	actuarial valuation	Releases	Closing Balance
Provision for litigation	2,204	582	(473)		(205)	2,108
Provision for other risks	1,983	2,299	(332)		(744)	3,206
Provision for agents' indemnities	2,464	556	(14)	(66)	(645)	2,295
Total	6,651	3,437	(819)	(66)	(1,594)	7,608

The provision for litigation (Euro 2,108 thousand) covers risks known at the date of preparation of these consolidated financial statements. These risks relate primarily to litigation involving personnel and agents (Euro 1,782 thousand), litigation against the newspaper (Euro 214 thousand) and Radio (Euro 105 thousand), and other litigation (Euro 7 thousand).

Uses of the provision for litigation amounted to Euro 473 thousand and consisted primarily of litigation involving the newspaper (Euro 52 thousand), litigation involving personnel and agents (Euro 389 thousand) and Radio (Euro 32 thousand). Releases totalled Euro 205 thousand, of which Euro 164 thousand related to litigation involving personnel and agents, Euro 27 thousand to litigation involving the newspaper and Euro 14 thousand to Radio.

Allocations to the provision for litigation of Euro 582 thousand relate to litigation involving personnel and agents for Euro 469 thousand, litigation against the newspaper for Euro 73 thousand, Euro 39 thousand Radio and other litigation for Euro 1 thousand.

The provision for other risks amounted to Euro 3,206 thousand and covers the following risks:

- risks for terminated agents amounting to Euro 1,154 thousand. In 2023, there were allocations of Euro 791 thousand, uses of Euro 332 thousand and releases for Euro 22 thousand;
- risks related to the claim for contractual and commercial damages in the amount of Euro 1,900 thousand. Provisions of Euro 1,500 thousand were recognized during the year;
- risks relating to potential critical issues for social security risks in the amount of Euro 69 thousand;
- risks for other litigation totalling Euro 70 thousand to cover Radio contingent liabilities;
- other risks for a total of Euro 13 thousand.

In 2023, following the sale of the production sites in Milan and Carsoli (AQ) and the sale of the production plant in Medicina (BO), Euro 720 thousand in provisions set aside in previous years were released against the elimination of the relative contingent liabilities.

Lastly, during the year the Company received a summons from Business School24 S.p.A. contesting the trademark used to re-enter the training business. The risk was assessed with reference to the claims made, also in view of the still preliminary stage of the litigation and the judge's recommendation to the parties to come to an agreement.

The agents' termination indemnity includes provisions to cover risks arising from early termination of contracts and those relating to the termination of the agency relationship pursuant to article 1751 of the Italian Civil Code. The actuarial valuation of the agents' termination indemnity is based on the following actuarial assumptions:

- discount rate 3.40%
- mortality tables IPS55
- disability tables INPS
- voluntary turnover rate 6.0%
- corporate turnover rate 5.0%
- retirement current compulsory general insurance requirements.

(23) Other non-current liabilities

Other non-current liabilities totalled Euro 7,439 thousand, in which they amounted to Euro 6,561 thousand relating to the medium-term portion of the liability recognized in relation to restructuring expenses incurred during the year 2021. The change refers to the reclassification of Euro 879 thousand from current

to non-current liabilities of the liability for restructuring charges following the recalculation and revision of scheduling.

Current liabilities

(24) *Bank overdrafts and loans due within one year*

BANK OVERDRAFTS AND LOANS DUE WITHIN ONE YEAR			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial payable for securitization with recourse and other	8,098	14,081	(5,984)

These amount to Euro 8,098 thousand (Euro 14,081 thousand in the previous year) and refer to the financial payable relating to the securitization of trade receivables with recourse.

(25) *Other current financial liabilities*

The item at 31 December 2023 was Euro 16,081 thousand. The details are provided below:

OTHER CURRENT FINANCIAL LIABILITIES			
Euro thousands	31.12.2023	31.12.2022	Changes
Financial payables IFRS 16	6,248	4,659	1,589
Current account with 24ORE Cultura S.r.l.	3,337	2,465	872
Current account with Il Sole 24 Ore Eventi S.r.l.	4,221	1,499	2,722
Financial payables for non-recourse management	1,342	3,029	(1,687)
Short-term portion of Non-convertible senior unsecured bond	933	933	-
Total	16,081	12,585	3,496

Other current financial liabilities amounted to Euro 16,081 thousand (Euro 12,585 thousand at 31 December 2022) and mainly relate to short-term financial payables arising from the application of IFRS 16, relating to short and medium-term financial liabilities arising from the present value of future payments on lease agreements of Euro 6,248 thousand. The item other financial payables for non-recourse management and other payables amounting to Euro 1,342 thousand includes: (i) the financial payable of Euro 269 thousand to Monterosa SPV S.r.l. for the management of the collection of receivables securitized without recourse; (ii) other financial payables relating to the current portion of the payable for the indemnity deriving from the settlement agreement for the early termination of the lease agreement for the Milan - Via Monte Rosa office.

Other current financial liabilities also include current account relations with the subsidiaries 24 ORE Cultura S.r.l. and Il Sole 24 ORE Eventi S.r.l.

(26) Trade payables

Trade payables amounted to Euro 80,961 thousand and the breakdown is as follows:

TRADE PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Suppliers	35,935	28,386	7,549
Deferred income	37,423	37,097	326
Trade payables to subsidiaries	1,485	1,999	(514)
Trade payables to associates and minorities	106	95	11
Other trade payables	6,011	5,740	271
Total	80,961	73,317	7,643

Other trade payables amounted to Euro 6,011 thousand, of which Euro 4,766 thousand relating to payables to agents.

Deferred income is broken down as follows:

DEFERRED INCOME			
Euro thousands	31.12.2023	31.12.2022	Changes
Electronic publishing by subscription	26,808	26,268	540
Royalties	3,833	4,833	(1,000)
Services	2,162	1,760	402
Subscriptions II Sole 24 ORE Newspaper	2,034	2,247	(213)
Subscription software	1,263	1,061	202
Sale of magazines	396	646	(250)
Other deferred income	927	282	645
Total	37,423	37,097	326

The item Royalties amounting to Euro 3,833 thousand refers to the proceeds from the sale of the controlling interest in Sole 24 ORE Formazione S.p.A., which were deferred over a period of 5 years by virtue of the Group's involvement in the partnership, as provided for in the agreements entered into with the Multi-versity Group on 9 November 2022.

(27) Other current liabilities

There are no other current liabilities (in the previous year they amounted to Euro 719 thousand and referred to current tax payables). As at 31 December 2023, the liability for current taxes was recorded as a reduction of the advances paid during the year.

(28) Other payables

Other payables amounted to Euro 17,276 thousand and the breakdown is as follows:

OTHER PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Payables to personnel for restructuring	2,444	5,627	(3,183)
13th and 14th monthly salaries accrued but not paid	1,172	1,258	(86)
Payables for holidays accrued and not taken	1,771	2,375	(603)
Social security institutions	5,494	5,132	361
Tax payables	3,165	3,044	122
Other personnel expenses	2,435	1,161	1,274
Sundry payables	794	782	11
Total	17,276	19,379	(2,103)

Payables to personnel for restructuring, amounting to Euro 2,444 thousand, relate to the liability recorded for short-term restructuring expenses. Disbursements for restructuring expenses made in 2023 amounted to Euro 1,855 thousand (Euro 3,799 thousand in 2022). In 2023, the liability recorded in the financial statements for restructuring expenses to personnel was restated, which resulted in the recognition of income of Euro 449 thousand (in 2021, income of Euro 555 thousand) and the reclassification of the component to be settled beyond 12 months, amounting to Euro 879 thousand.

Tax payables amounted to Euro 3,165 thousand and regard payables to the tax authorities for withholding tax on income from self-employment and employment and VAT payable. Taxes payable are broken down as follows:

TAX PAYABLES			
Euro thousands	31.12.2023	31.12.2022	Changes
Withholding taxes on employee income	2,483	2,615	(132)
Withholding taxes on self-employment income	224	239	(15)
VAT payable	407	48	359
Other tax payables	51	142	(91)
Total	3,165	3,044	121

Statement of profit (loss)**(29) Revenues**

REVENUES				
Euro thousands	FY 2023	FY 2022	Change	% change
Publishing revenues	95,255	96,844	(1,589)	-1.6%
Advertising revenues	82,892	83,582	(690)	-0.8%
Other revenues	18,112	13,658	4,454	32.6%
Total	196,259	194,084	2,175	1.1%

In 2023, the Company reported revenues of Euro 196,259 thousand, up Euro 2,175 thousand (+1.1%) compared to the previous year.

Publishing revenues amounted to Euro 92,255 thousand, a decrease of Euro 1,589 thousand (-1.6%) compared to 2022, when they amounted to Euro 96,844 thousand.

Advertising revenues of Euro 82,892 thousand were down Euro 690 thousand (-0.8%) compared to 2022.

Other revenues of Euro 18,112 thousand were up Euro 4,454 thousand (+32.6%) compared to the previous year.

(30) *Other operating income*

OTHER OPERATING INCOME				
Euro thousands	FY 2023	FY 2022	Change	% change
Contributions	3,547	1,029	2,518	244.6%
Recovery of sundry expenses	2,699	2,360	340	14.4%
Releases of provisions	1,594	1,727	(133)	-7.7%
Contingent assets	762	3,186	(2,424)	-76.1%
Other	429	504	(75)	-14.8%
Total	9,031	8,806	(2,292)	-26.0%

The item contributions amounting to Euro 3,547 thousand refers primarily to the tax credit received for the year 2021 in favour of newspaper and periodical publishing companies registered with the ROC on the expenses incurred in the year 2020 for the distribution of the titles published, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021. That contribution came to Euro 2,146 thousand. In 2023, income in the amount of Euro 821 thousand was also recognized in respect of a tax credit in favour of newspaper and periodical publishing companies registered with the ROC on expenses incurred in the year 2021 to purchase the paper used to print the titles published.

Releases of provisions amounted to Euro 1,594 thousand and refer to the release of provisions for risks and charges, to which reference should be made (note 22 of the Notes to the financial statements).

The item contingent assets includes income relating to the collection of Euro 200 thousand as a settlement amount related to the liability action brought against the former Editorial Director. In 2022, it included Euro 2,600 thousand related to the approval of the partial settlement of the liability action pursuant to articles 2392 and 2393 of the Italian Civil Code, in execution of which the Company had collected this amount.

(31) *Personnel costs*

PERSONNEL COSTS				
Euro thousands	FY 2023	FY 2022	Change	% change
Wages, salaries and remuneration	48,330	50,420	(2,090)	-4.1%
Contributions and pension fund	15,614	16,681	(1,067)	-6.4%
Employee severance indemnity (TFR)	3,924	3,812	112	2.9%
Overtime, holidays and other costs	2	978	(976)	-99.8%
Total personnel costs	67,871	71,890	(4,020)	-5.6%
of which non-recurring (expenses) and income	449	555	(106)	-19.1%
Total personnel costs net of non-recurring expenses and income	68,320	72,445	(4,126)	-5.7%

Personnel costs of Euro 67,871 thousand decreased by Euro 4,020 thousand compared to 2022, when they amounted to Euro 71,890 thousand. The change is mainly linked to a lower cost resulting from the reduction in the workforce and turnover trends, as well as the increased use of the residual holiday provision. The average number of employees, 668, decreased by 52 (mainly graphic designers and printers) compared with the previous year when it amounted to 720.

In the year, personnel costs of Euro 453 thousand (Euro 364 thousand in 2022) were capitalized for internally developed software. It should also be noted that personnel carried out additional projects aimed at innovation that did not qualify for capitalization.

(32) Purchases of raw and consumable materials

PURCHASES OF RAW AND CONSUMABLE MATERIALS				
Euro thousands	FY 2023	FY 2022	Change	% change
Purchase of paper	4,216	5,166	(950)	-18.4%
Purchase of material for plant maintenance	18	28	(10)	-36.1%
Purchase of fuel	15	28	(13)	-46.4%
Other sundry costs	35	27	8	29.9%
Adjustments previous years	-	(20)	20	98.2%
Total	4,285	5,228	(945)	-18.1%

Purchases of raw and consumable materials amounted to Euro 4,285 thousand, down by Euro 946 thousand (-18.1%) compared to 2022 (amounting to Euro 5,228 thousand) and are mainly represented by the purchase of paper. It should be noted that the cost of paper increased in 2023 compared to the previous year.

(33) Costs for services

COSTS FOR SERVICES				
Euro thousands	FY 2023	FY 2022	Change	% change
Commissions and other sales expenses	21,795	20,451	1,344	6.6%
Distribution costs	13,333	15,076	(1,743)	-11.6%
Promotional and commercial expenses	10,622	9,019	1,603	17.8%
IT and Software services	8,567	7,497	1,070	14.3%
Editorial costs	7,316	7,094	222	3.1%
Printing costs	6,365	6,244	121	1.9%
Other consultancy costs	4,344	4,227	117	2.8%
Sundry production costs	1,991	1,878	113	6.0%
Utilities (telephone, energy, water, etc.)	1,673	1,085	588	54.2%
Maintenance and repair expenses	1,451	1,429	22	1.5%
Fees for Corporate Bodies and Independent Auditors	1,584	1,522	62	4.1%
News purchase costs	1,418	1,368	50	3.7%
General services expenses	907	1,068	(161)	-15.1%
News agency costs	1,305	1,303	2	0.2%
Employee services	1,247	1,354	(107)	-7.9%
Preparation costs	1,127	1,071	56	5.2%
Bank fees	678	771	(93)	-12.1%
Insurance expenses	832	878	(46)	-5.2%
Administrative services	681	417	264	63.3%
Product storage costs	328	309	19	6.2%
Reimbursement of personnel expenses	549	396	153	38.6%
Packaging costs	96	69	27	39.3%
Costs for conferences and exhibitions	371	65	306	469.2%
Adjustments previous years	14	160	(146)	-91.4%
Total	88,596	84,749	3,846	4.5%

Costs for services amounted to Euro 88,596 thousand and were up overall by Euro 3,846 thousand (+4.5%) compared to 2022, when they amounted to Euro 84,749 thousand.

In particular, it should be noted that:

- commissions and other sales expenses increased by Euro 1,344 thousand (+6.6% from Euro 20,451 to 21,795 thousand);
- expenses for IT and software services increased by Euro 1,070 thousand (+14.3% from Euro 7,497 to 8,567 thousand);
- promotional and commercial expenses increased by Euro 1,603 thousand (+17.8% from Euro 9,019 to 10,622 thousand);
- expenses for utilities rose by Euro 588 thousand (+54.2% from Euro 1,085 to 1,673 thousand);
- distribution costs were down Euro 1,743 thousand (-11.6% from Euro 15,076 to 13,333 thousand).

(34) Costs for rents and leases

COSTS FOR RENTS AND LEASES				
Euro thousands	FY 2023	FY 2022	Change	% change
Other fees	2,565	2,171	394	18.2%
Rental fees for mixed use cars	839	761	78	10.3%
Lease expenses and payables	447	508	(62)	-12.1%
Royalties	1,976	1,777	198	11.2%
Rental fees for radio broadcasting systems	394	416	(22)	-5.3%
Hardware rental-lease fees	49	52	(3)	-6.4%
Copyrights	168	256	(88)	-34.4%
Other sundry costs	66	68	(1)	-2.1%
Adjustments previous years	0	(4)	4	108.4%
Total	6,504	6,005	499	8.3%

Costs for rents and leases amounted to Euro 6,504 thousand and increased by Euro 499 thousand compared to 2022. This item includes the costs of rental contracts which, also on the basis of the contractual clauses applied, did not require the recognition of rights of use in accordance with IFRS 16.

(35) Other operating expenses

OTHER OPERATING EXPENSES				
Euro thousands	FY 2023	FY 2022	Change	% change
VAT to be paid by the Publisher	530	587	(58)	-9.8%
Other taxes and duties	567	724	(157)	-21.7%
Entertainment expenses	145	124	20	16.5%
Purchase of newspapers and magazines	252	263	(11)	-4.4%
Expenses for membership fees	300	289	11	4.0%
Expenses for prize contests	3	3	(0)	-1.1%
Other sundry expenses	305	388	(83)	-21.4%
Adjustments previous years	(3)	(317)	313	99.0%
Total	2,098	2,061	36	1.8%

(36) Change in value of tangible and intangible assets

Change in value of tangible and intangible assets amounted to Euro 3,912 thousand and refers to:

CHANGE IN VALUE OF TANGIBLE AND INTANGIBLE ASSETS		
Euro thousands	FY 2023	FY 2022
Write-down concessions and radio frequencies	(3,000)	(3,960)
Write-down Carsoli property	-	(1,460)
Impact IFRS 16 sub-lease Sarca property		1,508
Total impairment losses on assets	(3,000)	(3,912)

The item amounting to Euro 3 million refers to the write-down of euro radio frequencies due to the results of the impairment test, for which reference should be made to the respective section.

(37) Gain/loss on disposal non-current assets

In 2023, capital gains amounted to Euro 1,652 thousand (in 2022 capital gains of Euro 85 thousand), mainly relating to the sale of production sites (for Euro 1,926 thousand) and partly offset by capital losses (of Euro 305 thousand) deriving almost entirely from Istat changes applied to rental and lease agreements under IFRS 16.

In particular, the overall gain of Euro 1,927 thousand was recognized following the sale en bloc (not split up) of the two real estate complexes that the Group owned, used as offices and production facilities, although no longer operational. These properties are located in Milan and Carsoli (AQ) and refer to land, buildings, internal fixed plants and external construction works. The assets sold also included two Regioman model rotary presses from MANROLAND WEB SYSTEMS purchased at the end of 2004, installed in 2005 and expanded in 2008. The capital gain recognized as of 31 December 2023 was also determined considering the additional price component of Euro 750 thousand set forth in contractual agreements underlying the sale of the Via Busto Arsizio property in Milan, as this amount was released due to the fact that certain contractually agreed conditions were not met.

(38) Financial income (expenses)

FINANCIAL INCOME (EXPENSES)				
Euro thousands	FY 2023	FY 2022	Change	% change
Financial income from cash uses	1,367	85	1,282	1509.1%
Other financial income	469	508	(39)	-7.7%
Exchange rate gains	31	16	14	86.5%
Total income	1,866	609	1,257	206.3%
Exchange rate losses	(18)	(42)	25	58.5%
Financial expenses on short-term payables	(2,227)	(2,227)	0	0.0%
Amortized cost	(325)	(307)	(18)	-5.9%
Other financial expenses	(3,215)	(2,242)	(973)	-43.4%
Total expenses	(5,785)	(4,819)	(967)	-20.1%
Total	(3,919)	(4,209)	290	6.9%

Net financial income and expenses were a negative Euro 3,919 thousand and increased by Euro 290 thousand compared to 2022.

Other financial income mainly relates primarily to interest income earned on cash and cash equivalents in the amount of Euro 1,367 thousand (in 2022 it amounted to Euro 85 thousand) and income from the actuarial valuation of the provision for agents' termination indemnity in accordance with IAS 37 (Euro 66 thousand; Euro 420 thousand in 2022).

Financial expenses on short-term payables relate to interest expenses on the unsecured non-convertible bond.

The application of IFRS 16 resulted in the recognition of negative financial income and expenses of Euro 869 thousand (Euro 1,131 thousand in 2022).

(39) Other income (expenses) from investment assets and liabilities

Other income from investment assets and liabilities amounted to a negative Euro 908 thousand (income of Euro 1,384 thousand in 2022) and related to:

- the value of investments in subsidiaries measured using the equity method, which resulted in the recognition of an expense of Euro 579 thousand as at 31 December 2023 (Note 6). In the previous year, income of Euro 1,642 thousand was recognized;
- income of Euro 56 thousand deriving from the fair value measurement of minority investments (Note 5). In 2022, income of Euro 42 thousand was recognized;
- a write-down of Euro 100 thousand of the investment in the subsidiary Il Sole 24 ORE Eventi S.r.l., due to the results of the impairment test.

(40) *Income taxes*

The main components of income taxes for the years ended 31 December 2023 and 31 December 2022 are as follows:

TAXES			
Euro thousands	FY 2023	FY 2022	Change
IRES	(308)	(516)	208
IRAP	(663)	(792)	128
Income (Expenses) from tax consolidation	(295)	(228)	(67)
Taxes of previous years	(64)	(44)	(20)
Total current taxes	(1,331)	(1,580)	249
Use of provision for deferred taxes	1,164	947	217
Deferred tax assets/liabilities	(3,123)	(5,844)	2,721
Total current taxes	(1,959)	(4,897)	2,938
Total	(3,290)	(6,477)	3,187

It should be noted that Il Sole 24 ORE S.p.A. and its Italian subsidiaries have adopted the group taxation regime pursuant to article 117 et seq. of Presidential Decree no. 917 of 22 December 1986 (tax consolidation), as a result of which they determine a single overall IRES taxable base.

In 2023, the taxable income of the company 24 Ore Cultura was negative, while that of the other companies participating in the tax consolidation was positive.

Therefore, the Company recognized a total current IRES expense of Euro 308 thousand, against the utilization of prior losses of Euro 5,132 thousand, or 80% of taxable income, which therefore resulted in the reversal of Euro 1,232 thousand in deferred tax assets allocated on these losses.

In 2023, deferred tax assets on other temporary differences in the amount of Euro 192 thousand were also written off.

As mentioned previously, as in previous years, the valuation of deferred tax assets on past losses was performed using recovery forecasts consistent with the new 2024-2027 Business Plan, and extending these forecasts to the subsequent period as well. This approach resulted in a further reduction of deferred tax assets on previous losses by Euro 1,700 thousand.

In addition, deferred tax liabilities of Euro 1,164 thousand were written off, of which Euro 327 thousand as a result of non-deductible amortization and Euro 837 thousand in relation to the results of impairment testing on radio frequencies.

Pending a return to continuity of positive tax results, deferred tax assets on newly taxed temporary differences were not recognized.

In addition, the Company recognized an IRAP expense of Euro 663 thousand. During the year, contingent liabilities of Euro 64 thousand were also recognized for taxes related to previous years.

The table below shows the reconciliation between the theoretical IRES rate and the effective IRES rate.

RECONCILIATION BETWEEN CURRENT TAX EXPENSE AND THEORETICAL TAX EXPENSE (IRES)				
Euro thousands	31/12/2023	%	31/12/2022	%
Profit (loss) before taxes from continuing operations	10,997		7,100	
Theoretical IRES	(2,639)	-24%	(1,704)	24%
Tax effect increases/decreases	804		(1,104)	
Offsetting of subsidiary taxable amounts	295		228	
Unrealized tax losses				
Use of previous losses	1,232		2,064	
IRES recorded in the financial statements	(308)	-24%	(516)	-24%

The reconciliation between the theoretical and actual IRAP rate is shown in the table below:

RECONCILIATION BETWEEN CURRENT TAX EXPENSE AND THEORETICAL TAX EXPENSE (IRAP)				
Euro thousands	31/12/2023	%	31/12/2022	%
Difference between production value and costs (operating result)	15,724		9,925	
Theoretical IRAP	(613)	3.9%	(387)	3.9%
Non-deductible personnel cost	(25)		(96)	
Write-downs of fixed assets	(117)		(211)	
Bad debt	(25)		(94)	
Allocations	(44)		29	
Other changes	190		6	
Adjustments for increased rates	(28)		(39)	
IREP recorded in the financial statements	(663)		(792)	

9. Further information

9.1. List of investments in subsidiaries and associates

LIST OF INVESTMENTS IN SUBSIDIARIES OWNED DIRECTLY OR INDIRECTLY						
Company Name	Business	HQ	Currency	Share Capital fully paid-in	% ownership	Held by
24 ORE Cultura S.r.l.	Products dedicated to art	Milan	Euro	120,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE Eventi S.r.l.	Organization, management and sale of events	Milan	Euro	24,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE UK Ltd	Sale of advertising space	London	Euro	50,000	100.0%	Il Sole 24 ORE S.p.A.
Il Sole 24 ORE U.S.A. INC.	American News Agency	New York	Dollar	2,000	100.0%	Il Sole 24 ORE S.p.A.

LIST OF INVESTMENTS IN ASSOCIATES INCLUDED IN THE FINANCIAL STATEMENTS WITH THE EQUITY METHOD						
Company Name	Business	HQ	Currency	Share Capital fully paid-in	% ownership	Held by
Sole 24 ORE Formazione S.p.A.	Training services	Milan	Euro	50,000	15.0%	Il Sole 24 ORE S.p.A.

9.2. Transactions with related parties

A related party is a person or entity related to the Parent Company, identified in accordance with the provisions of *IAS 24 Related Party Disclosures*. The definition of a related party always includes companies controlled by associates and joint ventures of the Parent Company.

For transactions entered into with related parties during the year covered by these Financial Statements, the nature of the existing transaction with the related party, the amount of transactions, the amount of outstanding balances, including commitments, contractual terms and conditions, any guarantees received or given have been disclosed. If it had been necessary to make provisions for bad debts or recognize losses on non-collectible receivables, it would have been disclosed.

Transactions between the Parent Company and its subsidiaries are always indicated, regardless of whether transactions have taken place between them.

The information concerning related parties and transactions with them is summarized in the summary table below, with specific evidence of transactions, positions or balances that have an impact on the Group's financial position, economic result and cash flows. Transactions and outstanding balances with intercompany related parties have been derecognized in the preparation of these Financial Statements.

Transactions carried out with related parties are essentially limited to commercial, administrative and financial services with subsidiaries and associates. These transactions are part of normal business operations, within the scope of the typical activity of each party involved, and are regulated at market conditions.

The Company observes its own internal procedure "Regulation of Transactions with Related Parties", adopted on 12 November 2010 by resolution of the Board of Directors (the "Regulation"), in implementation of the Regulation approved by CONSOB resolution no. 17221 of 12 March 2010, and subsequently amended by resolution no. 17389 of 23 June 2010 (the "CONSOB Regulation"). The above Regulation was updated by resolution of the Board of Directors on 19 December 2018. It was subsequently revised, in order to update certain references contained therein, by resolution of the Board of Directors of 19 De-

December 2019, updated, in compliance with Consob Resolution no. 21624 of 10 December 2020, by resolution of the Board of Directors of 30 June 2021, and lastly updated, in compliance with the new allocation of Board competences on related party transactions, assigned as of 27 April 2022 to the Control, Risk and Related Party Committee, by resolution of the Board of Directors of 28 July 2022.

Related parties consist of parties entered in the Register of Related Parties established by the Company. The Regulation is available on the website www.gruppo24ore.com, Governance section.

TRANSACTIONS WITH RELATED PARTIES – PARENT COMPANY AT 31 December 2023

Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
24 ORE Cultura S.r.l.	1,311	-	(737)	(3,337)	1,089	(1,011)	-	(200)
Il Sole 24 ORE Eventi S.r.l.	829	-	(550)	(4,221)	1,514	(3,693)	-	(172)
Il Sole 24 ORE UK Ltd	-	-	(678)	-	-	(440)	-	-
Il Sole 24 ORE U.S.A. Inc	-	-	(258)	-	41	(449)	-	-
Total Subsidiaries	2,139	-	(2,223)	(7,558)	2,643	(5,594)	-	(372)
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(169)	-	-	(198)	-	-
Other related parties	570	-	(26)	-	564	(135)	-	-
Total other related parties	570	-	(1,659)	-	564	(4,151)	-	-
Total related parties	3,331	-	(3,881)	(7,558)	4,409	(9,746)	-	(372)

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space in its proprietary publications;
- receivables for corporate services;
- receivables for advertising space brokerage activities;
- receivables from tax consolidation and VAT.

Trade payables/other payables mainly refer to:

- payables to the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- payables to the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the organization of events on behalf of the Parent Company;
- trade payables for services to Il Sole 24 ORE U.S.A. Inc.;
- payables for services and editorial services;
- payables for the purchase of information;
- payables from tax consolidation and VAT consolidation.

Financial payables relate to current account relations with the subsidiary 24 ORE Cultura S.r.l. and the subsidiary Il Sole 24 ORE Eventi S.r.l.

Operating revenues and income mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;

- sale of advertising space in its proprietary publications;
- debit of centralized services to Group companies.

Costs mainly refer to:

- contractual agreement with the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- contractual agreement with the subsidiary Il Sole 24 ORE U.S.A Inc. for the provision of services;
- contractual agreement with the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the sale of advertising space and for its share of the sponsorship of events.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

There have been no changes in existing contractual relationships since the situation relating to the last approved Half-Yearly Financial Report.

9.3. Breakdown of the Company's past due positions by type

PAST DUE DEBT POSITIONS OF IL SOLE 24 ORE S.p.A.									
values in Euro thousands	Breakdown of payables by days past due							total past due	
	0-30	31-60	61-90	91-120	121-150	151-180	181-210		Over 210
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	659	162	75	19	22	32	1	550	1,521
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	659	162	75	19	22	32	1	550	1,521

The past due debt positions of the Company refer to trade payables. In January, February and March 2024, past due positions that were subject to payment, including by way of financial offsetting, amounted to approximately Euro 758 thousand, while a further Euro 149 thousand is expected to be paid by future offsetting with receivables due from the same parties.

With regard to amounts past due for more than 210 days, this amount includes suppliers blocked due to legally disputed claims (Euro 336 thousand) or disputes (Euro 68 thousand) and trade payables for which the Company believes that payment is not due.

With regard to legal disputes, the following is reported with regard to the most significant position (Euro 301 thousand). On 29 April 2021, a summons was served to the Court of Milan for the resumption of an injunction, issued in 2018 by the Court of Rome and then, by judgement no. 1547/2021 of 28 January 2021, revoked by the same Court which had declared itself not to have territorial jurisdiction. On 25 July 2022, the Court of Milan dismissed the counterparty's claims, awarding the costs of the litigation. On 27 February 2023, the other party served a writ of summons on appeal against the aforementioned judgement of the Court of Milan, setting the first appearance hearing for 22 June 2023 and after the hearing, the panel adjourned the case to 5 December 2023 for closing arguments. At the hearing on 5 December 2023, the panel set the procedural deadlines for the filing of closing arguments. On 23 February, the Company filed its reply brief; the publication of the ruling is pending.

As far as creditor initiatives are concerned, it is noted that the reminders received are part of normal administrative operations. At the date of this Annual Report at 31 December 2023, there is no evidence of any further injunctions received in relation to the above debt positions and no suspensions in supply have been implemented that would compromise normal business operations.

9.4. Government contributions

The Company received contributions, indemnities or compensation in 2023. In detail:

CONTRIBUTIONS	
Euro thousands	31.12.2023
Tax credit granted to newspaper and periodical publishing companies registered with the ROC (Register of Communication Operators) on the expenses incurred in 2020 for the distribution of published titles, pursuant to article 67, paragraph 1, of Decree Law no. 73 of 25 May 2021, converted with amendments by Law no. 106 of 23 July 2021	2,146
Tax credit for the purchase of paper used to print the newspapers and magazines published, pursuant to article 188 of Decree Law no. 34 of 19 May 2020, converted, with amendments, by Law no. 77 of 17 July 2020, as amended, in favour of newspaper and magazine publishing companies registered with the Register of Communication Operators (ROC)	821

9.5. Significant events occurring after 31 December 2023

On 18 March 2024, the Company announced to the market that Director Alessandro Tommasi, in consideration of new professional opportunities, would be resigning, effective as of the end of the Il Sole 24 ORE S.p.A. Board of Directors meeting scheduled for 27 March 2024, from his position as non-independent Board Member and member of the Company's ESG and Technological Innovation Committee.

On the same date, lawyer Alessandro Altei took over responsibility for the Legal and Corporate Affairs Department as Legal Director of the 24 ORE Group.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth over the Plan period, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement,
- ✓ product and process digitalization,
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

9.6. Disclosure pursuant to Consob Regulation no. 11971 and subsequent amendments

Fees for services rendered by the independent auditors and entities belonging to their network

The following table, prepared in accordance with article 149-duodecies of Consob Regulation no. 11971 and subsequent amendments and additions, shows the fees for the year 2023 for audit and non-audit services rendered by the same independent auditors and entities belonging to its network.

INDEPENDENT AUDITORS' FEES			
Service provided	Service provider	Recipient	2023 fees
Statutory audit	EY S.p.A.	Il Sole 24ORE S.p.A.	479
Certifications	EY S.p.A.	Il Sole 24ORE S.p.A.	155
Other services	EY S.p.A.	Il Sole 24ORE S.p.A.	78
Total			712

9.7. Disclosure pursuant to Consob Resolution no. 15519 of 27 July 2006

STATEMENT OF FINANCIAL POSITION – IL SOLE 24 ORE S.p.A.				
Euro thousands	31.12.2023	of which relat- ed parties	31.12.2022	of which relat- ed parties
ASSETS				
Non-current assets				
Property, plant and equipment	37,529	-	43,993	-
Goodwill	15,470	-	15,470	-
Intangible assets	23,667	-	26,299	-
Investments in associates and joint ventures	116	-	300	-
Non-current financial assets	828	-	772	-
Other non-current assets	18,375	-	18,508	-
Deferred tax assets	11,024	-	14,147	-
Total	107,008	-	119,489	-
Current assets				
Inventories	1,474	-	1,754	-
Trade receivables	64,687	3,331	62,262	1,703
Other receivables	2,714	-	1,324	468
Other current financial assets	3,106	-	3,975	-
Other current assets	6,034	-	5,647	-
Cash and cash equivalents	65,060	-	47,598	-
Total	143,075	3,331	122,559	2,171
Assets available for sale	-	-	-	-
TOTAL ASSETS	250,083	3,331	242,049	2,171

(*) Section 8 of the Notes to the Financial Statements

STATEMENT OF FINANCIAL POSITION – IL SOLE 24 ORE S.p.A. (CONTINUED)

Euro thousands	31.12.2023	of which related parties	31.12.2022	of which relat- ed parties
EQUITY AND LIABILITIES				
Equity				
Share capital	570		570	
Capital reserves	19,452	-	19,452	-
Other reserves	(3,306)	-	(3,894)	-
Profits (losses) carried forward	(826)	-	(826)	-
Profit (loss) for the year	7,708	-	623	-
Total	23,598	-	15,925	-
Non-current liabilities				
Non-current financial liabilities	76,899	-	78,417	-
Employee benefits	9,031	-	10,159	-
Deferred tax liabilities	3,090	-	4,254	-
Provisions for risks and charges	7,608	-	6,651	-
Other non-current liabilities	7,439	-	6,561	-
Total	104,068	-	106,042	-
Current liabilities				
Bank overdrafts and loans - due within one year	8,098	-	14,081	-
Other current financial liabilities	16,081	7,558	12,585	3,965
Trade payables	80,961	2,249	73,317	2,522
Other current liabilities	0		719	
Other payables	17,276	1,633	19,379	1,425
Total	122,417	11,440	120,081	7,912
Liabilities available for sale	-	-	-	-
Total liabilities	226,484	11,440	226,123	7,912
TOTAL EQUITY AND LIABILITIES	250,083	11,440	242,049	7,912

(*) Section 8 of the Notes to the Financial Statements

STATEMENT OF PROFIT (LOSS) - IL SOLE 24 ORE S.p.A.

Euro thousands	FY 2023	of which related parties	of which non-recurring	FY 2022	of which related parties	of which non-recurring
1) Continuing operations						
Revenues	196,259	3,021		194,084	(1,989)	
Other operating income	9,031	1,388	3,066	8,806	1,313	3,844
Personnel costs	(67,871)	(2,237)	449	(71,890)	(2,636)	555
Change in inventories	(279)			761		
Purchases of raw and consumable materials	(4,285)			(5,228)	-	
Costs for services	(88,596)	(7,405)		(84,749)	(3,243)	
Costs for rents and leases	(6,504)	(92)		(6,005)	(98)	
Other operating expenses	(2,098)	(11)	-	(2,061)	(54)	-
Allocations	(3,437)		-	(1,733)		-
Bad debt	(654)			(2,409)		
Gross operating margin	31,569	(5,336)	3,515	29,574	(6,707)	4,399
Amortization of intangible assets	(7,237)			(7,718)		
Depreciation of tangible assets	(7,260)			(8,104)		
Change in value of tangible and intangible assets	(3,000)		(3,000)	(3,912)		(3,912)
Gains/losses on disposal of non-current assets	1,653		1,927	85		
Operating profit (loss)	15,724	(5,336)	2,441	9,925	(6,707)	487
Financial income	1,866			609	-	
Financial expenses	(5,785)	(372)		(4,819)	(176)	
Total financial income (expenses)	(3,919)	(372)	-	(4,209)	(176)	-
Other income (expenses) from investment assets and liabilities	(808)	-	(100)	1,384	-	(300)
Profit (loss) before taxes	10,997	(5,708)	2,341	7,100	(6,883)	187
Income taxes	(3,290)	-	(1,700)	(6,477)	-	(2,960)
Profit (loss) from continuing operations	7,708	(5,708)	641	623	(6,883)	(2,773)
2) Assets held for sale						
Profit (loss) from assets held for sale	-	-	-	-	-	-
Net profit (loss)	7,708	(5,708)	642	623	(6,883)	(2,773)

(*) Section 8 of the Notes to the Financial Statements

CONSOLIDATED STATEMENT OF CASH FLOWS

Euro thousands	FY 2023	of which relat- ed parties	FY 2022	of which related parties
Profit (loss) before taxes from continuing operations attributable to the Group [a]	10,997		7,100	
Adjustments [b]	22,418		19,972	-
Amortization/Depreciation	14,497		15,822	
Gain/loss on disposal of assets	(1,653)		(85)	
Effect of valuation of investments	808		(3,451)	
Allocation (release) provisions for risks and charges	1,836		6	
Restructuring expenses	(449)		(555)	
Provision for employee benefits	460		114	
Impairment of tangible and intangible assets	3,000		3,912	
Financial income and expenses	3,919		4,209	
Changes in operating net working capital [c]	(2,289)	(1,225)	6,182	3,037
Change in inventories	279		(761)	
Change in trade receivables	(3,514)	(1,628)	2,234	(111)
Change in trade payables	7,645	(273)	11,249	1,168
Income taxes paid	(1,171)		(477)	
Other changes in net working capital	(5,528)	676	(6,063)	1,980
Total cash flow from operating activities [d=a+b+c]	31,126	(1,225)	33,254	3,037
Cash flow from investing activities [e]	1,232		(5,533)	-
Investments in intangible and tangible assets	(8,452)		(7,439)	
Proceeds from the sale of intangible and tangible assets	7,112		86	
increase from investment in associates	-		(300)	
Change in receivables guaranteeing financial payables	2,171		2,171	
Security deposits	(23)		8	
Other changes in investing activities	424		(60)	
Cash flow from financing activities [f]	(14,896)	3,593	(10,739)	550
Net financial interest paid	(4,558)		(3,965)	
Change in short-term bank loans	(8,155)		(3,870)	
Changes in other financial payables and receivables	2,639	3,593	394	550
Other changes in financial assets and liabilities	-		-	
Change in payables IFRS 16	(4,822)	-	(3,298)	
Financial resources generated in the period [g=d+e+f]	17,462	2,368	16,981	3,587
Cash and cash equivalents at the beginning of the year	47,598		30,616	
Cash and cash equivalents at the end of the year	65,060		47,598	
Increase (decrease) for the year	17,462		16,981	

(*) Section 8 of the Notes to the Financial Statements

It should be noted that no atypical and/or unusual transactions were carried out with third parties, related parties or Group companies.

9.8. Net financial position

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF IL SOLE 24 ORE S.p.A.		
Euro thousands	31.12.2023	31.12.2022
A. Cash	18	31
B. Cash equivalents	65,041	47,567
C. Other current financial assets	3,106	3,975
D. Liquidity (A + B + C)	68,166	51,573
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(16,081)	(12,585)
G. Current financial debt (E + F)	(24,179)	(26,667)
H. Current net financial position (G + D)	43,987	24,906
I. Non-current financial payable	(33,636)	(35,477)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(76,899)	(78,417)
M. Net financial position (H + L)	(32,912)	(53,511)

The **Parent Company's net financial position** at 31 December 2023 was negative by Euro 32.9 million and compares with a negative Euro 53.5 million at 31 December 2022, an improvement of Euro 20.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments under contracts for offices, broadcasting equipment and cars totalling Euro 33.6 million (Euro 34.5 million at 31 December 2022) in application of IFRS 16.

The Company's current net financial position at 31 December 2023 was a positive Euro 44.0 million (positive Euro 24.9 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan – Via Monte Rosa office. Current financial receivables include Euro 0.9 million in application of IFRS 16. Current financial payables deriving from the present value of lease payments in application of IFRS 16 amounted to Euro 6.2 million.

9.9. Employees

The average number of employees by category is as follows:

EMPLOYEES						
AVERAGE WORKFORCE	FY 2023		FY 2022		Change	
	Number	%	Number	%	Number	%
Executives	26.0	3.9%	25.7	3.6%	0.3	1.3%
Journalists	255.5	38.3%	258.5	35.9%	(3.0)	-1.2%
White-collar workers	386.3	57.8%	435.5	60.5%	(49.2)	-11.3%
Blue-collar workers	0.0	0.0%	0.2	0.0%	(0.2)	-100.0%
Total	667.9	100.0%	719.9	100.0%	(52.0)	-7.2%

9.10. Key reclassified figures of the financial statements of subsidiaries and associates

BALANCE SHEET									
Company	Notes	Non-current assets	Current assets	Total assets	Non-current liabilities	Current liabilities	Total liabilities	Total equity	Total liabilities and equity
24 ORE Cultura S.r.l.	(1)	1,512	9,459	10,970	1,139	8,611	9,894	1,077	10,970
24 ORE Eventi S.r.l.	(1)	64	7,396	7,459	82	2,503	2,585	4,874	7,459
Il Sole 24 ORE UK Ltd	(1)	-	1,489	1,489	-	45	45	1,445	1,489
Il Sole 24 ORE USA Inc.	(1)	25	549	574	3	53	55	519	574
Total subsidiaries		1,601	18,893	20,493	1,224	11,211	12,579	7,914	20,493
Sole 24 ORE Formazione S.p.A.	(2)	-	4,004	4,004	-	2,036	2,036	1,968	4,004
Total associates		-	4,004	4,004	-	2,036	2,036	1,968	4,004

(1) Statutory data with IAS/IFRS adjustments

(2) 2022 financial statement figures

INCOME STATEMENT							
Company	Notes	Revenues	Gross operating margin	Operating profit (loss)	Profit (loss) before taxes	Net profit (loss)	Share allocated to minority shareholders
24 ORE Cultura S.r.l.	(1)	12,628	(2,647)	(3,129)	(2,953)	(2,087)	-
24 ORE Eventi S.r.l.	(1)	8,351	1,725	1,693	1,872	1,365	-
Il Sole 24 ORE UK Ltd	(1)	440	167	167	169	125	-
Il Sole 24 ORE USA Inc.	(1)	439	67	25	23	5	-
Total subsidiaries		21,858	(688)	(1,244)	(889)	(591)	-
Sole 24 ORE Formazione S.p.A (2)	(2)	-	(39)	(39)	(37)	(32)	-
Total associates		-	(39)	(39)	(37)	(32)	-

(1) Statutory data with IAS/IFRS adjustments

(2) 2022 financial statement figures

FINANCIAL FIGURES

Euro thousands	Cash flow from operating activities	Cash flow from investing activities	Cash flow from financing activities	Increase (decrease) for the year	Group dividends	Third-party dividends
Il Sole 24 ORE Eventi S.r.l.	2,383	(42)	(2,542)	(201)	-	-
Il Sole 24 ORE Uk Ltd	(197)	-	3	(196)	-	-
24 ORE Cultura S.r.l.	(1,239)	(10)	1,037	(2,286)	-	-
Il Sole 24ORE USA Inc.	(116)	-	3	(113)	-	-

DIRECTORS' ASSESSMENT OF THE GOING CONCERN ASSUMPTION

The Company closed 2023 with a net profit of Euro 7.6 million (net loss of Euro 0.6 million in 2022) and at 31 December 2023 had equity of Euro 23.5 million (Euro 15.9 million at 31 December 2022) and a negative net financial position of Euro 32.9 million (Euro 53.5 million at 31 December 2022).

On 29 July 2021 Il Sole 24 ORE S.p.A issued an unsecured, non-convertible bond in the principal amount of Euro 45 million and with a duration of seven years. The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

The current uncertainty linked to the ongoing conflicts in Ukraine and the Middle East, the slow decline of inflation and interest rates, together with a cost of living that has risen as much in just two years as in the previous twenty, dictates that caution should continue to be exercised.

Given these elements, and albeit in the presence of the uncertainties deriving from the macroeconomic and geopolitical scenario, those typical of the sector and of each forecasting activity, that could affect the results that will actually be achieved, as well as the related methods and timing of occurrence, the Directors believe, also in light of the provisions of the 2024-2027 Plan approved by the Board of Directors on 27 March 2024, that it has the financial and equity resources to allow the Annual financial report at 31 December 2023 to be prepared on a going concern basis.

OUTLOOK

The evolution of the reference context, particularly the current uncertainty linked to the ongoing conflicts in Ukraine and the Middle East, the slow decline in inflation and interest rates, Italian GDP expected to grow by 0.7% in 2024 (source: Istat; Italy's economic outlook in 2023-2024 - 5 December 2023), together with a cost of living that has risen as much in just two years as in the previous twenty, dictates that caution should continue to be exercised when developing future forecasts.

Nonetheless, the Group strives to continue to pursue constant, sustainable growth, leveraging innovation, product and process digitalization, internationalization, ESG initiatives and continuous brand enhancement, while further strengthening its role as a reference media group for the national economy in terms of information and tools to support the business community in facing new challenges in national and international markets, including continuing education.

The Group therefore believes that it will be able to confirm growth over the Plan period in all of the main economic-financial indicators, albeit at a more gradual pace than in the previous 2023-2026 Plan.

PROPOSED ALLOCATION OF THE PROFIT (LOSS) OF FY 2023

Shareholders,

We submit to your approval the financial statements of Il Sole 24 ORE S.p.A. for the year ended 31 December 2023, which show a profit of Euro 7,707,675, which we propose be allocated as follows:

- Euro 826,029 to fully cover losses carried forward from previous years;
- Euro 6,881,646 to the equity item "Profits carried forward".

Milan, 27 March 2024

Chairperson of the Board of Directors
Edoardo GARRONE

**CERTIFICATION OF THE FINANCIAL STATEMENTS AS AT 31 DECEMBER 2023
PURSUANT TO ARTICLE 81-TER OF CONSOB REGULATION NO. 11971 OF 14
MAY 1999, AS AMENDED**

1. The undersigned Mirja Cartia d'Asero, in her capacity as Chief Executive Officer, and Elisabetta Flocari, in her capacity as Manager in charge of financial reporting of Il Sole 24 ORE S.p.A., also taking into account the provisions of article 154-bis, paragraphs 3 and 4, of Legislative Decree no. 58 of 24 February 1998, certify:

- 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 2023 financial statements.

2. In this respect, the following significant issues have emerged:

- the verification of the adequacy and effective application of the administrative and accounting procedures for the preparation of the financial statements and the analysis of the results achieved were carried out in a complex context characterized, among other things, by the continuation of the organizational review of corporate processes;
- the adequacy of the administrative and accounting procedures for the preparation of the financial statements at 31 December 2023 was assessed on the basis of the methodological standards of Il Sole 24 ORE S.p.A. defined taking into account the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission, which represents the main reference framework for the creation, analysis and evaluation of the internal control system used at international level. With reference to the aspects of improvement in the controls identified in previous years, the execution of the action plan continued, which provides for the necessary corrective actions, which at the beginning of 2018, had the favourable opinion of the Company's Audit and Risk Committee and the approval by the Board of Directors;
- pending the complete implementation of the above plan aimed at reviewing the administrative-accounting model pursuant to law no. 262/2005, compensating control procedures were also put in place as a result of which no economic and financial impacts emerged on the information presented in the financial statements at 31 December 2023.

3. It is further certified that:

- the annual financial statements:
 - have been prepared in accordance with International Financial Reporting Standards as endorsed by the European Community pursuant to Regulation (EC) no. 1606/2002 of the European Parliament and of the Council of 19 July 2002;
 - correspond to the information contained in the accounting ledgers and records;
 - provide a true and fair representation of the equity, economic and financial situation of the issuer in question.

The report on operations includes a reliable analysis of the operating performance and results for 2023, as well as the situation of the issuer, together with a description of the principal risks and uncertainties.

Milan, 27 March 2024

CEO

Manager in charge of financial reporting

Mirja CARTIA d'ASERO

Elisabetta FLOCCARI

ADDITIONS AT THE REQUEST OF CONSOB PURSUANT TO ARTICLE 114 OF LEGISLATIVE DECREE NO. 58/1998

The net financial position of Il Sole 24 ORE S.p.A. and the 24 ORE Group, showing the short-term components separately from the medium/long-term components

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF THE 24 ORE GROUP		
Euro thousands	31.12.2023	31.12.2022
A. Cash	137	190
B. Cash equivalents	68,593	53,876
C. Other current financial assets	3,379	4,279
D. Liquidity (A + B + C)	72,108	58,345
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(8,722)	(8,929)
G. Current financial debt (E + F)	(16,820)	(23,010)
H. Current net financial position (G + D)	55,289	35,335
I. Non-current financial payable	(34,202)	(36,197)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(77,465)	(79,138)
M. Net financial position (H + L)	(22,176)	(43,803)

The **net financial position** at 31 December 2023 was a negative Euro 22.2 million and compares with a negative Euro 43.8 million at 31 December 2022, an improvement of Euro 21.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments of properties, broadcasting equipment and cars totalling Euro 34.2 million (Euro 35.2 million at 31 December 2022) in application of IFRS 16.

The Group's current net financial position at 31 December 2023 was a positive Euro 55.3 million (positive Euro 35.3 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the former Milan – Via Monte Rosa office. Pursuant to IFRS 16, Euro 1 million was included in current financial receivables and Euro 6.4 million in current financial payables referring to the present value of lease and sublease fees.

Net financial position of the Parent Company

The statement of Net Financial Position incorporates the ESMA guidelines on Disclosure Requirements under the "Prospectus Regulation" of 4 March 2021 (ESMA 32-382-1138) and Consob Warning Notice no. 5/21 of 29 April 2021.

NET FINANCIAL POSITION OF IL SOLE 24 ORE S.p.A.		
Euro thousands	31.12.2023	31.12.2022
A. Cash	18	31
B. Cash equivalents	65,041	47,567
C. Other current financial assets	3,106	3,975
D. Liquidity (A + B + C)	68,166	51,573
E. Current financial payable	(8,098)	(14,081)
F. Current portion of the non-current financial payable	(16,081)	(12,585)
G. Current financial debt (E + F)	(24,179)	(26,667)
H. Current net financial position (G + D)	43,987	24,906
I. Non-current financial payable	(33,636)	(35,477)
J. Debt instruments	(43,263)	(42,940)
K. Trade payables and other non-current payables	-	-
L. Non-current financial debt (I + J + K)	(76,899)	(78,417)
M. Net financial position (H + L)	(32,912)	(53,511)

The **Parent Company's net financial position** at 31 December 2023 was negative by Euro 32.9 million and compares with a negative Euro 53.5 million at 31 December 2022, an improvement of Euro 20.6 million. The change in the net financial position is mainly related to cash flows from operating activities and the collection of Euro 7.3 million deriving from the sale of the two production sites located in Milan and Carsoli (AQ).

Non-current financial debt includes the non-convertible senior unsecured bond with a principal amount of Euro 45 million and a duration of 7 years, intended exclusively for qualified investors, and financial payables arising from the present value of lease payments under contracts for offices, broadcasting equipment and cars totalling Euro 33.6 million (Euro 34.5 million at 31 December 2022) in application of IFRS 16.

The Company's current net financial position at 31 December 2023 was a positive Euro 44.0 million (positive Euro 24.9 million at 31 December 2022) and includes Euro 1.1 million restricted as a guarantee for the residual financial payable relating to the indemnity for the early termination of the lease agreement for the Milan – Via Monte Rosa office. Current financial receivables include Euro 0.9 million in application of IFRS 16. Current financial payables deriving from the present value of lease payments in application of IFRS 16 amounted to Euro 6.2 million.

The past due debt positions of the Company and the Group, broken down by type (financial, commercial, tax, social security and employee) and any related creditor reaction initiatives (reminders, injunctions, suspension of supplies, etc.)

Past due debt positions of the 24 ORE Group broken down by type at 31 December 2023

PAST DUE DEBT POSITIONS OF THE 24 ORE GROUP									
values in Euro thousands	Breakdown of payables by days past due								total past due
	0-30	31-60	61-90	91-120	121-150	151-180	181-210	Over 210	
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	737	174	82	25	22	31	1	620	1,692
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	737	174	82	25	22	31	1	620	1,692

Past due debt positions of Il Sole 24 ORE S.p.A. broken down by type at 31 December 2023

PAST DUE DEBT POSITIONS OF IL SOLE 24 ORE S.p.A.									
values in Euro thousands	Breakdown of payables by days past due								total past due
	0-30	31-60	61-90	91-120	121-150	151-180	181-210	Over 210	
Financial payables	-	-	-	-	-	-	-	-	-
Trade payables	659	162	75	19	22	32	1	550	1,521
Social security payables	-	-	-	-	-	-	-	-	-
Payables to employees	-	-	-	-	-	-	-	-	-
Tax payables	-	-	-	-	-	-	-	-	-
	659	162	75	19	22	32	1	550	1,521

The past due debt positions of the 24 ORE Group and the Parent Company Il Sole 24 ORE S.p.A. refer to trade payables. In January, February and March 2024, past due positions that were subject to payment, including by way of financial offsetting, amounted to approximately Euro 860 thousand for the Group (of which Euro 758 thousand relating to the Parent Company), while a further Euro 155 thousand (Euro 149 thousand for the Parent Company) is expected to be paid by future offsetting with receivables due from the same parties.

With regard to amounts past due for more than 210 days, this amount includes suppliers blocked due to legally disputed claims (Euro 336 thousand) or disputes (Euro 110 thousand at Group level, of which Euro 68 thousand relating to the Parent Company) and trade payables for which the Group believes that payment is not due.

With regard to legal disputes, the following is reported with regard to the most significant position (Euro 301 thousand). On 29 April 2021, a summons was served to the Court of Milan for the resumption of an injunction, issued in 2018 by the Court of Rome and then, by judgement no. 1547/2021 of 28 January 2021, revoked by the same Court which had declared itself not to have territorial jurisdiction. On 25 July 2022, the Court of Milan dismissed the counterparty's claims, awarding the costs of the litigation. On 27 February 2023, the other party served a writ of summons on appeal against the aforementioned judgement of the Court of Milan, setting the first appearance hearing for 22 June 2023 and after the hearing, the panel adjourned the case to 5 December 2023 for closing arguments. At the hearing on 5 December 2023, the panel set the procedural deadlines for the filing of closing arguments. On 23 February, the Company filed its reply brief; the publication of the ruling is pending.

As far as creditor initiatives are concerned, it is noted that the reminders received are part of normal administrative operations. At the date of this Annual Report at 31 December 2023, there is no evidence of

any further injunctions received in relation to the above debt positions and no suspensions in supply have been implemented that would compromise normal business operations.

The main changes in the related party transactions of this Company and Group since the last annual or half-yearly financial report approved in accordance with article 154-ter of the Consolidated Law on Finance (TUF) are as follows

TRANSACTIONS WITH RELATED PARTIES – CONSOLIDATED AT 31 December 2023								
Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(186)	-	-	(219)	-	-
Other related parties	570	-	(26)	-	564	(285)	-	-
Total other related parties	570	-	(1,675)	-	564	(4,323)	-	-
Total related parties	1,192	-	(1,675)	-	1,766	(4,323)	-	-

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space.

Revenues relate primarily to the sale of advertising space in proprietary publications and subscriptions to the newspaper.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the

Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

TRANSACTIONS WITH RELATED PARTIES – PARENT COMPANY AT 31 December 2023

Company	Receivables and other assets	Financial receivables	Payables and other liabilities	Financial payables	Operating revenues and income	Costs	Financial income	Financial expenses
Confederazione Generale dell'Industria Italiana (General Confederation of Italian Industry)	-	-	-	-	72	-	-	-
Total Parent Company	-	-	-	-	72	-	-	-
24 ORE Cultura S.r.l.	1,311	-	(737)	(3,337)	1,089	(1,011)	-	(200)
Il Sole 24 ORE Eventi S.r.l.	829	-	(550)	(4,221)	1,514	(3,693)	-	(172)
Il Sole 24 ORE UK Ltd	-	-	(678)	-	-	(440)	-	-
Il Sole 24 ORE U.S.A. Inc	-	-	(258)	-	41	(449)	-	-
Total Subsidiaries	2,139	-	(2,223)	(7,558)	2,643	(5,594)	-	(372)
Sole 24 ORE Formazione S.p.A.	622	-	-	-	1,129	-	-	-
Total associates	622	-	-	-	1,129	-	-	-
Key Executives	-	-	(607)	-	-	(2,237)	-	-
Board of Directors	-	-	(857)	-	-	(1,581)	-	-
Board of Statutory Auditors	-	-	(169)	-	-	(198)	-	-
Other related parties	570	-	(26)	-	564	(135)	-	-
Total other related parties	570	-	(1,659)	-	564	(4,151)	-	-
Total related parties	3,331	-	(3,881)	(7,558)	4,409	(9,746)	-	(372)

Trade receivables and other assets from other related parties mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space in its proprietary publications;
- receivables for corporate services;
- receivables for advertising space brokerage activities;
- receivables from tax consolidation and VAT.

Trade payables/other payables mainly refer to:

- payables to the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- payables to the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the organization of events on behalf of the Parent Company;
- trade payables for services to Il Sole 24 ORE U.S.A. Inc.;
- payables for services and editorial services;
- payables for the purchase of information;
- payables from tax consolidation and VAT consolidation.

Financial payables relate to current account relations with the subsidiary 24 ORE Cultura S.r.l. and the subsidiary Il Sole 24 ORE Eventi S.r.l.

Operating revenues and income mainly refer to:

- sale of newspapers, books and magazines;
- sale of subscription electronic products;
- sale of advertising space in its proprietary publications;
- debit of centralized services to Group companies.

Costs mainly refer to:

- contractual agreement with the subsidiary Il Sole 24 ORE UK Ltd., for commercial brokerage activities relating to the sale of advertising space in the United Kingdom;
- contractual agreement with the subsidiary Il Sole 24 ORE U.S.A Inc. for the provision of services;
- contractual agreement with the subsidiary Il Sole 24 ORE Eventi S.r.l., for commercial brokerage activities relating to the sale of advertising space and for its share of the sponsorship of events.

On 7 November 2022, a sublease agreement was signed with the associate company Sole 24 ORE Formazione S.p.A., which provides for the lease of space in the Milan - Viale Sarca office. In terms of IFRS 16, this transaction resulted in the recognition of the relative financial receivable, which at 31 December 2023 totalled Euro 6,115 thousand. During 2023, Euro 750 thousand was collected for rent for the first three quarters of 2023.

In accordance with the RPT Regulation and the Consob Regulation, the Company updates the Company's Register of Related Parties at least every six months. In line with the RPT Regulation and the Consob Regulation, the Company lastly identified, on 31 December 2023, through specific declaration forms addressed to "Related Parties" as per Annex 1 of the Consob Regulation to which the RPT Regulation refers, its direct and indirect Related Parties.

As at 31 December 2023, Key Executives ("DIRS") are: Federico Silvestri – General Manager Media & Business; Karen Sylvie Nahum – General Manager Publishing & Digital; Eraldo Minella – General Manager Professional Services and Training; Gionata Tedeschi – General Manager Innovation and Sustainability and Elisabetta Floccari – Chief Financial Officer and Manager in charge of financial reporting pursuant to art. 154-bis of Legislative Decree no. 58 of 24 February 1998.

On 31 October 2023, Romeo Marrocchio - Central Manager Personnel and Organisation resigned.

On 27 April 2023, the Ordinary Shareholders' Meeting also resolved to appoint as Directors of the Company, pursuant to and in accordance with article 2386, paragraph 1, of the Civil Code and article 19 of the Articles of Association, Roberta Cocco and Gianmario Verona, who were co-opted on 20 December 2022 to replace Chiara Laudanna and Fabio Domenico Vaccarone, respectively, who had resigned effective as of 10 November 2022.

There have been no changes in existing contractual relationships since the situation relating to the last approved Half-Yearly Financial Report.

Non-compliance with covenants, negative pledges and any other clause of the Group's debt that imposes restrictions on the use of financial resources, with an indication of the degree of compliance with these clauses at the date of the financial statements

Until 23 November 2023, the Company had a securitization programme in place, created by the vehicle company Monterosa SPV S.r.l. and structured by Banca IMI S.p.A. as arranger, whose maximum total amount that could be financed was Euro 50.0 million.

On 23 November 2023, the Company terminated the securitization transaction, carried out by the special purpose vehicle Monterosa SPV S.r.l., early, and at the same time started a new securitization transaction, carried out by the special purpose vehicle Manno SPV S.r.l., structured by Banca IntesaSanpaolo S.p.A., whose maximum total amount that can be financed is Euro 15.0 million.

The programme provides for the ongoing monthly transfer of portfolios of the Company's trade receivables to Manno SPV, on a definitive non-recourse (i.e., without a guarantee of the transferred debtors' solvency) basis, with automatic renewal until November 2028.

The securitization contract does not provide for financial covenants but does provide for causes of impediment to the acquisition of the Company's portfolios of receivables, which, if not remedied, could result in the termination of the contract.

Any termination of the securitization transaction would impact the Group's financial operations if the Company is unable to fund itself through commercial net working capital leverage, or unable to raise additional capital and credit resources.

As part of the revision of credit lines carried out in November 2023, the Company also obtained two revocable credit lines of Euro 10 million each from two different credit institutions, for the potential assignment of receivables with payment methods via SDD.

On 23 July 2021, Il Sole 24 ORE S.p.A. signed the agreements with Goldman Sachs International, MPS Capital Services and Banca Popolare di Sondrio functional to the issuance of a non-convertible senior unsecured bond for a principal amount of Euro 45 million and a duration of 7 years, with bullet repayment at maturity, intended exclusively for qualified investors, exempt from the rules on public offerings set forth in Regulation (EU) 2017/1129 and according to Regulation S of the U.S. Securities Act of 1933.

The bonds were issued on 29 July 2021 and placed at an issue price equal to 99% of the nominal value of these securities, with a coupon of 4.950% and annual payment. The bonds are governed by English law save in respect of matters governed by Italian law and are listed from 29 July 2021 on the "Euro MTF" multilateral trading facility of the Luxembourg Stock Exchange. The notes representing the bond have not been assigned a rating. On 1 November 2021, the bonds were also listed on the "ExtraMOT PRO" multilateral trading facility of Borsa Italiana S.p.A., under the same terms and conditions.

The regulation of the bond requires compliance with a covenant on an incurrence basis relating to the ratio between the net financial position and *EBITDA* of the 24 ORE Group, applicable only in the case of any new debt.

The terms and conditions of the bond also include clauses that are standard practice for this type of transaction, such as: negative pledge, *pari passu*, change of control, and some specific provisions that provide for optional and/or mandatory early repayment upon the occurrence of certain events. Further details regarding the terms and conditions of this bond issue are available in the "Listing Particulars" document dated 29 July 2021 and available on the Company's website.

The bond issue allowed the Company to further strengthen its financial structure, providing it with the flexibility and resources to carry out the investments and actions planned over the Plan period, which are necessary to develop revenues and achieve greater operating efficiency.

The status of implementation of the business plan, highlighting any deviations from the actual figures compared to those forecast.

On 21 February 2023, the Company's Board of Directors approved the 2023-2026 Plan, which confirms the strategic direction of the previous 2022-2025 Plan, updated in its development also in light of the changed market environment.

Below is a comparison of the 2023 consolidated economic results with the 2023 forecast figures of the 2023-2026 Plan.

FINAL 2023 VS PLAN 2023		
Euro millions	FY 2023	Plan 2023
Revenues	215	220
EBITDA	31	24
EBIT	14	9

In a context that continues to be characterized by elements of uncertainty, the 24 ORE Group recorded revenue growth that was lower than expected, mainly due to a slower post-pandemic recovery in the activities of the subsidiary 24 ORE Cultura S.r.l. However, *EBITDA* for the year 2023 was higher than expected thanks to the limitation of all cost items, as well as an improved price trend for utilities and raw materials compared to 2023 - 2026 Plan forecasts, and higher revenues.

EBIT for 2023, which improved compared to what is set forth in the 2023-2026 Plan, takes into account, in addition to what is mentioned above with respect to *EBITDA*, an asset write-down of Euro 3.1 million based on the results of the impairment test, lower depreciation and amortization as a result of the rescheduling of investments planned in the 2023-2026 Plan and a higher capital gain relating to the sale of production sites.

On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- ✓ continuous brand enhancement;
- ✓ product and process digitalization;
- ✓ internationalization.

The Plan update also incorporated a review and reformulation of certain initiatives set forth in the previous Plan in conjunction with the introduction of new business initiatives.

The estimates included in the 2024-2027 Plan, revised to reflect updated forecasts on reference market performance, the macroeconomic and geopolitical context and the different set-up and development of planned initiatives, project a slower and more gradual growth in revenues and margins than the 2023-2026 Plan.

With respect to the results for the year 2023, the results for the first year of the plan are also affected by changes in the regulatory environment, in terms of both revenues and costs, such as the elimination of the legal advertising obligation for the publication of notices and calls for tender by the Public Administration as of 1 January 2024 and the renewal of the national collective labour agreement for employees of printing and publishing companies, as well as higher costs to support revenue growth and technological innovation initiatives.

The main forecast economic indicators expected in the 2024-2027 Plan are shown below:

2024-2027 PLAN		
Euro millions	Plan 2024	Plan 2027
Revenues	219	236
EBITDA	25	33
EBIT	8	15

The main forecast economic indicators expected in the previous 2023-2026 Plan are shown below:

2023-2026 PLAN		
Euro millions	Plan 2023	Plan 2026
Revenues	220	250
EBITDA	24	44
EBIT	9	23

It should be noted that the forward-looking figures represented in the 2024-2027 Plan are strategic objectives established as part of corporate planning. The development of the Plan was based on, among other things: (i) general and hypothetical assumptions, as well as discretionary assumptions, and (ii) a series of estimates and hypotheses relating to the implementation by the directors of specific actions to be undertaken in the reference time period, or relating to future events that the directors can only partially influence and that may not occur or may vary during the plan period.

The achievement of the objectives and the achievement of the results envisaged by the 2024-2027 Plan depend not only on the actual achievement of the volume of revenues indicated, but also on the effectiveness of the actions identified and the timely implementation of such actions and the continuous evolution of the macroeconomic and geopolitical scenario.

If the Group's results were to differ significantly from those forecast in the 2024-2027 Plan, there could be adverse effects on the Group's financial position and prospects.

The Group constantly monitors both the performance of the reference markets in relation to the assumptions of the Plan and any repercussions that may arise from the evolution of the geopolitical and macroeconomic context, and the implementation of the actions set forth in the 2024-2027 Plan, while maintaining proactive and constant attention to the containment of all costs and the identification of initiatives that can further mitigate the risk linked to revenues to protect profitability and expected cash flows.

Milan, 27 March 2024

Chairperson of the Board of Directors
Eduardo GARRONE

The background of the cover is a photograph of a library. In the foreground, a man with glasses and a beard is smiling broadly while holding a coffee cup. Behind him, a woman is looking at a laptop. In the background, there are bookshelves filled with books. The overall atmosphere is professional and collaborative.

GRUPPO **24** ORE

2023 NON-FINANCIAL STATEMENT

**Consolidated Non-Financial Statement (NFS)
drafted pursuant to Italian Legislative Decree 254/16**

WE ARE THE CULTURAL SOUL OF THE COUNTRY

**FOR A RESPONSIBLE AND
INCLUSIVE FUTURE**

Contents

Letter to Stakeholders

1. We contribute to the creation of a responsible and inclusive future

1.1 Our business model for value creation

1.2 Path to sustainability

1.3 Promoting sustainability through content and initiatives

2. Materiality analysis

2.1 *Stakeholders*

2.2 Materiality analysis

2.3 Main risks related to non-financial topics

3. Our performance

3.1 *Environmental*

- Environmental aspects

3.2 *Social*

- Personnel management
- Social aspects
 - Product quality
 - Plurality of content and ability to manage change
 - Distribution and capillarity of sales networks and channels
 - Customer satisfaction and loyalty

3.3 *Governance*

- Anti-corruption
- Suppliers
- Information governance

3.4 *European Taxonomy*

4. Methodological note

Appendix 1

Appendix 2

Letter to Stakeholders

Dear Stakeholders

We are immensely pleased to share with you the progress and efforts the **24 ORE Group** made in the area of **sustainability** during **2023**.

The 24 ORE Group is a touchstone point for **information** and **education** in our country, embodying key values such as integrity, innovation and a commitment to sustainability.

Our diverse media platforms, including newspapers, radio, events, cultural initiatives, awards, and conferences, significantly impact our country's cultural and social dynamics. At the core of public discussion, we offer a platform for analysis, reflection, and debate on a broad range of topics, from economic and financial issues to culture and from social

concerns to climate change and innovation. Furthermore, we promote excellence and progress in various fields, thereby contributing to society's continuous improvement. With **159 years of history**, our Group is committed to promoting transparency, efficiency and the opening of markets through independent, quality journalism.

Our mission is to make a tangible contribution to the development of a sustainable global economy, combining long-term profitability with social justice and environmental protection.

Sustainability is central to our corporate vision, as we believe that a responsible approach is the only way to guarantee a better future for **present and future generations**.

Against this backdrop, 2023 was a **pivotal year in our journey towards greater sustainability**: we gave great impetus to our ESG (Environmental, Social and Governance) initiatives by consolidating our commitment to promoting responsible and sustainable business practices, with an impact both within our organization (**MyESG**) and externally (**ESG24**), integrating sustainability into every aspect of our operations.

With renewed commitment,
MIRJA CARTIA D'ASERO

Mirja Cartia d'Asero



Introduction

Directive 2014/95/EU of the European Parliament and of the Council on the disclosure of non-financial and diversity information by certain large undertakings and groups came into force on 6 December 2014.

The Directive shows the intention of the Community legislator to contribute to the transition towards a sustainable global economy that combines long-term profitability, social justice and environmental protection by promoting the development of companies that implement transparent management policies aimed at achieving better performances, including in the non-financial field.

In Italy, the Directive was implemented by Legislative Decree no. 254 of 30 December 2016 as amended (hereinafter also the "Decree" or "Italian Legislative Decree 254/2016"). This legislation requires large undertakings which are public-interest entities to publish a Consolidated Non-Financial Statement (NFS). The 24 ORE Group, as a large public interest entity, is subject to the above-mentioned Decree for this year.

On 27 April 2022, the Board of Directors of Il Sole 24 ORE S.p.A. established an internal ESG and Technological Innovation Committee with propositional and advisory functions vis-à-vis the Board of Directors on issues related to ESG (Environmental, Social and Governance) factors and technological innovation.

With regard to ESG issues, the Committee supports the Board of Directors in defining the company's sustainability strategy, as well as in its continuous review and updating, with the aim of ensuring the creation of sustainable value over time for all stakeholders.

The Group has already embarked on the path that, starting with a Gap Analysis, will lead it towards compliance with the reporting requirements of the Corporate Sustainability Reporting Directive (CSRD).

This document was approved by the Board of Directors of Il Sole 24 ORE S.p.A. on 27 March 2024. The reporting scope includes all the companies of the 24 ORE Group consolidated on a line-by-line basis.



1.

**WE CONTRIBUTE TO THE CREATION OF A
RESPONSIBLE AND
INCLUSIVE FUTURE**



1.1 Our business model for value creation

The 24 ORE Group is a fundamental pillar in the information and education ecosystem in Italy, playing a key role in guiding the public debate and actively contributing to the economic and social growth of the country. Our mission is to support the transformation towards sustainability and promote progress by providing accurate, in-depth and timely information and offering innovative and sustainable solutions to meet the challenges of the future.

The 24 ORE Group business model for creating value operates through the parent company Il Sole 24 ORE S.p.A., as well as its four wholly-owned subsidiaries 24 ORE Cultura S.r.l., Il Sole 24 ORE Eventi S.r.l., Il Sole 24 ORE U.S.A Inc. and Il Sole 24 ORE UK Ltd. These companies work synergistically to offer a heterogeneous range of products and services, paying great attention to the quality of content, also complemented by the offer of the subsidiary Sole 24 ORE Formazione S.p.A. that was created thanks to the partnership between Il Sole 24 ORE S.p.A. and the Multiversity S.p.A. Group. Furthermore, minority shareholdings in companies such as Tavolo Editori Radio S.r.l, Player editori radio S.r.l, and DAV Italia S.c.p.a., as well as the presence of company representatives on the boards of the main trade associations, allow the 24 ORE Group to actively contribute to the industry's growth and development. This structure allows for an integrated and mutually beneficial management of resources and skills, anticipating market needs and actively contributing to the country's economic and social growth, as well as ensuring an efficient flow of information and services to our customers and the community at large.

We focus on sustainability in all our contents

Our leadership in transformation is demonstrated by our growing focus on sustainability across all aspects of our business, from the content we deliver to our operational methods. We don't merely provide information, we actively engage in creating awareness of sustainable issues, offering in-depth content "that goes beyond," as highlighted in our external initiatives (ESG24) detailed below.

OUR EXTERNAL INITIATIVES: ESG 24

Observatories and rankings

Observatories and rankings serve as benchmarks in the landscape of sustainable corporate engagement, enabling us to analyse, recognize, and value practices that promote economic, social, and environmental sustainability.

In the 7th edition of the **ESG Observatory**, conducted in 2023 in cooperation with Bicocca University, we analysed the sustainable practices of SMEs listed on Piazza Affari. This edition featured 136 participants. The latest edition focused on the needs of Italian listed companies and their requests to public decision-makers, investors and trade associations.

The Sustainable Enterprise Award created by Il Sole 24 ORE with the patronage of the Pontifical Academy for Life and in its second edition in 2023, aims to enhance SMEs engaged in sustainable practices since 2020 with concrete and transformative actions for the crisis and climate change. [\(link\)](#)

With **Sustainability Leaders**, our goal was to spotlight companies that, through detailed disclosures of 35 key ESG performance indicators, have achieved record results in turnover growth and employee recruitment. [\(link\)](#)

Il Sole 24 ORE and Statista have also launched **Stelle del Sud**, the ranking that highlights southern Italian companies committed to growth and youth employment in order to mitigate the employment gap, with a focus on social and economic sustainability. [\(link\)](#)

Lastly, with the new index **Morningstar - Il Sole 24 ORE Sustainability 24 (ESG24)**, produced in collaboration with Morningstar, we want to highlight the 24 Italian blue chips with the best performance in terms of ESG criteria. Dedicated to responsible finance, the index excludes companies with high ESG risk and which are non-compliant with the principles of the Global Compact, guaranteeing investors alignment with sustainability values. [\(link\)](#)

RAPPORTO
SULLA SOSTENIBILITÀ
DELLE IMPRESE QUOTATE
ITALIANE

Paola Bongini, Caterina Liberali,
Alessia Pedrazzoli, Monica Rossolini



Content

With a wide range of sustainability-focused content, our channels offer a rich landscape of updates, in-depth analyses and initiatives to promote awareness and action in this area.

Through **the "Sustainability" section** of Il Sole 24 ORE launched in 2020 during the Covid pandemic, we offer regular updates with news and analyses on the latest trends in ESG, together with thematic articles published in Il Sole 24 ORE, divided into the sections Finance and Savings, Legislation, Third Sector, Energy and Environment, Green Economy and ESG Observatory. [\(link\)](#)

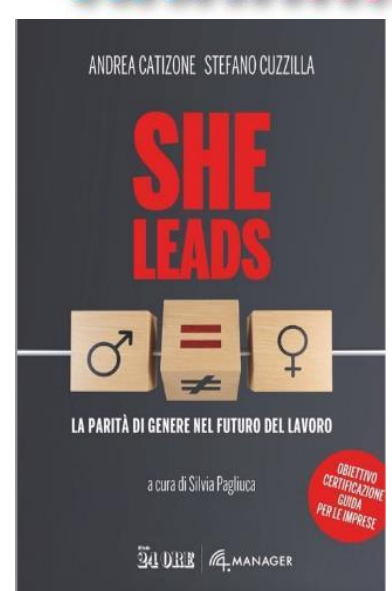
The Alley Oop Blog dedicated to diversity turned seven years old in 2023. With articles, ebooks and events, it promotes awareness on gender diversity, culture and more; in 2023 it won the "Best Daily Press Article" award for its investigation of femicide. [\(link\)](#)

Lab24 is the innovative format that offers the public unprecedented investigations with a strong visual connotation. A great deal of attention is devoted to green issues, such as the longform series on the climate emergency, "I custodi dell'acqua" that explores the issue of drought in Italy. [\(link\)](#)

In addition, **the Climate & Environment Special Dossier** updates the community on a weekly basis with news, insights and data on the ecological transition to mitigate climate change. It addresses challenges ranging from drought to sustainable agriculture, highlighting resilience practices in Italy and around the world. [\(link\)](#)

Every year we publish **Five Reports and Dossiers** on sustainable development in Italy. In addition, 20 further sustainability dossiers were presented in 2023 in which different industry sectors were vertically analysed in cooperation with partners, examining best practices and sustainability insights - for example, the decarbonisation of air transport with Fiumicino Airport. [\(link\)](#)

With the book **"She Leads. La parità di genere nel futuro del lavoro"** promoted by 4.Manager and published by IlSole 24 ORE, we explored the possibility for women to break the "glass ceiling." [\(link\)](#)



With the publication of **“La rivoluzione della mobilità sostenibile parte dalle autostrade. Sicure, digitali, decarbonizzate”**, we completed a project in collaboration with ASPI (Autostrade per l'Italia) that brought together experts from academia, research and leading industry players for an open and dynamic contribution on a highly relevant and topical issue. [\(link\)](#)

Lastly, **Notiziario Radiocor** offers real-time information on financial and corporate sustainability - divided into Megatrends, Best Practices and Sustainable Finance - to guide the choices of those who want to contribute to creating value through multimedia and editorial projects dedicated to sustainability and the circular economy. [\(link\)](#)

Radio

The 24 ORE Group is committed to spreading knowledge and promoting concrete actions through Radio24 for a greener and more sustainable future with a wide range of radio programmes dedicated to sustainability.

Through our **Green** programmes, we foster the adoption of green technology and sustainability practices across Italy. Our 'Si può fare' programme showcases stories of individuals dedicated to creating a better world, while 'Smart City,' along with its podcast 'Smart City XL,' explores innovations aimed at enhancing urban sustainability and liveability.

With **"Ecomondo in Onda,"** radio24's commitment to green issues is underlined with the production of editorial Specials on the topics of circular economy and recycling steel, aluminium, paper and cardboard, plastic, bioplastics, wood and glass packaging. It offers a series of in-depth programmes on how to protect our planet and avoid waste.

In addition to special editorials on Ecomondo and podcasts on sustainability, we produced **"Europa sostenibile - 10 anni per il futuro,"** a 20-part series exploring the energy transition and offering testimonies from experts, young people and stories of concrete initiatives



With **“Alfabeto della Sostenibilità”** we seek to understand everything: from A to atmosphere to Z for zero emissions. The newest additions include the podcast "Materie", a tool for discovering the raw materials essential for the new economy.

We set out to create a new platform for Radio24 with a darker design in order to reduce energy consumption and promote environmental sustainability.

Training

A series of ESG training courses and master courses were launched in 2023 through the subsidiary Sole 24 ORE Formazione, confirming the growing interest in sustainability issues.

The new training offer in economics of Sole 24 ORE Formazione started with the most topical subject area, sustainability. Also developed also through the partnership between Il Sole 24 ORE and the Multiversity Group (a leader in the education technology market with the digital universities Pegaso, Mercatorum, San Raffaele Roma and the coding factory Aulab), **the Academy** inaugurated the economic area in 2023 with a professionalising executive master's degree that aims to build highly sought-after and rare professional skills in the labour market, starting with the master's degree in Environmental Sustainability Management and ESG policies.

In addition, **a flexible live streaming training programme - ESG and sustainability strategies** was launched which involves professionals and managers from leading companies, with synchronous and asynchronous courses providing 40 training credits for certification as Sustainability Manager.

Specifically for professionals, the training course **"Sustainability, ESG regulation and European funding"** analysed the ESG impact on European funding, with a focus on research, development, territory, sustainability and social innovation, as well as the instruments of the NRRP.

In addition, the **"Labour compliance" course** addressed the new labour law, discussing whistleblowing, European directives, privacy, cybersecurity and anti-discrimination, with the integration of ESG issues, technology tools and data management in daily practices.



Finally, the master course "**Practical Guide to Drawing up a Sustainability Report**" explored the national and international regulations and principles for drafting Sustainability Reports, in order to understand sustainability reporting, define regulatory compliant drafting and the analysis of the ESG KPI system for transparent and distinctive reporting.

Culture

We immersed ourselves in a journey full of artistic expression and deep reflection in 2023 with 24 ORE Cultura S.r.l .

The exhibition "**Muholi, A Visual Activist**" at **Mudec** Museum of Cultures in Milan represented a fundamental opportunity for photography and artistic experimentation, giving a voice to lesser-represented communities. Dedicated to the photographs of South African activist Zanele Muholi, an ambassador of the LGBTQIA+ community and committed to blackness issues, the exhibition helped raise awareness of these important issues. [\(link\)](#)

Teens Queer Voice was another educational project at Mudec that could be visited for free and had a target audience of teenagers between the ages of 15 and 17; it was an opportunity to discuss urgent and divisive issues such as gender identity, representation and the role of teens in a changing society.

The exhibition by LuYang Doku instead offered numerous, highly topical insights and reflections on a journey that introduces us to a way of thinking shaped by new technologies: cultural identity, the body and gender are radically challenged with the aim of trespassing and crossing the boundary between digital and reality. [\(link\)](#)

With **Digital Dialogues**, an initiative created in collaboration with the Deutsche Bank Foundation, we experimented with paths in which students were able to give voice to their digital avatar in order to express their demands and analyse issues that are close to them but difficult to express, such as gender, identity, diversity and inclusion.

With **#Onelove**, an installation by artist Norma Jean, we actively engaged the Mudec community in Milan on LGBTQIA+ issues through a rainbow plasticine cube with a black and white heart, to celebrate the complexity of being human. A collective work that



changed shape in space and time thanks to the intervention of visitors, just as happens in a community. [\(link\)](#)

Regarding the publications of 24 ORE Cultura, the graphic novel "**Liberamente, l'arte e la vita radicale di Claude Cahun**" recounted the artist Claude Cahun (1894-1954), a courageous champion of freedom: from the rejection of gender identity to the pursuit of homosexual love, to risking death for standing in the way of the Nazis. [\(link\)](#)

With **Just Mom**, the biographical graphic novel by Alice Socal, we explored the difficulty of reconciling motherhood with work and the theme of self-acceptance. [\(link\)](#)

A fashion book focused on Raffaella Carrà, "**RAFFAELLA CARRÀ. Tra moda e mito**" told us more about the pop icon, dancer, singer, woman of great talent, progressive and, above all, free. Through the evolution of her clothes, the book aims to trace the history of the liberation of customs towards female emancipation.

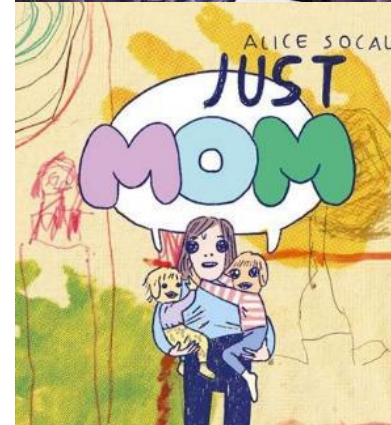
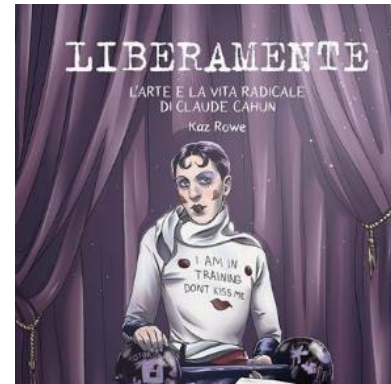
With "**Pane, Impasti e ricette**", we published a useful recipe book to combat bread waste, with suggested recipes that are intended to be the starting point for a new concept of cooking that sensitises the reader against food waste and to the joy of cooking, through a few notions and a great deal of imagination. [\(link\)](#)

Events

Il Sole 24 ORE Eventi S.r.l. consolidated its commitment to sustainability in 2023, promoting a series of initiatives and events that focused on crucial issues related to social, environmental and economic sustainability.

The 2023 edition of the **Trento Festival of Economics** was very important for sustainability issues. Already in collaboration with Trentino Marketing on behalf of local institutions, we have placed considerable emphasis on social, environmental and economic sustainability since 2022. The record attendance in 2023 with packed halls, 600,000 streaming viewers and 35% women among the panellists, confirmed the success of this strategic choice, eliciting approval from the public and institutions.

At the **Sustainability Forum** held in October in Rome and in



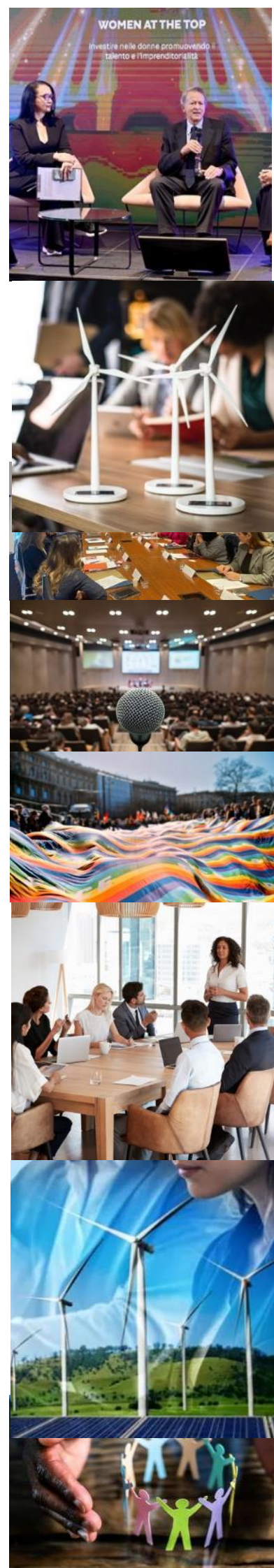
streaming, the ceremony for the Sustainable Enterprise Award was held in collaboration with the Holy See. 30 speakers including ecclesiastical and institutional representatives and 12 award-winning entrepreneurs on the theme "Towards 2030: a new development model for business."

With **Women at the top**, simultaneously a digital summit, event and gala, we celebrated women and their achievements through an AWARD. Organized by Il Sole 24 ORE in collaboration with the Financial Times and Sky TG24, the event was preceded by a digital Pre Summit on the theme "Investing in women by promoting talent and entrepreneurship" to culminate in the gala, both at the Teatro Lirico in Milan (and in streaming).

We also carried out the **Italian Energy Summit event** at Palazzo Mezzanotte in Milan with the theme "Energy transition and innovation to win the great global challenges," also broadcast live in streaming and attended by over 40 speakers including managers, institutional representatives, sector analysts, academics and consultants.

The fifth edition of the **Global Inclusion event** organized with AIDP and Art.3 was a great success. The event mobilises Italian companies, associations and institutions in a programme for the full implementation of the principles of Article 3 of the Constitution, and whose theme this year was "Freedom is participation!".

In its third edition in 2023, **The Women Circle** was an important initiative promoted by Il Sole 24 ORE and Sopra Steria Italia with the aim of sharing experiences and corporate best practices to promote gender equality. The "Women Circle Breakfast" meeting brought together female professionals and leading figures to explore actions for a more economically and socially sustainable future. The discussion addressed crucial issues, including the gender gap in the world of work, emphasising the need for a concrete commitment by large companies to promote meaningful change and build an equitable and inclusive society.



Media	Description	Link
Observatories and rankings	The Sustainable Enterprise Award	https://premioimpresasostenibile2023.ilsole24ore.com
	Sustainability Leaders	https://lab24.ilsole24ore.com/leader-sostenibilita/2023
	Stelle del Sud	https://www.ilsole24ore.com/art/a-caccia-impres-stelle-sud-che-creano-lavoro-e-sviluppo-etico-AFGpDlh
	Morningstar	https://www.ilsole24ore.com/art/il-gruppo-24-ore-lancia-due-indici-mercato-italiani-collaborazione-morningstar-AEmRDtJD
Content	Sustainability Section	https://www.ilsole24ore.com/sez/sostenibilita
	The Alley Oop Blog	https://alleyoop.ilsole24ore.com/
	Lab24	https://lab24.ilsole24ore.com/
	Climate & Environment Special Dossier	https://www.ilsole24ore.com/superdossier/20230420_clima_ambiente-
	Five Reports and Dossiers	https://www.ilsole24ore.com/dossier
	Book "She Leads. La parità di genere nel futuro del lavoro"	https://24oreventi.ilsole24ore.com/she-leads-2023/
	Publication "La rivoluzione della mobilità sostenibile parte dalle autostrade. Sicure, digitali, decarbonizzate"	https://minisiti.ilsole24ore.com/autostrade2023/Il-Sole24Ore_La-rivoluzione-della-mobilit-sostenibile.html
Culture	"Muholi, A Visual Artist" Exhibition	https://www.24orecultura.com/libri-24-ore-cultura/zanele-muholi/
	LuYang Doku's Exhibition	https://www.mudec.it/deutsche-bank-artist-of-the-year-luyang/
	#Onelove	https://www.mudec.it/onelove-norma_jeane/
	"Liberamente, l'arte e la vita radicale di Claude Cahun"	https://www.24orecultura.com/libri-24-ore-cultura/liberamente/
	Just Mom	https://www.24orecultura.com/libri-24-ore-cultura/just-mom/
	"Pane, Impasti e ricette"	https://www.24orecultura.com/libri-24-ore-cultura/pane/

Thanks to our sectoral expertise and in-depth knowledge of the markets in which we operate, we are able to offer a unique and advanced perspective on crucial issues, thus helping to guide the public debate and shape the future of our country.

Indeed, our ambition is to actively participate in the Sustainable Development Goals (SDGs), working with stakeholders to promote actions to achieve these global goals. Through our content and initiatives, we strive to raise awareness and engage our audience on the need to adopt sustainable and responsible practices, thus contributing to the fair and sustainable growth of the country.

We are a multimedia company

Our Group is a true multimedia publishing platform with an established presence in the economic and financial sectors and a growing focus on sustainability. We are unique in our integrated approach that enriches content through in-depth tours, interactive tools and multimedia information - a complete ecosystem where each media enhances the other - with access to a wide range of services and content useful to the community, professionals, businesses and public administration.

Our transformation

The year 2023 marked a decisive step along this path of strategic and operational transformation, which is essential in adapting to the rapid changes in the market and making the most of the opportunities offered by the digital era. We aim to enhance the multimedia integration of our products and services in order to generate continuous synergies and improve operational efficiency, while maintaining the quality and reliability of our content at the core.

1.2 Path to sustainability

The ESG initiatives implemented by the 24 ORE Group in 2023 are an important step in our journey towards sustainability and innovation.

Creation of the Innovation and Sustainability Department

In 2023, we set up the **Innovation and Sustainability Department**, which led the process of defining **priorities** and **launching the operational streams related to the ESG 2023 Plan of the 24 ORE Group, approved by the Board of Directors of the parent company, Il Sole 24 ORE S.p.A., on 29 December 2022**. This Department actively worked on defining an integrated operating model, which allowed us to assign clear **managerial objectives** to ensure the success of our initiatives.

MyESG development

We have created a **tool for the recognition, enhancement and governance** of internal **ESG initiatives** aimed at the transformation of our organization, called **MyESG**. This platform played a key role in coordinating and monitoring activities related to the ESG 2023 Plan, identifying ownership, targets and KPIs to ensure integrated and consistent sustainability management across the Group.

Aligning with best practices

We worked towards **aligning with industry best practices** throughout 2023. We maintained the **Gender Equality Certification**, participated **in surveys on LGBTQIA+** (Parks Index, as the first company in the Media sector in Italy) and joined the **UN Global Compact Network**. These initiatives reflect our commitment to promoting diversity, inclusion and transparency in all our activities.

Manifesto for a Responsible and Inclusive Future

We signed a **declaration of commitment of the 24 ORE Group to build a responsible and inclusive future for Italy**, declaring our approach to **contribute to the achievement of the SDGs** (Sustainable Development Goals), with particular reference to SDG 4 (Quality Education), SDG 9 (Industry, Innovation and Infrastructure), SDG 10 (Reduced Inequality), SDG 13 (Climate Action) and SDG 8 (Decent Work and Economic Growth). This manifesto represents our commitment to **promoting sustainable business practices** and supporting the **socio-economic development of our country**.

1.3 Promoting sustainability through content and initiatives

In 2023, the 24 ORE Group intensified its efforts to promote sustainability through a wide range of content and initiatives inside (**MyESG**) and outside the Group (**ESG24**). **1.3.1 Innovation and sustainability content ESG24**

We intensified **our production of innovative and sustainability-oriented content on all our publishing platforms** in 2023. Our aim has been to tell, inform and inspire the community through an increasing amount of content aimed at engaging enterprises, citizens and institutions along a path for Italy's sustainable transformation, through **Observatory and ranking initiatives, content, Radio24, 24 ORE Cultura, Il Sole 24 ORE Eventi, Sole 24 ORE Formazione** and **numerous events**.

The production of **content dedicated to innovation and sustainability on all our publishing platforms has increased not only quantitatively but also qualitatively**. In July, we set up a measurement tool was designed with artificial intelligence to constantly monitor the semantic significance of our content in these areas. We have seen 10% year-on-year growth in the amount of content on these topics in the daily newspaper, thus expanding our reach and impact.

1.3.2 Our internal initiatives: MYESG

1.3.2.1 ENVIRONMENT | Innovative practices to reduce our environmental impact

Throughout the year, we have been **committed to reducing our environmental impact** by adopting increasingly sustainable practices.

In our Milan office, we have implemented a number of **innovative initiatives**, including the use of outdoor photocatalytic treatment of the façade of our building to help improve the quality of the air we breathe, and implemented smart sensors within the building to optimise the use of lighting. We have also completed the renovation of the radio's FM equipment and **optimised resources** by reducing the use of paper and researching sustainable materials.

In Rome, we have initiated an extensive **space renewal** programme, which will lead to **relamping** with LED technologies, as well as restyling the break area with new vending machines.

Water dispensers are installed in all offices, and fruit baskets are replenished daily and available to all employees, thus reducing the use of plastic and promoting a healthier, more sustainable lifestyle.

In addition, at Group level we have adopted a **100% green energy** purchasing plan, which now accounts for 66% of our total electricity consumption, and we have adopted a weekend closing and smart-working plan that allows us to switch off some floors of the building to maximise the efficiency of our offices. The projects implemented and the actions taken have resulted in a reduction in energy consumption (GJ) for natural gas and electricity at Group level of 13.82% compared to 2022.

1.3.2.2 SOCIAL | Inclusion, training and well-being for our people

In the social field, we have adopted a **People-centred approach**, focusing on several pillars to promote diversity, inclusion and the well-being of our employees.

DIVERSITY AND INCLUSION

We have implemented **programmes and initiatives aimed at promoting gender and generational diversity within the company** that have allowed us, among other things, to confirm in 2023 the **Gender Equality Certification** (UNI PdR 125:2022) obtained in 2022 as the first Media company in Italy.

We have also **implemented best practices** in this regard, participating in initiatives such as the Parks Index to reinforce our commitment to responsible and inclusive leadership. We have done all this while aiming for the ever-increasing involvement of the Group's employees and collaborators.

We have created new tools and channels (e.g., by including a session on Gender Equality in the onboarding process for new hires) and sensitised our people so that our corporate culture increasingly embraces equality. These efforts have led to a considerable improvement in the representation of women and younger people in both the editorial field and in panellists at events. We are committed to ensuring fair representation, constantly working to foster an inclusive working environment that respects diversity. In addition, we **collaborated with Valore D (an association that promotes gender equality and an inclusive culture for companies and the country) to offer training and awareness courses on gender equality and inclusion aspects**, involving and raising the awareness of all the people in the company on these important issues - including through "Inspirational coffee" initiatives, for example with Senator Ivan Scalfarotto in an engaging Diversity & Inclusion meeting during which he reminded us that, "Social and personal growth, but also that of our companies, can only be achieved in an inclusive context, open to diversity, which is a resource and an asset to be exploited."

TRAINING AND EDUCATION

We have **developed** a comprehensive **training offer** with more than 80 courses on topics related to sustainability, innovation and vertical skills. As a result of these efforts and having set up a digital platform to simplify the browsing, enrolment and use of these courses, we recorded the **participation of more than 85% of employees in courses and other training initiatives**, highlighting a strong commitment of all towards **professional and personal growth**.

PEOPLE HAPPINESS

We have **invested in our employees' well-being** by offering subsidies for daycare and university studies, organizing sustainable workshops and encouraging participation in sports events. In addition, we **promoted solidarity initiatives** such as blood donations and participation in social projects (such as support for the Ronald McDonald Foundation, Pane quotidiano and solidarity supplies for our company conventions), demonstrating our commitment to a **corporate culture geared towards well-being and solidarity**.

1.3.2.3 GOVERNANCE | New tools for Group Sustainability Governance

To ensure the **responsible and effective** management of our activities, we have strengthened our corporate governance.

We set **clear** sustainability targets and provided managers with specific KPIs, ensuring a tangible commitment to achieving these goals. We also increasingly saw the **NFS** as a tool to **improve communication with our stakeholders**. During 2023, we implemented a **digital platform** aimed at managing the entire value chain of environmental, social and governance (ESG) factors and used it to collect the information needed to prepare the NFS.

Furthermore, we integrated the **topic of risk management** in the context of sustainability so that it is an integral part of the Group's risk assessment (ERM) process. This integration provides as comprehensive a view as possible, where sustainability and risk management are considered together, thus ensuring a holistic approach.

In 2023 we updated the **24 ORE Group's Code of Ethics**, emphasising, among other things, ESG issues. We have issued a **Social Media Policy** to provide clear and practical guidelines on the appropriate uses of social media to employees, agents and contractors.

Lastly, an **ESG kit** has been prepared that includes a collection of documents and a periodically updated operational tool to provide a timely and complete response to requests from contracting bodies and our customers, in particular to facilitate the process of participating in tenders, registration in supplier registers, entering into contracts and registering on ESG assessment platforms (e.g., Open - ES), offering a clear and detailed picture of our policies, initiatives and performance in the field of environmental, social and governance (ESG) sustainability. The **ESG kit** allows us to transparently and credibly demonstrate our commitment to sustainability and ensure compliance with the regulations and standards required by our stakeholders.

2023 was a year of significant progress for the 24 ORE Group in the area of sustainability. Through targeted initiatives and committed leadership, we have succeeded in promoting a sustainability-oriented corporate culture.

Our mission is to make a tangible contribution to the development of a sustainable global economy, combining long-term profitability with social justice and environmental protection. Sustainability is central to our corporate vision, as we believe that a responsible approach is the only way to guarantee a better future for present and future generations.

2.

MATERIALITY ANALYSIS



Stakeholders

MAIN CATEGORIES OF 24 ORE GROUP STAKEHOLDERS¹



The Group interfaces with each of these categories of stakeholders according to various methods of engagement and feedback, in order to maintain an ongoing dialogue and solid relationships of trust based on the principles of transparency and fairness.

¹ Unchanged from 2022.

MAIN COMMUNICATION CHANNELS AND ACTIVE STAKEHOLDER ENGAGEMENT METHODS

STAKEHOLDER CATEGORIES	STAKEHOLDERS	MAIN COMMUNICATION CHANNELS AND ENGAGEMENT METHODS
Employees and contractors	Employees, journalists, authors, external contractors, sales agents.	Intranet, Code of Ethics, direct communications and e-mail, continuous dialogue, regular meetings, training.
Trade associations and unions	Publishers' associations, company unions, national unions.	Discussions with trade unions, participation in technical committees to share the Group's position with other publishers.
Strategic partners	Event sponsorship partners, business partners.	Direct and e-mail contacts, press, dedicated meetings, presentations.
Suppliers	Suppliers of raw materials, IT suppliers, suppliers of logistics services, suppliers of other services, third-party publishers under concession, lenders of works (museums, private individuals), consultants (suppliers of professional services).	Direct, telephone and e-mail contacts, press, supplier portal, dedicated meetings and events.
Customers	Large customers (companies, trade associations, P.A. and financial institutions), professionals, retailers (bookshops, news-stands), advertising customers, museums and foundations.	Telephone contacts, chats, questionnaires and surveys, advertising campaigns, newsletters, inserts, brochures, catalogues, events, market research, commercial and technical meetings, direct communications, support and coaching, product presentations, periodic dedicated meetings with major customers.
End user/public	Readers, listeners, exhibition visitors, website and social media users, students, event participants, subscribers.	Social channels of the publications, e-mails and letters to the editorial staff, products and services in the narrow sense (newspaper, radio, events, exhibitions, social channels, podcasts, digital TV channels, etc.), satisfaction questionnaires, advertising campaigns, newsletters, websites and editorial sites,

		comments on articles, physical and virtual classrooms, apps.
Competitors	Competing companies.	Events and trade fairs, meetings, participation in working groups within trade associations, telephone and e-mail contacts.
Institutions	Control bodies, legislature, P.A., local authorities.	Direct, telephone and e-mail contacts, technical meetings, participation in hearings with the supervisory authorities.
Financial community	Financial analysts, banks.	Dialogue and feedback channels via telephone and one-to-one meetings, e-mail, institutional website for circulating and publishing information and documents of relevance to the financial community.
Shareholders and other present and future investors	Shareholders, investors.	Dialogue and feedback channels via telephone, shareholders' meetings, dedicated e-mail account for the investor function, institutional website for circulating and publishing information and documents of relevance to investors, Policy on Dialogue with General Shareholders and Investors present on the website www.gruppo24ore.ilsole24ore.com
Local community and territory	Society.	Joint initiatives, direct and e-mail contacts, conventions, organization of events in the territory, interaction with citizens and their representative bodies.

Materiality analysis

Relevant non-financial topics to be addressed within the Non-Financial Statement 2023 were identified through a "materiality analysis" process, in line with the changes set out in the GRI Sustainability Reporting Standards 2021 (hereinafter also "GRI Standards") of the GRI - Global Reporting Initiative. In particular, as required by GRI 3: Material Topics 2021, an analysis was conducted to identify the material topics related to the impacts (actual or potential) generated by the 24 ORE Group on the economic, environmental and social spheres, including human rights, throughout its value chain.

In particular, the process includes the following steps:

1. understanding the context in which the 24 ORE Group operates;
2. identifying current and potential negative and positive impacts that the Group and its value chain have or potentially generate;
3. evaluating the significance of and prioritising the impacts;
4. identifying the material topics associated with the impacts identified as relevant in the previous steps.

The following table lists the 24 ORE Group's material topics, the associated significant impacts and a description of the management tools adopted to mitigate them. The updating of the materiality analysis led to the inclusion of biodiversity protection as a material topic in 2023.

Material Topic	Associated impacts and mitigation measures
Reduction of energy consumption and emissions	<p>The consumption of energy from non-renewable energy sources by the Group and its entire value chain generates a negative impact on the climate through greenhouse gas emissions.</p> <p>The Group's investments in optimising energy consumption and the use of renewable sources are intended to mitigate this effect.</p> <p>To mitigate these impacts, the Group has an Environmental Management System in accordance with UNI EN ISO 14001:2015 and is constantly striving to reduce energy consumption and polluting emissions, as well as to increasingly use 100% green energy. The Group has also initiated paths for selecting suppliers while taking ESG factors into consideration along with "carbon neutrality," and improving the impact of logistics and transport.</p>
Responsible paper management	<p>Excessive or irresponsible use of materials, especially paper, by the Group or other actors along its value chain could contribute to the depletion of virgin raw materials.</p> <p>To mitigate these impacts, the Group has an Environmental Management System in accordance with the UNI EN ISO 14001:2015 standard. The Group has also initiated a process for selecting suppliers while considering ESG factors. In 2023, the</p>

	<p>purchase of paper for the production of the newspaper saw an increase in the share of recycled paper (33%) compared to the previous year (28%).</p>
Waste management	<p>Poor waste management from all activities in the Group's value chain generates a negative impact on the environment, in particular on air, water and soil.</p> <p>To mitigate these impacts, the Group has with an Environmental Management System in accordance with UNI EN ISO 14001:2015 and constantly strives to reduce the production of hazardous waste and to encourage all forms of material recovery and recycling.</p>
Water management	<p>A lack of attention to the management of water withdrawals used in paper production processes, especially in water-stressed areas, could lead to a depletion of available water resources.</p> <p>In order to reduce this impact, the Group has initiated a process for selecting suppliers while considering ESG factors.</p>
Protecting biodiversity	<p>Insufficient attention to paper production practices leads to an excessive reduction of wooded or forested areas, which is detrimental to the biodiversity of the area. Furthermore, the presence of production settlements and building structures negatively affect the diversity of natural ecosystems and the animal and plant species that inhabit them. When purchasing paper, the Group targets suppliers who prefer recycled pulp or virgin fibre waste as raw material for paper production.</p>
Human resources management	<p>A lack of interest in protecting the welfare of workers as well as a failure to ensure adequate working conditions could lead to negative impacts on people and a violation of their human rights. In this context, in the performance of its business activities, the 24 ORE Group protects the fundamental rights of people, as enshrined in its Code of Ethics, introduces welfare initiatives, periodically consults with trade union representatives, and has also launched a process for the selection of suppliers along the entire value chain while taking ESG factors into account.</p> <p>For the development of human resources, the Group ensures their progressive growth through policies and procedures dedicated to training and professional development. Moreover, with the adoption of a certified Gender Equality Management System (UNI PdR 125:2022), is committed to ensuring an inclusive and valuable working environment.</p>
Workers' health and safety	<p>Failure to adopt policies and procedures to safeguard health and safety can lead to accidental injuries in the workplace.</p> <p>For a number of years now, the 24 ORE Group has had an Occupational Health and Safety Management System certified in accordance with UNI ISO 45001:2018 to safeguard workers. Furthermore, the Group selects suppliers along its value chain that adhere to its Code of Ethics and its Organization, Management and Control Model pursuant to Italian Leg. Decree 231/2001.</p>

Privacy and protection of data and information sources	<p>Failure to implement and enforce digital security systems can generate instances of data breaches and cyber attacks, leading to breaches of privacy and loss of personal data of those involved.</p> <p>In this regard, the 24 ORE Group has adopted a GDPR policy and an "Organizational Model for the Respect of Privacy and Processing Personal Data" to handle and protect the personal data of the individuals whose data it collects and processes. The 24 ORE Group has also provided cybersecurity training for all employees.</p>
Protection of intellectual property rights and freedom of expression	<p>The lack of a comprehensive protection strategy for editorial content can lead to infringement of the intellectual property (copyright and industrial property rights) of employees and collaborators. To mitigate this impact, the Group has adopted the "Intellectual Property Protection Procedure" in order to strengthen controls.</p> <p>Similarly, the lack of safeguards to ensure freedom of expression may also lead to negative impacts on stakeholders and society, due to the risk of manipulation of information made public. The 24 ORE Group interprets and defends constitutional values and the principles of freedom of expression and information and maintains a particular reference to the rules of the Code of Ethics and the rules on ethics and conduct, both corporate and professional, such as the Code of Self-Discipline and the principles of the Charter of Duties of Journalists.</p>
Business integrity, anti-corruption and transparency	<p>Failure by the Group to comply with the rules of conduct in advertising communication could result in damage to third parties through discriminatory, offensive or harmful messages. In this regard, the Group is committed to complying with the decree on Misleading and Comparative Advertising in Relations between Professionals, in force with Italian Legislative Decree 145/2007.</p> <p>The occurrence of unfair business practices along the entire value chain (such as any episodes of corruption, competitive behaviour or the dissemination of inadequate advertising communications) can have a negative impact on the entire socio-economic system and on any stakeholders directly involved. To address and manage these impacts, the 24 ORE Group has dedicated procedures and policies (e.g., the Whistleblowing Policy, suppliers' compliance with the Group's Code of Ethics and the principles of the Organization and Management Model pursuant to Italian Legislative Decree 231/2001).</p>
Plurality of content and ability to manage change	<p>In an ever-changing publishing market, the Group is able to meet the diverse information needs of consumers and to identify, interpret and promote change, contributing positively to a culture of innovation. This implies an increasing accessibility and inclusiveness of information also through the development and digitisation of information products and services. The company has set up the Committee on Compliance with the Editorial Mission of the 24 ORE Group, composed of at least three non-executive directors, which has tasks of a proposal and advisory nature and</p>

	monitors compliance with the Group's editorial mission as identified in the preamble of the Articles of Association.
Distribution and capillarity of sales networks and channels	If relations between the Group and the companies involved in the distribution and marketing of daily newspapers, supplements and periodicals are suspended, there could be interruptions or slowdowns in the distribution of the Group's publishing products, adversely affecting the timeliness of information. The progressive development and digitalisation of products and services undertaken by the 24 ORE Group contribute to the maintenance of a timely and widespread distribution of information and related sales, many of which are by subscription. Furthermore, the Group constantly monitors developments in the publishing distribution sector.
Content dissemination	The Group actively participates in the growth of society and the dissemination of culture through the creation of editorial content and events. Furthermore, it guarantees comprehensive, professional and independent information through the development of integrated product, technical, regulatory and networking systems, and specific training for professionals, companies and public administration. Lastly, the Group is particularly attentive to sustainable development issues with consolidated commitments in terms of raising public awareness with dedicated information services such as ESG newsletters on financial sustainability, guides dedicated to phenomena linked to climate change and the Sustainability section created on its website.

The following pages contain information on the material topics - scenario and risks, policies applied, Organization and Management Model, indicators - for each area of the Decree (for further details on the criteria for identifying material topics, please refer to the Methodological Note).

Main risks related to non-financial topics

Among the current and potential non-financial risks to which the Group is or could be exposed, it is possible to identify some risks, incurred and generated, related to issues that Il Sole 24 ORE has identified as "material" for the Group and its stakeholders, which are the subject of this Consolidated Non-Financial Statement.

The main associated risks, and how they are managed, are summarized in the following table.

SCOPE Italian Leg. Decree 254/16	MAIN RISKS	RISK MANAGEMENT TOOLS
Aspects relating to the Fight against Corruption	<ul style="list-style-type: none"> • Risks linked to the commission of corrupt acts by/against the public administration and by/against private individuals • Risks related to non-compliance with internal rules and legislation • Reputational risk • Risks associated with the use of social media contrary to Group principles and rules • Risks of inadequate supplier qualification process 	<ul style="list-style-type: none"> • Code of Ethics of the 24 ORE Group • Organization, Management and Control Model in accordance with Italian Legislative Decree 231/2001 of the individual companies of the 24 ORE Group (updated in 2023) • Group internal control environment for regulatory compliance • <i>Whistleblowing Policy</i> • Procedure for Managing Relations with the Public Administration and Independent Administrative Authorities • Public Funding Management Procedure • Litigation Management Procedure • Procedure for Inspections by Italian Control Authorities and the conduct to be adopted • Taxation Procedure • Gift Management Procedure • Donations and Sponsorship Procedure
Personnel-related aspects	<ul style="list-style-type: none"> • Risk of non-compliance with employment regulations • Risk of non-compliance with regulatory requirements concerning occupational health and safety, machinery and equipment • Risk of non-compliance with human rights and gender diversity 	<ul style="list-style-type: none"> • Code of Ethics of the 24 ORE Group • Organization, Management and Control Model in accordance with Italian Legislative Decree 231/2001 of the individual companies of the 24 ORE Group (updated in 2023) • Group internal control environment for regulatory compliance • Environment, Health and Safety Policy • Personnel Search and Selection Procedures • Personnel Administration Procedure • <i>Whistleblowing Policy</i>

SCOPE Italian Leg. Decree 254/16	MAIN RISKS	RISK MANAGEMENT TOOLS
	<ul style="list-style-type: none"> • Risk of loss or failure to develop specific technical and key skills 	<ul style="list-style-type: none"> • Regular and continuous dialogue with trade union representatives • Occupational Health and Safety Management Systems in accordance with UNI EN ISO 45001:2018 • Gender Equality Statement • Gender Equality Certification • 24 ORE Group ESG Plan • Gender Equality Management System in accordance with UNI PdR 125:2022 • Adoption of forms of remote work • Staff training in-person and through remote modes (Teams, e-learning...) • Provision of training courses in line with new business needs • Group information systems
Social aspects	<p>Product quality</p> <ul style="list-style-type: none"> • Strategic and market risks related to the lack of capacity to develop new types of innovative and quality products and content and the lack of technological adaptation • Reputational risk and resulting from loss of brand credibility due to lower quality products and services offered and inability to meet customer expectations. • Risk of suffering the impact of generative AI on core editorial/editorial products if not properly managed 	<p>Product quality</p> <ul style="list-style-type: none"> • Code of Ethics of the 24 ORE Group • Quality System certified in accordance with UNI EN ISO 9001:2015 for the Professional Services and Radiocor divisions • Code of Conduct for Journalists and Collaborators of Il Sole 24 ORE S.p.A. • Compliance with the Consolidated Text of Duties of Journalists • Joining the Trust Project • Content monitoring by dedicated and highly specialised teams • Presence of dedicated structures for continuously monitoring customer satisfaction levels • Fraud detection project • Definition of activities related to the payment of fair compensation by technology platforms that exploit the company's content • Intense skills development and reflection activities for the most correct use of the tools offered by technology in the service of editorial and publishing activities

MAIN RISKS

RISK MANAGEMENT TOOLS

	<p>Suppliers</p> <ul style="list-style-type: none"> • Risk related to rising raw material costs • Risk related to the availability of the raw material coloured paper in the supply market • Supply quality risk • Risk of non-compliance with laws and regulations by Group suppliers • Risk related to dependence on a single supplier for the distribution of publishing products in Italy and abroad • Risk associated with inadequate supplier qualification and performance verification process 	<p>Suppliers</p> <ul style="list-style-type: none"> • Code of Ethics of the 24 ORE Group • Organization, Management and Control Model in accordance with Italian Legislative Decree 231/2001 of the individual companies of the 24 ORE Group (updated in 2023) • Procurement Procedure (including supplier qualification) • Environment Management System in accordance with the UNI EN ISO 14001:2015 standard • Occupational Health and Safety Management System compliant with UNI EN ISO 45001:2018 • Verification of the technical and professional suitability of suppliers for occupational health and safety purposes • Constant monitoring of developments in the publishing distribution sector • Information sharing on the supplier qualification portal and its development • Introduction and development of ESG criteria in the supplier portal for their qualification • Group information systems
	<p>Information governance</p> <ul style="list-style-type: none"> • Risks related to the security and protection of customers' personal data • Risks related to the failure to adopt EU Regulation 2016/679 on personal data protection (GDPR) • Risk to image, reputation and professional competitiveness resulting from non-compliance with the rules introduced by the GDPR • Risks related to the protection of intellectual property 	<p>Information governance</p> <ul style="list-style-type: none"> • Code of Ethics of the 24 ORE Group • Organization, Management and Control Model in accordance with Italian Legislative Decree 231/2001 of the individual companies of the 24 ORE Group (updated in 2023) • Group internal control environment for regulatory compliance • GDPR Policy • Information Technology and Remote Control Procedure • Technical and organizational procedures and operating instructions • Employee training on IT security and privacy issues • Intellectual Property Protection Procedure • Registration of trademarks for goods and services and their renewals

SCOPE Italian Leg. Decree 254/16	MAIN RISKS	RISK MANAGEMENT TOOLS
	<ul style="list-style-type: none"> Risks related to trademark counterfeiting, fraud, digital identity theft 	
Environmental Aspects	Risk of non-compliance with environmental legislation requirements	<ul style="list-style-type: none"> Code of Ethics of the 24 ORE Group Organization, Management and Control Model in accordance with Italian Legislative Decree 231/2001 of the individual companies of the 24 ORE Group (updated in 2023) Environment Management System in accordance with the UNI EN ISO 14001:2015 standard Group internal control environment for regulatory compliance Environment, Health and Safety Policy "Improvement Objective Programme" Procedure Group information systems

3. OUR PERFORMANCE



3.1 Environment

■ ENVIRONMENTAL ASPECTS

Responsible paper management, reduced energy consumption and emissions, waste management, water management, protecting biodiversity.

Scenario and risks

The Group is highly sensitive to issues relating to the environment and sustainability: it has implemented an Environmental Management System compliant with UNI EN ISO 14001:2015 with the aim of:

- preventing all possible forms of pollution,
- optimising the consumption of resources and energy,
- reducing the use of hazardous substances,
- reducing the production of hazardous waste and encouraging all forms of material recovery and recycling,
- encouraging, where economically sustainable, the adoption of technologies and processes capable of minimising environmental risks and monitoring aspects that can have a significant environmental impact.

The most relevant direct environmental impacts are traced back to paper consumption, energy consumption, with particular reference to high-frequency antennas, and similar waste related only to office activities.

The macro-economic and geopolitical environment of the last two years has also had major repercussions on utilities, with greatly varying costs. It is also for this reason that the Group has initiated an in-depth analysis activity aimed at identifying areas for improvement and, where possible due to working conditions, reducing the day-to-day operation of utilities, in the short and long term also by means of structural investments. The company's energy saving plan is outlined below.

Rome office

Since the Rome office is located within a multi-tenant building where there are both independent and shared spaces, with condominium utilities, the layout of the office is being changed to reduce the amount of occupied spaces, relamp open spaces, and close the offices at weekends with the shutdown of dedicated technological systems.

In order to pursue more sustainable mobility, a car pooling platform has been activated.

Milan office

In the Milan office in Viale Sarca 223, a building that is already Leed Gold certified, a series of actions/activities have been evaluated to improve the efficiency of utilities consumption in both the short and long term, also through structural interventions planned in the following years.

The following actions were carried out during 2023:

- indoor photocatalytic treatment tests for the abatement of harmful chemicals and improved air quality;
- integration of motion sensors to reduce the use of light;
- membership in the Smart Circular City project with delivery of the waste produced to Borsino Rifiuti and its reuse/recycling in the circular economy;
- feasibility analysis to create a new photovoltaic system in the car park;
- launch of the car pooling platform;
- closure of floors not in use by radio and editorial staff for three days a week (including weekends) and shutdown of dedicated technological systems.
- feasibility study for the installation of a heat pump, with reduced boiler use and thus methane gas consumption.

Radio equipment

The project to modernise the transmission facilities with new equipment that began in 2022 was completed in 2023, which brought benefits in terms of reduced consumption.

It should also be noted that, based on preliminary assessments, the Group does not currently appear to be exposed, in the short term, to the physical and transitional risks associated with climate change, given the nature of its business and direct activities that are no longer productive, and the geographical location of its sites. However, it recognises that a more detailed analysis of these aspects will be needed in the coming years.

For further environmental risk management methods, reference should also be made to the description in the sections "Policies applied" and "Organization and management model" below.

Policies applied

Management has established a Policy for the Environment and Worker's Health and Safety, circulated to all internal staff and available to the public, which is periodically updated and validated by Top Management or upon need in the event of significant changes.

In the Policy for the Environment and Worker's Health and Safety, the Group considers it a priority to comply with the laws and regulations in force and with other requirements deriving from prescriptions, norms and standards subscribed to voluntarily or deriving from contractual obligations on environmental matters.

This objective is also pursued thanks also to the maintenance of staff expertise guaranteed through continuous education and training on these issues.

Organization and management model

Environmental aspects are dealt with and managed by the Group through a dedicated, consolidated corporate organizational structure, supported by industry experts and an external firm that offers technical and legal consultancy services and operational support for the management of recurring activities, as well as by specialised technicians for any instrumental surveys and laboratory analyses, all assisted by an IT system dedicated to the management of legal requirements and national/local legislative oversight with which to monitor the progress of the improvement activities and periodic reviews/supervision.

In order to guarantee adequate monitoring of the environmental impact of its business activities and to work towards a gradual reduction of this impact, with effect from 2011 the Group decided to adopt a multi-site environmental management system. The management system is certified by an external body and periodically revalidated. In December 2023, recertification for the UNI EN ISO 14001:2015 standard was obtained. The scope of the certification, currently in force, was changed in 2022 as a result of the outsourcing of printing centres (design of publishing products and services for the news-stand market, professional for the public administration and for small and medium-sized enterprises excluding printing).

As part of the environmental management system, the progress of corrective actions implemented to resolve any non-conformities that have emerged is monitored, as is the degree to which improvement objectives and targets set in relation to environmental performance have been achieved.

In order to improve the circulation and traceability of information, the Group implemented the DMS (Document Management System) project, which provides for the collection and digital archiving of documents relating to the environment and safety. In the area of environmental management, following the sale of the production plants in Via Busto Arsizio (MI) and Via Tiburtina Valeria km 68.700, Carsoli (AQ) in 2023, the Group was no longer responsible for the burdens and responsibilities relating to environmental investigations and land reclamation activities.

Key figures

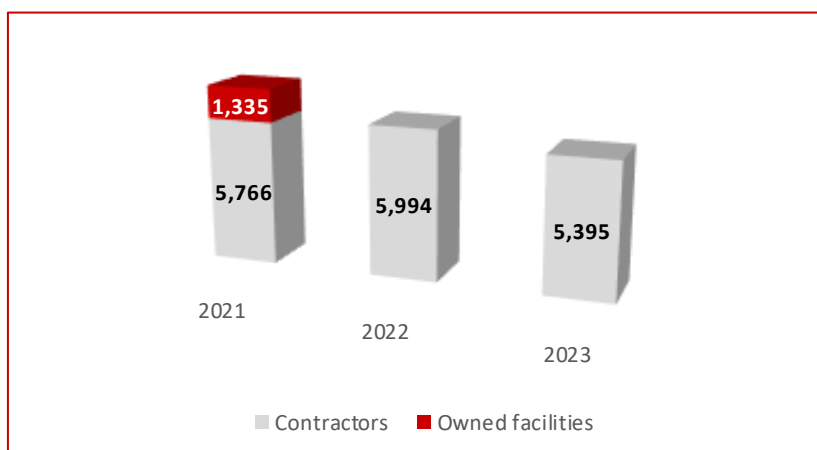
Responsible paper management

Following the closure of the proprietary printing centres, the only raw material purchased directly by the Group in 2023 was the paper used in the external printing centres to which the entire production of the newspaper is outsourced.

In 2023, the 24 ORE Group used 5,395 tonnes of paper in the newspaper printing process, a 10% decrease compared to 2022 and a 24.1% decrease compared to 2021, mainly due to a decrease in production.

The reduced use of paper is in line with consumption in recent years; to this must be added the fact that the pandemic has significantly accelerated the change of business model from paper to digital. The growing need to be promptly updated has made the use of information technology (e.g., smartphones) preferable as the main means for obtaining real-time information.

PAPER CONSUMPTION IN TONNES

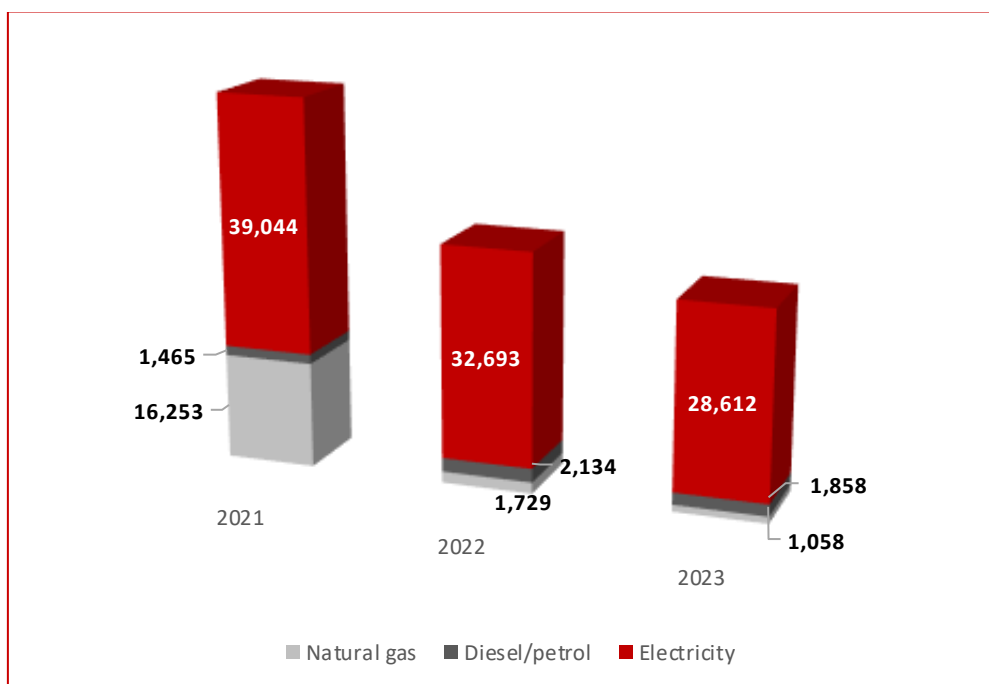


Reduction of energy consumption and emissions

The Group's energy consumption is mainly attributable to the use of electricity, methane gas used for heating and, to a lesser extent, diesel and petrol as fuel for the corporate fleet.

Overall, the Group consumed 31,527 GJ of energy in 2023, down about 14% from the previous year, mainly due to the sale of the production facilities (which had, however, already ceased operations in 2022) and the numerous energy-saving activities undertaken.

ENERGY CONSUMPTION



The calculation of greenhouse gas emissions into the atmosphere takes into account both direct emissions (Scope 1) and indirect emissions (electricity - Scope 2²), which are generated by the energy consumption reported above and which include the refilling of refrigerant gases³ for air-conditioning.

Overall, total greenhouse gas emissions in 2023 amount to about 2,687⁴ tonnes of CO₂eq, corresponding to 7% direct emissions and 93% indirect emissions.

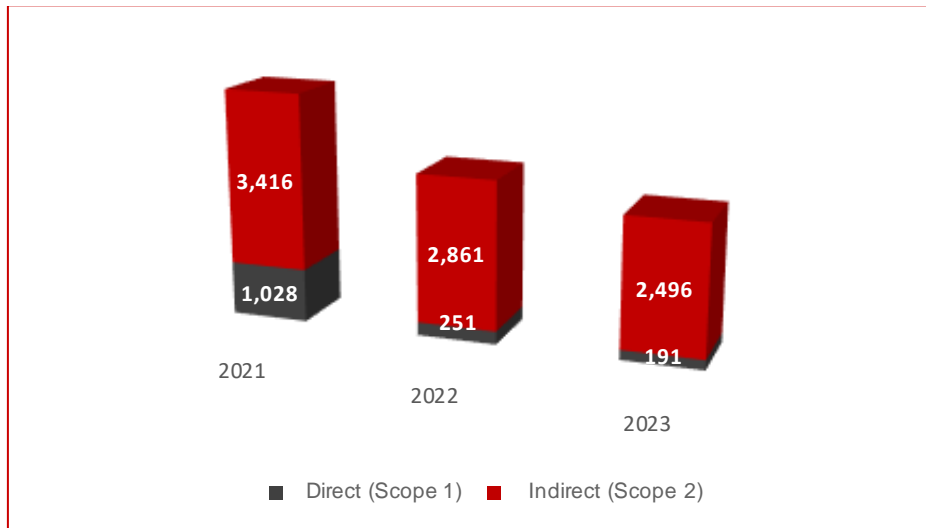
It should also be noted that 66% of the energy purchased from the grid comes from renewable sources and is covered by Guarantee of Origin certificates.

² Currently, the Group does not have sufficient information for the calculation of other indirect emissions (Scope 3)

³ It should be noted that this contribution is zero for 2023.

⁴ Includes indirect emissions (Scope 2) calculated according to the location-based approach. Using the market-based approach, the total emissions were instead 1,418 tonCO₂eq.

GREENHOUSE GAS EMISSIONS, tCO₂EQ

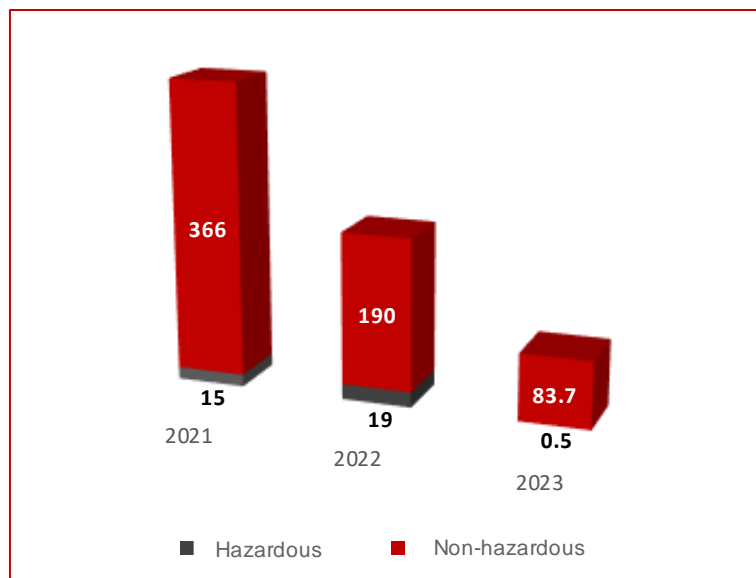


Waste management

About 84 tonnes of waste was produced in 2023, down from 2022 (about 60%), mainly due to the sale of the production facilities.

Almost all of the waste, about 99%, is non-hazardous and 100% is recovered. The remaining part (about 1%) of the total waste attributable to hazardous waste is also sent for recovery in 100% of cases and relates mainly to the disposal of monitors.

WASTE, IN TONNES 2023



For further details on the indicators relating to environmental management, reference should be made to the tables in Appendix 1 "GRI detail tables".

Water management

With the cessation of direct production activities, the 24ORE Group's use of water is for civil purposes only. It should be noted that according to a preliminary analysis, the production of pink paper purchased by the Group took place in 2023 in water-stressed areas (66% of the tonnes purchased⁵). There is currently no data available on the water withdrawals of these suppliers.

Protecting biodiversity

The environmental impacts associated with the 24 ORE Group's value chain include a possible negative effect on the protection of biodiversity. In fact, insufficient attention to paper production practices can lead to an excessive reduction of forest or woodland areas, and a negative influence on the animal and plant species that inhabit the ecosystems in the areas around production sites. In this regard, it should be noted that according to a preliminary analysis, about 66% of the tonnes of pink paper purchased by the Group in 2023 came from production plants located in biodiversity-threatened areas⁶.

3.2 Social

■ PERSONNEL MANAGEMENT

Human resources management and Workers' health and safety

Scenario and risks

The management of the Group's human resources is aimed first and foremost at respecting the rights of workers and promoting health and safety in the workplace in compliance with the regulations governing their application.

The main risks identified in the area of personnel are therefore attributable, among others, to risks of potential non-compliance due to non-compliance with legal requirements concerning employment and health and safety in the workplace, the risk of non-compliance with human rights and gender diversity and the risk of loss or failure to develop specific technical skills, risks related to the sustainability of labour costs.

These potential risks are mitigated by the implementation of specific retention policies and procedures for personnel management, detecting needs and providing specific training, by the application of the standards of the Internal Regulatory System, by the activation in the recent past of various actions to reduce costs, by an ongoing relationship with trade union organizations to foster interrelationships between workers and the company, by the adoption of a Group Code of Ethics and the implementation of the 231 Model and related internal controls, also with the adoption of an SGSSL certified according to UNI-EN-ISO 45001:2018, with regard to occupational health and safety aspects.

⁵ For the implementation of these assessments, the Aqueduct Water Risk Atlas tool developed by the World Resources Institute was used, through which water stress zones were identified. Specifically, water-stressed areas are those classified as "medium-high", "high" and "extremely high".

⁶ The WWF tool "WWF Risk Filter Suite" was used to determine the areas at risk for biodiversity, considering a minimum risk threshold of 3 "Moderate risk".

For detailed information on how risks relating to personnel management and health and safety in the workplace are managed, reference should also be made to what is described below under the sections "Policies applied" and "Organization and management model".

Policies applied

The 24 ORE Group, as indicated in the Code of Ethics, is committed to enhancing the value of its employees by ensuring the maintenance of conditions such that everyone can feel free to express their skills and personality to the fullest. The Group condemns and opposes all discriminatory attitudes and all acts aimed at harming the dignity of the individual and, in evaluating and enhancing the value of its employees and contractors, it undertakes to consider only the professional and personal qualities of the individual and works to promote gender equality in activities and in company management. To this end, the 24 ORE Group adopted a Gender Equality Management System certified according to UNI PdR 125:2022 on 15 December 2022, which was reconfirmed in December 2023.

Finally, the 24 ORE Group devotes particular attention to protecting workers' health, as formally expressed in the "Policy for the Environment, Workers' Health and Safety". This document is valid for the entire Group and presents a series of principles and commitments, including those of encouraging the adoption of technologies and processes capable of minimising risks to the health and safety of workers and the community and of creating sustainable work environments that guarantee their physical and moral integrity.

The process of identifying risks and hazards in relation to health and safety in the workplace is carried out in accordance with the provisions of the Consolidated Law on Health and Safety at Work (Italian Legislative Decree 81/2008) and the provisions of the Occupational Health and Safety Management System pursuant to UNI ISO 45001:2018 adopted by the Group. The risk assessment document was revised as a result of organizational changes in 2023.

Organization and management model

In 2023, aspects relating to the management of the Group's personnel and the health and safety of workers were coordinated by the Personnel and Organization Central Department.

In application of the agreements entered into with the trade unions resulting from the corporate reorganization plan that led to an overall revision of the operating structure as well as local presence, in addition to the need to continue with labour cost reduction actions through structural workforce downsizing across all categories in order to make the business sustainable, recourse was made in 2023 to the use of Social Relief Plans, aimed at preventing the use of traumatic instruments to reduce labour costs.

In addition, trade union agreements were signed for the application of agile working in a structural form for journalists and employees.

As an innovative element and driver of economic growth, the Group has embarked on a virtuous path towards greater inclusiveness and the adoption of a Gender Equality Management System that was certified on 15 December 2022 in accordance with UNI/PdR 125:2022 and maintained for 2023. This entailed updating the personnel management

guidelines and its internal procedures in order to strengthen organic, empowerment-oriented management and training of women.

With regard to the management of health and safety in the workplace, the 24 ORE Group has a consolidated team of professionals inside and outside the organization who collaborate to manage health and safety aspects of the 24 ORE Group companies. In particular, the Prevention and Protection Service has a Manager (PPSM) and an Officer (PPSO), as well as Managers and Supervisors.

Emergency management is also entrusted to persons in charge of fire-fighting and first aid in suitable formats and sufficient numbers to cover all shifts as well as any absences.

Workers' health is also subject to periodic monitoring by the Occupational Medicine structure managed by the Coordinating Company Doctor and appointed and qualified Company Doctors.

Dialogue with workers is promoted with the involvement of the Workers' Safety Representatives (WSRs) who, by participating in periodic risk prevention and protection meetings organized by the company, contribute to meeting the various needs to improve the hygiene and safety conditions in the workplace and facilitate the participation and consultation of workers as well as the circulation of information among them.

Communication and awareness-raising among workers is ensured through the use of e-learning training platforms and the company intranet portal.

Roles and responsibilities, principles of conduct and control, emergency management and other aspects related to the monitoring of health and safety at work are described in detail within the Group's policies and procedures, as well as in the 231 Organization, Management and Control Model pursuant to Italian Legislative Decree 231/01 (and specifically pursuant to Article 25-septies of Leg. Decree 231/2001).

In addition, since 2018 the Group has implemented software for managing and monitoring health and safety and environmental activities, in which the improvement objectives and actions that the Group intends to implement in the year of reference are recorded, among other data, in order to ensure constant compliance with the regulations and implement the improvement principles expressed in the company policy and set out in the "Safety and environment activity plan" prepared annually. In addition to recording the implementation and maintenance phases of the management systems and the plan of safety and environmental activities, the management software also makes it possible to assign tasks, improvement objectives and the related deadlines to dedicated personnel, who are monitored by the HSE manager through system notifications in the event of inefficiency or failure to perform the assigned tasks. In addition, the software has a specific interface for the qualification of suppliers of activities and services that may have an impact on the health and safety of workers and, through this web portal, the Group assesses their technical and professional suitability.

With regard to the management of accidents and near misses⁷, the company constantly monitors the data, establishing methods of detecting, recording and internally investigating incidents that have occurred, including compilation of accident analysis or report forms (accidents and near misses), as provided for by the internal procedure. Compliance with these procedures makes it possible to identify, at the time of the accident or near miss, the nature of the accident, the consequences, the causes and the corrective and/or preventive actions to be implemented, if considered necessary following the assessment and analysis carried out by the ASPP and the RSPP. A similar process of identification, registration and internal investigation is carried out with regard to complaints of occupational illnesses.

For additional information regarding the measures taken by the Group with regard to the main scenarios and risks identified, see the sections of the Report on Operations entitled "Main risks and uncertainties - Risks related to the regulatory framework in the Group's business sectors," "Outlook" and "Significant events occurring after the end of the year."

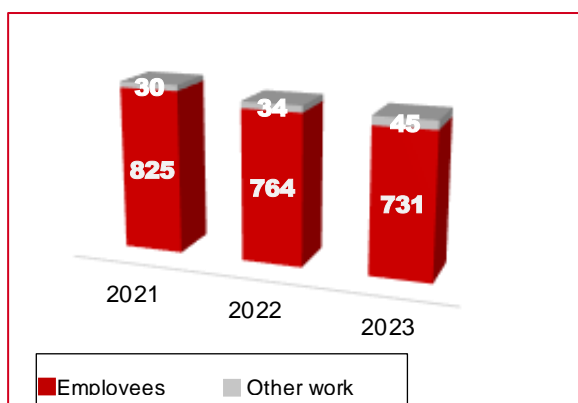
Key figures

At 31 December 2023, the 24 ORE Group's workforce comprised 731 employees and 45 people working for the Group as interns or para-subordinate workers.

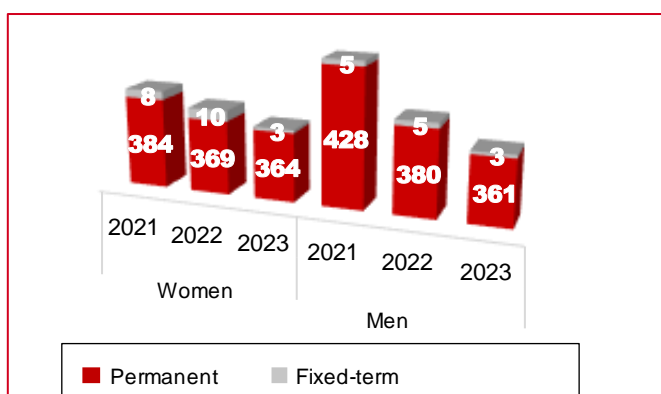
As far as the number of employees is concerned, there was a decrease of 11.4% over the last three years (the same as in the previous three years), due to the reorganization plans implemented by the company. In 2023, the outgoing turnover rate was about 11%, down from 14% the previous year, but up compared to the 8% of 2021. The incoming turnover rate is up by 6.6% compared to 5.9% last year and 3.2% in 2021.

⁷Work-related incident where no work-related injury or ill health occurs, but which could potentially have caused it (pursuant to ISO 45001:2018).

WORKFORCE



CONTRACT TYPE



From a contractual point of view, in 2023 almost all of the Group's employees, i.e., 99.2%, had permanent contracts.

The breakdown of staff by gender shows a balance in the presence of women and men: in particular, in 2023 women represent 50.2% of employees, and men 49.8%.

On the other hand, with regard to the distribution of employees by age group, in 2023 41% of staff were between the ages of 30 and 50, 56% over 50 and only 3% under 30, slightly up compared to the 1% of 2022.

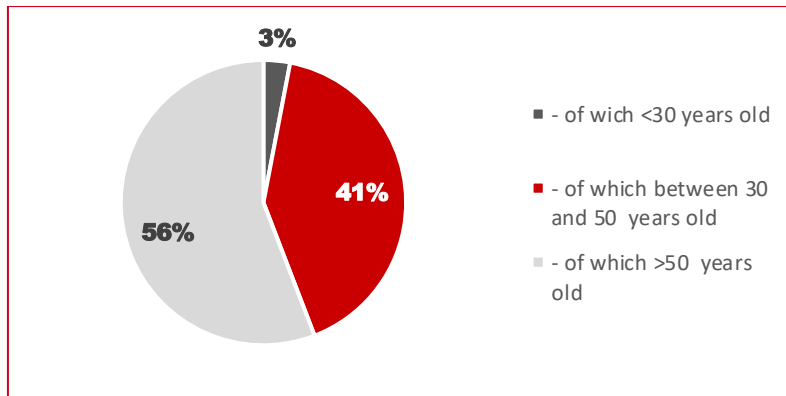
As regards gender diversity within the Board of Directors of the Parent Company, the percentage of women is 45%. The Board of Directors consists of 11 members, of which six men (with one between the ages of 30 and 50 and five of whom are over 50) and five women, with one between the ages of 30 and 50 and four of whom are over 50. The company complies with the regulations on gender balance in management and control bodies. For further details, please refer to section 4 and "Table 2: Board of Directors' structure at the end of the financial year" of the Report on Corporate Governance and Ownership Structure for the year 2023, available at www.gruppo24ore.ilsole24ore.com.

With regard to the Board of Statutory Auditors currently in office, both genders are represented in line with the requirements of the gender balance legislation, with two women and one man as effective members of the control body.

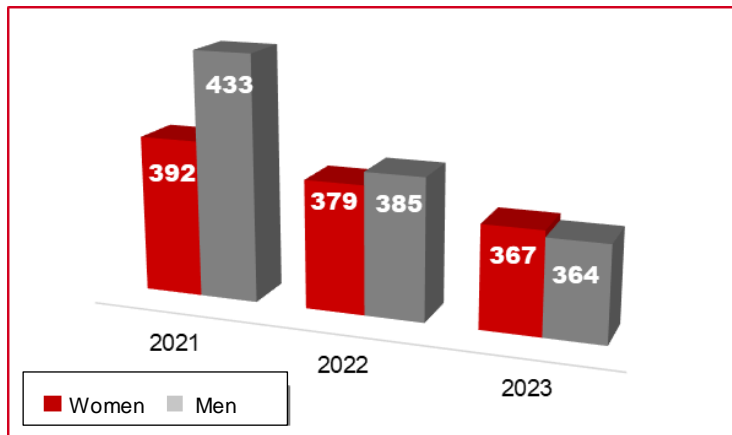
As far as the Italian subsidiaries are concerned, the gender diversity within the Board of Directors for the year 2023 shows a total of 67% women (one aged between 30 and 50 and one aged over 50) and 33% men (one aged over 50). The members of the Board of Directors are the same for both subsidiaries.

The Board of Statutory Auditors, which is only present in one of the subsidiaries, consists of three Statutory Auditors, two of whom are men, both aged over 50, and one woman between 30 and 50 years old.

EMPLOYEES BY AGE GROUP



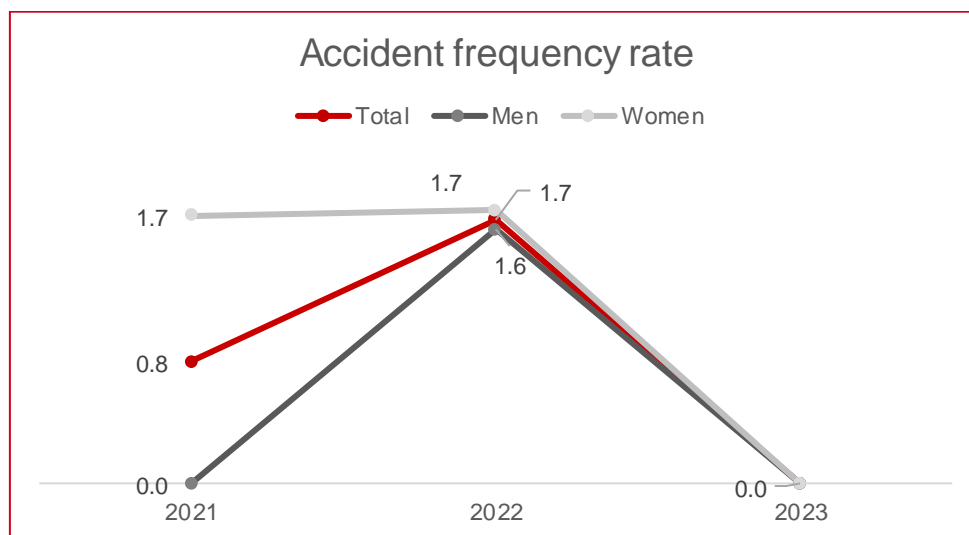
EMPLOYEES BY GENDER



With reference to occupational health and safety, compared to the previous year, the accident frequency rate relating to the Group's employees was zero⁸ in 2023, with 1,118,157 hours worked. There were no non-commuting accidents during the year, compared to two recorded in 2022 and one in 2021. Three commuting accidents occurred during the year, as well as three events in 2022 and three in 2021. None of the accidents during the three-year period was fatal or had severe consequences for the injured person.

⁸ Data of employees in foreign companies are not included

ACCIDENT FREQUENCY RATE



With reference to discriminatory practices in 2023, Il Sole 24 ORE S.p.A. suffered a conviction, for which the company itself appealed, for gender discrimination.

With regard to staff training, a total of 3,805⁹ hours of training were provided in 2023 for the 24 ORE Group (including hours provided in relation to Health and Safety aspects, equal to 1,194).

Training was provided in multiple modes: in-person, remotely in synchronous and asynchronous modes, using different web platforms useful for sharing documents and conducting educational courses. The 24 ORE Group was supported by certified training organizations and professionals. Also with regard to health and safety aspects, training in 2023 was mainly carried out on an e-learning platform.

For participation in some training courses, the resources available on two financing funds to which the 24 ORE Group is registered were used: Fondirigenti and Fondimpresa.

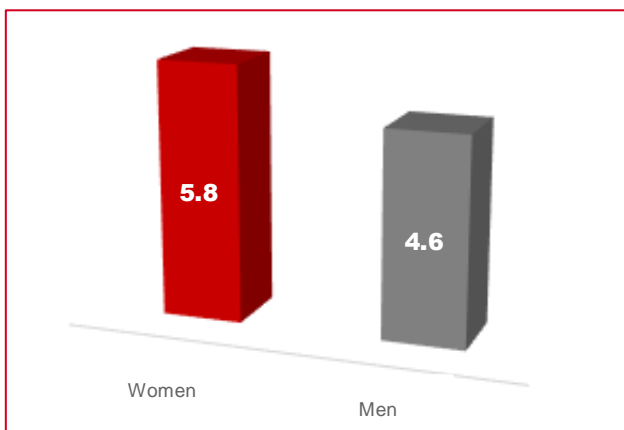
The main 2023 training lines, not related to occupational health and safety issues and training resulting from regulations to which the 24ORE Group is subject, related to the following topics:

- management of interpersonal networks and networking for people and the company, the strengthening of change management skills and the adoption of resilient behaviour with specific focus on the management of heterogeneous teams and the enhancement and promotion of Diversity&Inclusion in the company; the updating of knowledge and the acquisition of new useful tools;

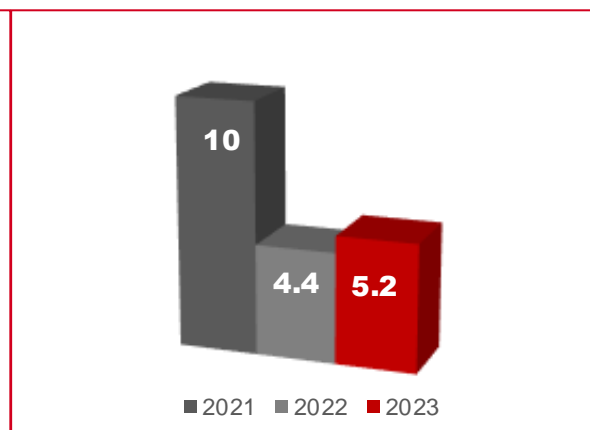
⁹ Training hours for employees of foreign companies are not included
2023 CONSOLIDATED NON-FINANCIAL STATEMENT

- knowing and/or learning more about current technological and regulatory developments (e.g., cookie management, data analysis and management using the SaS software programme and page layout with Indesign);
- continuation of computer literacy and skills enhancement in the use of the Office package;
- cross-cutting and management training (e.g., business coaching);
- language training through the organization of English language courses.

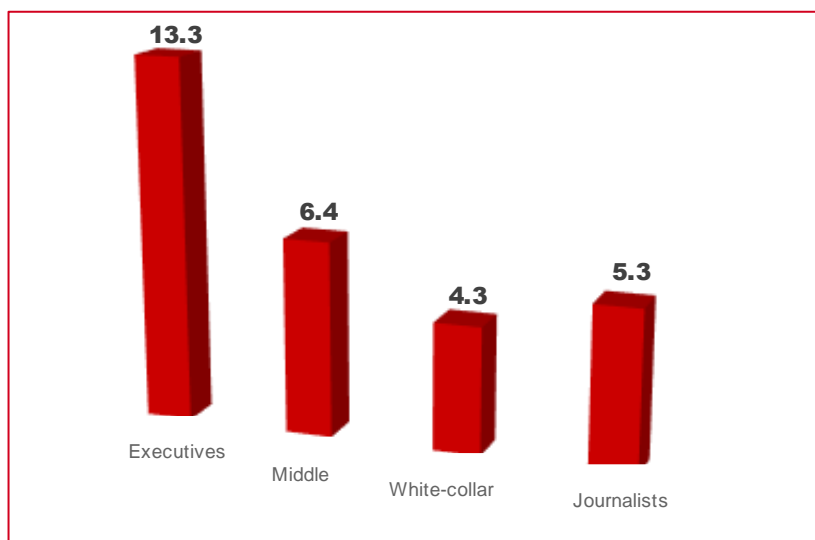
AVERAGE TRAINING 2023, IN HOURS



TOTAL AVERAGE TRAINING HOURS



AVERAGE TRAINING 2023 BY CATEGORY, IN HOURS



For further details on the indicators relating to personnel management, reference should be made to the tables in Appendix 1 "GRI detail tables".

■ SOCIAL ASPECTS

The social aspects related to the 24 ORE Group's business are attributable to the following macro-categories: product quality, suppliers and information governance.

Product quality

As a major player in the multimedia field, the 24 ORE Group has a great responsibility at the social level for its ability to directly and indirectly shape, increase and inspire the culture of the country, the relevance of Italy in the world and the formation of opinions based on knowledge of facts, listening to opinions and in general to values linked to the development and welfare of society.

The 24 ORE Group is committed to offering transparent, correct and complete information, contributing - through its various media - to informing and educating society on the most important issues and paying particular attention to innovation and sustainable development.

Editorial innovation

In the context of an ever-changing publishing market, the 24 ORE Group invests in editorial innovation to provide high-quality content adapted to new forms of use. By maintaining a high level of technological updating and developing new types of products and innovative multimedia content, the 24 ORE Group strives to meet the diverse and new needs of readers and end users.

Multimedia and accessibility

Our constant and integrated presence in traditional and digital media guarantees the rapid, widespread distribution of the 24 ORE Group's editorial content. Attention to the dissemination and accessibility of content ensures that it is usable by an increasingly wide audience, thus contributing to the dissemination of knowledge, professional development and cultural enrichment of an ever-greater pool of users of the topics that characterise the 24 ORE Group.

Principle of responsibility

The 24 ORE Group is committed to consistently maintaining the highest quality standards in the conduct of its business. In addition to regulatory compliance, we adopt an ethical and behavioural approach to content production, respecting the principles of independence, objectivity and transparency.

With specific regard to publishing, the creation of complete, quality and independent journalistic information - intended in the Code of Ethics as a measure of the country's degree of transparency and as a stimulus to free initiative and efficiency - is supervised by the Editor-in-Chief of the Group's publications, who is appointed by the Board of Directors in order to ensure their management and editorial autonomy.

In the context of independence and editorial responsibility, Il Sole 24 ORE is also concerned with managing the development of quality content creation by supervising the professionalism and specialization of the resources that make up the different teams involved in the production of content.

The development of content is overseen - for each specific section of the newspaper - by dedicated and highly specialized teams of journalists led by section managers who in turn report to editors and finally to the Editor-in-Chief. The renewal of editorial products is carried out through a strategy aimed at specialization, synthesis and selection of content.

The current legislation on publishing in the press is the result of numerous legislative and regulatory measures aimed at guaranteeing, in line with the dictates of the Italian Constitution, pluralism and the independence of information sources through the effective transparency of the daily and periodical press markets, while also regulating the allocation of public grants. The main relevant statutes include Law no. 47 of 8 February 1948 ("Provisions on the press"), which provided the first set of rules on the press, establishing some fundamental prescriptions on the subject of editorial activity and responsibility, including the compulsory indication in each publication of some relevant information, the identification of an editor in charge for each publication (newspaper, daily or periodical) and the registration of the publications, including online if characterized by the requirement of periodicity, in the Press Register kept at the court registry.

Beyond journalistic content, the 24 ORE Group enriches the publishing landscape with a suite of products, including professional information services, consultancy software, and legal and regulatory training courses, often developed in collaboration with non-journalist editorial staff. The content is designed to provide integrated, in-depth information and operational tools to support the activities of professionals and companies. To ensure that the professional products constantly meet professionals' needs, Il Sole 24 ORE makes constant use of market research and focus groups with professionals, constantly monitoring the perceived quality of its products and those of competitors and the emergence of new information needs. Editorial products and services are renewed and connected with the Group's information offer through an editorial strategy aimed at using the same reference authors, constant editorial coordination and connection with journalistic structures, and a strategy aimed at specialising and exploring content to support activities and develop the skills of professional operators. The editorial offer was also complemented and enriched by visibility, networking and certification services for companies and professionals.

The technical editorial staff, coordinated by editorial managers in turn headed by subject area managers, adopt the Quality System certified according to the UNI EN ISO 9001:2015 standard.

Plurality of content and ability to manage change

Scenario and risks

In a constantly evolving publishing market, the 24 ORE Group's ability to compete is expressed through its ability to respond to the different knowledge needs of end consumers, as well as through the identification, interpretation and promotion of change, fostering a culture of innovation and the development of digital products.

Specifically, against the backdrop of an overall repositioning of demand and a shift from more traditional forms of use of editorial content to digital ones, the 24 ORE Group is committed to maintaining a high level of technological currency, develop new types of innovative, high-quality products and content that can be adapted to distribution via online platforms, and, finally, propose publishing synergies in the multimedia arena.

Risks related to post-pandemic phenomena, climate change as well as ongoing geo-political conflicts in Ukraine and the Middle East, of which there is no significant direct exposure to date, may influence the general economic and industry context. The 24 ORE Group is actively working to prevent and mitigate negative effects through greater emphasis on information that is attentive and sensitive to the themes of innovation and sustainability in its economic, environmental, social and cultural aspects and the development of digital and multimedia solutions.

For further details on the risks relating to plurality of content and ability to manage change and the related management methods, reference should be made to the section entitled "Main risks related to non-financial topics", with particular reference to the section on "Strategic/market risks" (Social aspects - Product quality). For the management methods, please also refer to what is described in the sections "Policies applied" and "Organization and management model" below.

Policies applied

The 24 ORE Group is committed to developing and implementing a set of actions and initiatives aimed at ensuring the plurality of its offer in terms of information, with the progressive enrichment of the multi-format and multi-platform product system.

The 24 ORE Group, empowered by its over 150 years of history, embodies the values of the free market, of an economic and financial community fully integrated in the system of the European Union and EU institutions, as well as in the more general international system of common rules and respect for diversity.

The 24 ORE Group, thanks to its complete, independent information, has always been a measure of the degree of transparency in Italy and favours free initiative and development, of an economic, but also a cultural and social nature.

The 24 ORE Group promotes the opening of markets, free and fair competition, the culture of innovation and internationalization.

Through its publications and activities, the 24 ORE Group aims to embody each day the spirit and values of enterprise that are widespread in businesses and professions of all kinds and sizes.

The 24 ORE Group therefore remains faithful to its historical identity: an irreplaceable voice in the world of business, professionals and financial markets. A daily, real-time guide to the complexities of a global, multidimensional world.

In its daily activities the 24 ORE Group interprets and defends the constitutional values and the principles of **freedom of expression and information**, as governed by the laws in Italy, Europe and internationally, in compliance with the rules and customs of each country in which the Group operates directly or indirectly. Within this framework, particular reference is constantly made to the principles of the Code of Ethics and to the rules that the Group and its journalists have decided to adopt in the field of business and professional ethics and deontology. Firstly, adhering to its Il Sole 24 ORE **Corporate Governance Code**, the journalists and collaborators ensure the highest standards of professional ethics in their daily work, respecting in particular the principles of the **Charter of Duties of Journalists**, approved on 8 July 1993 by Italy's National Council of the Order of Journalists and the National Federation of the Press, as well as the **Charter of Duties of Economic Information**, related to the legislation on market abuse. These latter two documents are now integrated into the **Consolidated Law on the Duties of Journalists**, which incorporates the contents of the following documents: the Charter of Duties of Journalists, Charter of Duties of Press Office Journalists, Charter of Duties of Economic Information, Florence Charter, Milan Charter, Perugia Charter, Rome Charter, Treviso Charter on the Protection of Minors, Information and Advertising Charter, Information and Polls Charter, Code of Ethics for Journalistic Activities, Code on the Representation of Judicial Events in Radio and TV Broadcasts and Decalogue of Sports Journalism.

The underlying formal and substantial principles of the governance of Il Sole 24 ORE are expressed in a series of rules of action and behaviour for journalists.

Foremost among them are:

- The journalists and collaborators of Il Sole 24 ORE are committed to not granting to any interlocutor outside the editorial staff the privilege of approving the articles to be published;
- all journalists and collaborators of Il Sole 24 ORE may refuse, without suffering any adverse consequences, to carry out tasks that are in contrast with the general and internal rules on professional ethics and the Code of Ethics of the 24 ORE Group;
- the journalists of Il Sole 24 ORE are committed to not engaging in activities that could alter their independence of judgement. In particular, they undertake not to accept or carry out consultancy assignments, even part-time, for companies and bodies of any kind that may limit the accuracy, correctness and independence of the information they prepare and the assessments they express; and not to handle press offices of bodies, companies or events, whether free of charge or for pay;
- the journalists and collaborators of Il Sole 24 ORE make the distinction between information and advertising clear to the reader. They undertake not to include advertising messages in articles and not to accept remuneration that, in any form, may condition the choice and content of the articles;

- the journalists and collaborators of Il Sole 24 ORE comply with the Group's Social Media Policy, which reiterates the importance and attention to correct, consistent and responsible behaviour when interacting on the different social platforms.

The attribution of content to the correct authors is always ensured by Il Sole 24 ORE, which aims to recognize the correct ownership of information, not assuming as its own what is not.

Without prejudice to the guarantee of professional secrecy, journalists and collaborators of Il Sole 24 ORE undertake to attribute, where possible, any relevant information to an identifiable source. However, in the interests of completeness of information, it is permissible to report anonymous statements. However, journalists undertake to inform the reader whether they are dealing with a single source or a plurality of sources.

The reference to anonymous sources is an absolute exception for Il Sole 24 ORE. It is therefore ultimately the responsible editor who decides on the basis of the need to protect in particular the safety of the source.

In view of the tumultuous development of the world of international communication and information, Il Sole 24 ORE, which has always been at the forefront of building transparent and correct information, has been a member of the **Trust Project** (<https://thetrustproject.org/>) since October 2018. The *Trust Project*, a consortium of leading news companies, aims to develop objective standards of transparency that help easily assess the quality, credibility, accuracy, inclusiveness and fairness of published content, so that the public can make informed choices based on the news provided. The *Trust's* partners are international newspapers and agencies, plus search engines and social media companies as external partners.

The participation in the *Trust Project* is the result of a process of revision that has affected many aspects of the work of the Il Sole 24 ORE editorial staff: ethical reflections, changes in the way the news is presented and organized, including graphical changes in pursuit of clarity and transparency for readers, hidden corrections in the code of HTML pages that facilitate the work of indexing for search engines. The symbol of this extensive work is the *Trust Project* logo, a sort of mark of quality that Il Sole 24 ORE has earned in the field. Adoption of the principles of the *Trust Project* extends to everything that Il Sole 24 ORE does. However, the editorial choice is to publish the logo visibly only for the most significant articles, exclusive news or that reflect in a particular way the brand of Il Sole 24 ORE.

Clarity of content and forms adopted is a founding principle of the pact with readers and internal and external stakeholders to ensure full accessibility of information and sources and to guarantee that the public can make informed decisions. For this reason, starting from the website of the daily newspaper "Il Sole 24 ORE", Il Sole 24 ORE has decided to undertake a process of cataloguing and presentation of its content, indicating the various types and formats.

The creation of multimedia information products and services combined with the Group's constant presence in the press, radio and digital media is therefore increasing the speed and scope of the circulation of editorial content, making it easier to access and use.

Attention to multimedia developments and the new ways of using the Group's services and products are also functional to innovation of the advertising range, to which the quality of the products and services and the plurality of the content contribute certain benefits.

Multimedia developments have led to progressive impacts on operational and business models; in particular, digitalisation is contributing both to a greater frequency of interaction with its users and to the possibility of reaching broader user bases, while at the same time making it possible to benefit from climate-friendly production and distribution solutions.

The Company operates in compliance with the regulations in force, the **Commercial Communication Governance Code**, so that commercial communication is carried out as a service for the public with regard to its influence on the consumer, and the decree on **Misleading and Comparative Advertising in Relations between Professionals** (Legislative Decree no. 145/07), for the protection of professional economic operators from unlawful misleading or comparative advertising carried out by other professionals. The Company also evaluates internet advertisements and promotional campaigns and excludes specific categories of advertisers to protect vulnerable audiences (alcohol and tobacco, for example).

The Il Sole 24 ORE editorial brand maintained its position on the podium in the trust ranking drawn up by the Reuters Institute's Digital News Report 2023 for the sixth consecutive year, as first among daily newspapers and third overall.

The quality and plurality of content, together with the multimedia approach, are a fundamental component of the Group's activities. With a wide range of high-quality educational and information products and services on a variety of topics and with an increasing focus on the categories of innovation and sustainability, the 24 ORE Group confirms its role as an authoritative and reference platform for issues related to the development of a society characterised by knowledge and awareness.

Organization and management model

The plurality of content and the ability to manage change is a theme that is dealt with transversally to all the Group's products and services in order to offer consumers the information they need and want to know, by increasingly effective and fast means.

The Group's products and services fall into the following business areas:

- i. *Publishing & Digital*, which includes: (i) the daily newspaper Il Sole 24 ORE, digital products linked to the newspaper, products attached to the newspaper, add-ons and magazines;
- ii. (ii) the website www.ilsole24ore.com and social networks;
- iii. *Business Development - Radiocor Plus*, the 24 ORE Group's press agency dedicated to real-time economic and financial information;
- iv. *Tax & Legal* develops integrated product and service systems, with professional, economic-financial, technical-regulatory, management, consulting and networking content, aimed at the world of professionals, financial institutions, companies and the public administration. The specific market segments covered are Tax, Labour, Law, Construction and Public Administration. For each of these, integrated, specialised

tools are created to satisfy the information, operational and networking needs of the target audience: electronic publishing products (e.g., databases), vertical daily newspapers, magazines, books, content providing services, software solutions and visibility platforms, study certification paths for professionals, master's and training courses;

- v. *Radio*, with the national broadcaster Radio 24, characterized by a news & talk editorial format that alternates radio news with information and entertainment programmes and develops audio products exclusively for digital channels;
- vi. *Audio-Video Content Factory*, which takes care of the coordination of production infrastructures and the implementation of the Group's Audio-Video Content Strategy, the creation of audio and video content for internal customers and the development of Business and Content Providing services for external customers;
- vii. *System*, acting as advertising agency for the Group's main media and some third-party media on both the domestic and international markets;
- viii. *Culture*, for the creation of editorial content in the segments of exhibition production and book publishing, in Italy and abroad, museum management, ticketing and museum educational content, marketing and merchandising;
- ix. *Events*, for the organization, promotion and sale, both in Italy and abroad, of conferences, events, meetings, training and gatherings, including in collaboration with public and private entities.

Changes in the scenario and the ways in which the Group intends to respond are identified and assessed in the strategic planning process in which the Group's strategic and operational guidelines are formulated.

The General Media & Business Department, with its General Publishing & Digital, Radio24, System24 Departments and the Business Development - Radiocor Plus Department, together with the General Professional Services and Training Department, represent the Departments dedicated to the development of business areas and the enhancement of editorial and radio media and internal expertise. The Departments work in close collaboration: a) to develop new businesses, media and customization of publishing products and services; b) to increase the digital activities of the publishing and advertising business; c) to expand the system of offerings of the daily newspaper "Il Sole 24 ORE", the products linked to it and Radio 24, including in terms of advertising; d) to develop advertising sales of products and services of the Group and third parties; e) to direct sales actions and major customer loyalty; and lastly f) to develop the system of offerings, editorial production, certification paths for professional firms (accountants), training courses and masters, and the sale of integrated systems of products and services for the market of professionals, companies and public administration.

Activities related to the Culture business are instead managed by the company 24 ORE Cultura S.r.l.

Activities related to the Events business are managed by the company 24 ORE Eventi S.r.l.

Key figures

During 2023, in addition to the publication of the daily newspaper, Il Sole 24 ORE promoted a series of editorial initiatives relating to the product, such as 51 reports on the main sectors of

the economy/finance and on the economic development of the Italian regions, in line with the previous year, 68 in-depth inserts, including instant books and tabloid initiatives on topics of general and legal interest, 26 one-shot add-on volume initiatives and 5 series for an overall total of 53 volumes published by third parties - a 15% decrease compared to 2022 which was more than compensated by the 37 initiatives of volumes published by Il Sole 24 ORE - a 28% increase compared to the previous year. Numerous special editorial activities also continued in 2023, including the celebration of 40 years of Domenica, the cultural insert of Sole 24 ORE, the rebranding of HTSI, the magazine dedicated to luxury, and the Quality of Life Index award event. In addition, a special schedule for the Month of Savings and the launch of several free podcast series, with publication online and on platforms such as Spotify and Apple Podcast.

The continuation in 2023 of an economic and social crisis scenario resulting from international tensions linked to the ongoing wars, the rise in energy commodity prices and the high level of inflation, coupled with the ongoing crisis situation in the newspaper market linked to the radical change in consumption habits - due to the rapid emergence of digital media which is however not yet sufficient to compensate for the negative trend in traditional media, strongly dominated by a few international operators - also defined as OTT (Over the Top) for this reason - create the conditions for a contraction in circulation and the implementation of initiatives linked to the newspaper offer such as guides, focuses, and various attachments.

The outlook relating to the issue of sustainability in the three spheres of environment, social and governance is expected to be oriented towards greater digital and multimedia consumption of content, consistent with emerging digital habits. In addition to the concrete business commitment, the commitment of the Publishing & Digital area is also consolidated through public awareness activities with editorial coverage and ESG initiatives. In particular, the Sustainability section of the website <https://www.ilsole24ore.com/sez/sostenibilita>, the newspaper reports, the ESG Observatory on small and medium-sized Italian listed companies, the Sustainability Leader Ranking, the Lab24 work, podcasts, and the publication of volumes dedicated to the topics of sustainability and gender equality.

Moreover, there are always in-depth features in the newspaper concerning climate-related events (from international conferences to coverage of special days such as World Environment Day on 5 June, with a special edition of the newspaper with thematic coverage and colour customisation of the pages in a green key).

With reference to Radio, in 2023 the 24 ORE Group featured 24 special initiatives, of which 14 outdoor events at trade fair stands with live broadcasts of programmes from studios and four outdoor events with correspondents, as well as six Digital Round Tables, a format via streaming created in 2020 to compensate for the impossibility of carrying out in-person events due to the Covid-19 epidemic. There were more initiatives in 2023 than in 2022 (16 initiatives). The audience's listening behaviour in this period confirmed the centrality of information and in-depth analysis radio stations such as Radio24.

With reference to the ongoing conflict in Ukraine and the Israeli-Palestinian war, Radio 24 also provided constant news coverage, with on-site correspondents and the production of a dedicated podcast series, as well as in-depth coverage of the global and national economic-financial impacts in various programmes of the schedule, contributing to providing the country with timely information.

The business outlook is oriented towards a greater presence of listeners; in particular, the Group is particularly interested in following, as an avenue of development, the progress of the digital audio market for deferred consumption of programmes on demand and developing exclusive audio products for the digital channels.

The Radiocor Agency signed a multi-year partnership with Dow Jones Newswires in 2023, a News Corp Group company that is the world's leading provider of real-time market-moving news, data and analysis for financial services companies, financial professionals and their clients. The aim of the partnership is to provide the Italian and foreign markets with a reliable, accurate and timely economic and financial information product. The new Dow Jones Radiocor Newswire offers real-time news in Italian produced by the Il Sole 24 Ore Radiocor news agency, market news and insights from the Dow Jones Newswire news agency translated from English into Italian - including exclusive articles from the Wall Street Journal - and data on macroeconomic events from more than 60 countries. The news is designed in a format that allows seamless integration into banking websites, trading platforms and investment portals.

The Dow Jones Radiocor news bulletin complements the agency's other products:

- Radiocor Finance News, which covers political, economic and financial news with a focus on the European and world economic situation, stock and bond market trends, corporate and institutional finance, corporate events & IPOs;
- ESG Newsletter, dedicated to furthering the topic of financial sustainability: numbers, trends and products. The focus is on events and news on topics such as green bonds, SRI funds, ESG benchmarks, analyses, research, indices, ratings, governance impacts and impact finance.
- Notiziario Radiocor Plus is designed to take an in-depth look at the economic performance and regulatory environment of real economy sectors and territories. Particular attention is paid to the sectors of health, construction, public works, transport and land, local authorities and public administration;
- Notiziario Radiocor World is produced in English; with around 150 news items a day, it is an immediate tool to get a complete picture of the main events of the world economic and financial day, with a focus on Italian listed companies.

The Agency became part of the List of Press Agencies of National Importance valid for the three-year period 2024-2026, set up at the Department for Information and Publishing of the Presidency of the Council of Ministers pursuant to Article 17, paragraph 2 of Italian Decree-Law 198 of 29 December 2022, converted, with amendments, by Law 14 of 24 February 2023, and the Prime Minister's Decree of 11 July 2023.

With reference to the Professional Services Area, during 2023 work continued on the development and innovation of the offer, with the launch of new products and initiatives to support professionals, companies and public administration:

- the expansion of the **Modulo24** series with new thematic titles and an increasing focus on the involvement of experts and authoritative names in the Group: thematic modules which offer, in a single area, the updating of a newspaper, the in-depth analysis of a

professional magazine, the specialist coverage of a manual and the operational indications of a practical guide enriched with tools and diagrams;

- the implementation of the project dedicated to local **Public Administration** through the creation of a catalogue of digital products curated by important experts in the sector in order to respond in a complete and flexible manner to the needs of the market, combined with the strengthening of the dedicated sales network;
- the development of a system of products dedicated to the corporate world, starting from the Smart 24 Aziende database, to the Sector Studies reports produced by the Research and Studies area of Il Sole 24 ORE with an in-depth and timely analysis of the main Italian industry markets, to software solutions such as Valore 24 ESG, Valore 24 Whistleblowing, Valore 24 Business Plan;
- **Book24ORE**: Il Sole 24 ORE's digital library with hundreds of specialized books and all current issues for professionals, divided into thematic packages (Tax and Business, Law, Labour, Technical, Public Administration) which may be purchased by subscription; Expansion of the catalogue **Valore 24 Software**, reflecting the increasing development of the area with solutions mostly in the cloud dedicated to professionals in all areas and to companies;
- **Qualità24ORE**, the new Il Sole 24 ORE service that certifies the ability of professional firms to deliver quality services in line with growing market expectations. Offered in cooperation with CEPAS, a company of the BUREAU VERITAS Group, Italy's leading body for the certification of skills, training qualification and service certification, initially reserved only for accountancy firms, the Service has now been extended to include the firms of lawyers, labour consultants and notaries.
- The new **Esperto Risponde**: Il Sole 24 ORE's traditional question answering service has been revamped to offer its users new services and functions, with the aim of improving its usefulness and reliability. With the new *Esperto Risponde*, a free section for sending queries and the possibility of purchasing query packages with a guaranteed answer within 72 hours or subscriptions to the entire archive or portions of the archive organized by topic, choosing from nine subject areas with licensing projects such as **Procurement 24 ORE**, a simple and intuitive platform with software solutions and support and consultancy services in procurement dedicated to SMEs and professionals;
Agevolazioni 24 ORE, the **subsidised finance** platform created in partnership with Gruppo Finservice S.p.A; **Workflow24**, a cloud-based platform created in collaboration with Mitric S.r.l., designed to digitalise the management of control processes dedicated to professional firms, consultants and SMEs.
- **Telefisco 2023**: the event with tax experts. In addition to the January event, the second edition held in September saw the live streaming participation of around 22,000 professionals (+33% compared to the previous year's edition) and the sale of around 900 Plus packages with the possibility of additional content and in-depth webinars for continuous updating;
- The renewal of the vertical newspapers (Norme & Tributi Plus Fisco, Norme & Tributi Plus Diritto, Norme & Tributi Plus Enti Locali & Edilizia, Norme & Tributi Plus Condominio,

Norme & Tributi Plus Lavoro) with the integration of the contents of the professional magazines (Guida al Diritto; Guida al Lavoro; La Settimana Fiscale; Consulente Immobiliare);

- **Webinars** in cooperation with professional orders and territorial associations and promoted within *Partner24Ore*.
- **Italy^x**, the certification project aimed at recognising, attributing value and giving visibility to companies in the manufacturing sector that embody the values of Italian excellence and represent the distinctive features of our country's industrial tradition. The achievement of certification will be underpinned by a set of benchmarks identified by Il Sole 24 ORE and shared by Confindustria. The verification of the individual company's compliance with the parameters, necessary for granting certification, will be entrusted to a leading third-party and independent certification body.

In addition, as part of the Partner24ORE initiative, monthly regional events were organized in 2023 with partners to foster networking and sharing case histories.

The professional publishing offering at 31 December 2023 includes a product portfolio consisting of: over 40 databases and online services, 8 magazines/periodicals (specialized titles in print and digital versions), 5 vertical thematic daily newspapers (Tax; Labour; Law; Condominium; Local authorities & Construction), over 20 software packages and over 100 instant books and books sold at news-stands, book stores and through e-commerce. Periodicals are primarily sold by subscription through mail order and e-commerce.

Overall growth in tax publishing and legal publishing is confirmed in 2023 thanks to legislative reforms, the new push for digitalisation involving professionals and companies, the investments envisaged by the National Recovery and Resilience Plan for companies and public administration and indirectly for professionals in the role of their consultants. Other opportunities are represented by subsidized finance and ESG issues.

These forecasts, in light of the economic and geopolitical instability due to the conflicts under way in Ukraine and Israel, the rising cost of raw materials and energy, and the resurgence of inflation, should be viewed with caution. Moreover, the expected GDP growth rate for 2023 was lower than assumed in the last quarter.

With reference to the Training Area, in 2023 a catalogue was created with more than **100 offerings including masters, seminars, specialization courses and workshops** to continue investing in the upskilling and reskilling of managers and professionals, in line with the demands of a constantly evolving and increasingly competitive labour market. In addition, a partnership was signed with Programma Formazione Sviluppo in order to provide funded training for professionals and companies.

At the media level, the growth of electronic publishing, driven by online and digital content, and the growth of management software, with the increasing integration of digital publishing content, continued in 2023. The impact on the publishing market of generative artificial intelligence solutions is still being defined, which from release to release are marking an improvement in performance at great speed, with potentially significant impacts on both the activities

of the various professional categories which the 24 ORE Group addresses and consequently on the services provided to them.

The Group has lastly identified a series of commercial actions and the development of new products and services, including those specifically for professional training, aimed at different targets to effectively respond to the evolution of professional needs. The implementation of these actions is continuously monitored by the work group set up for this purpose.

In the first three months of 2023, the autumn exhibitions of 2022 were concluded at Mudec: *Machu Picchu and the Golden Empires of Peru* in collaboration with WHE (World Heritage Exhibition) opened on 7 October 2022 and closed on 19 February 2023, and *Robert Capa in History* at Mudec Photo, inaugurated on 11 November 2022 and closed on 19 March 2023.

On 22 March 2023, Mudec opened its doors to the exhibition *Dali, Magritte, Man Ray and Surrealism. Masterpieces from the Boijmans Van Beuningen Museum*, carried out in cooperation with and under the curatorship of Rotterdam's Boijmans Van Beuningen Museum and anthropologist Alessandro Nigro (the exhibition closed on 30 July 2023). The exhibition *Van Gogh. Cultured Painter* opened at MUDEC on 21 September 2023 (closing 28 January 2024), which was joined on 25 October by the exhibition *Rodin and Dance* in collaboration with the Rodin Museum in Paris (closing 10 March 2024).

On 31 March 2023, Mudec Photo welcomed the exhibition *MUHOLI. A Visual Activist* (closed on 30 July 2023). Also at Mudec Photo, 22 October 2023 was the last day of the *DOKU Experience Centre* exhibition that opened on 13 September as part of Deutsche Bank's "The artist of the year" contest, where the works by the artist LuYang were presented to the public. Subsequently, the exhibition *And they laughed at me* by the artist-photographer Newsha Tavakolian, winner of the Deloitte Photo Grant, which was carried out in cooperation with the Deloitte Foundation and Deloitte Italia (closing date 28 January 2024), opened on 12 December 2023.

In the spaces of MUDEC, on 17 February 2023 the City of Milan opened the exhibition *Rainbow Colours and wonders among legends, arts and science*, which closed on 2 July 2023. Furthermore, on 19 October 2023, the installation *Light Behind Unfinished Traces* by Mariana Castillo Deball opened to the public until 7 April 2024.

At Palazzo Reale in Milan, partner venue of 24 ORE Cultura, the tail end of the exhibition *Bosch and another renaissance* (closed on 12 March 2023) recorded over 180,000 visitors.

Also at Palazzo Reale, the *Giorgio Morandi* exhibition in collaboration with Civita opened on 5 October 2023 (closing date 4 February 2024). In the same venue, the exhibition *Goya, The Rebellion of Reason* opened on 31 October 2023, carried out together with the Real Academia de Bellas Artes de San Fernando in Madrid (closing date 3 March 2024).

In Genoa, in the partner venue of Palazzo Ducale, we presented the last months of the exhibition open to the public entitled *Disney. The Art of Timeless Storytelling*, which closed on 2 April 2023.

At the Galleria d'Arte Moderna in Turin, in collaboration with the Fondazione Torino Musei, the exhibition opened to the public on 17 October 2023 entitled *HAYEZ. The romantic painter's workshop* (closing date 1 April 2024).

As part of its cultural programming strategy with the City of Turin, in collaboration with Fondazione Torino Musei 24 ORE Cultura carried out the second edition of the videomapping project in Turin's Piazza San Carlo. The project is entitled *Fantastic City. Winter Fairytales* and was presented in the period 16 December 2023 - 7 January 2024.

Outside Italy, the last stop of the exhibition touring *Banksy and the street artists*, which was held in five venues in five cities, closed in Japan, totalling over 150,000 visitors: Sagawa Art Museum - Moriama (March - June 2022); Huis Ten Bosch - Nagasaki (July - September 2022); Urasoe Art Museum - Okinawa (September - October 2022); Seibu art gallery - Tokyo (October - November 2022) and Isetan gallery - Niigata (December 2022 - January 2023).

The extensive work abroad also led to the closing of the agreement with a Dutch partner for an international stop of the exhibition *Disney. The Art of Timeless Storytelling*, which will open at its first European venue on 21 April 2023 in Groningen, the Netherlands (until 10 September 2023).

The first stop of an international tour opened on 24 October 2023 at the Fondazione Rovati in Milan of the exhibition *Etruscan Treasures. The Castellani Collection between History and Fashion* (closed 3 March 2024) and presented at the Landes Museum in Hanover from 14 March 2024. The exhibition is carried out in collaboration with the National Etruscan Museum of Villa Giulia in Rome.

November 2023 saw the end of the third stop in Bergamo of the special project "*Farnesina Workshop. Ideas and voices for new cultural promotion strategies abroad*", a five-stop roadshow in five cities in Italy organized by 24 ORE Cultura with the aim of promoting the network of 86 Italian cultural institutes abroad. This project involves the work of 24 ORE Cultura and Il Sole 24 ORE Eventi; the last two stops are planned for the first two months of 2024.

In 2023, the exhibitions organized by 24 ORE Cultura at MuDEC registered a total of 262,324 visitors (of whom 235,567 paying), which compares with 249,650 visitors (of whom 239,011 paying) in the same period of the previous year. The free exhibition carried out in cooperation with Deutsche Bank had a total of 9,179 non-paying visitors.

MuDEC's Permanent Collection recorded 125,935 non-paying visitors in 2023.

In November 2023, as part of the cultural programme of activities linked to the exhibition *Goya. The Rebellion of Reason*, 24 ORE Cultura renewed its collaboration with LAFIL, producing a programme of three concerts in the rooms of Palazzo Reale. The project renewed the interest of companies that decided to continue their sponsorship for the November edition. These companies include the Unipol Group.

The 2023 autumn exhibitions saw the renewal of sponsorships by the Unipol Group and BPER Banca for the Morandi exhibition. A new sponsorship was set up with the law firm Pirola-Pennuto-Zei & Associati for the exhibition *Goya. The Rebellion of Reason*.

As far as the sale of physical events at Mudec and at the Palazzo Reale in Milan is concerned, the fourth quarter of 2023 saw an increase that confirms the trend recorded in the same period of the previous year.

New commercial projects in line with the museum's spaces and mission have been launched, including the creation at Mudec Photo of the exhibition *Le Case di Carta di Marie Claire Maison* from 15 November to 19 November 2023, curated by Domitilla Dardi to celebrate the brand's 20th anniversary.

The publishing sector consolidated the growth trend by increasing sales in bookshops compared to 2022 by 0.89% for 24OC and Libri Scheiwiller brand titles. Sales of 24 OC and Libri Scheiwiller branded books in bookshops reached a total of 59,419 books sold, compared to 43,643 in 2022, and 101 titles produced, compared to 50 in 2022, including three sponsored books produced in 2022 compared to 12 produced in 2023, plus books sold abroad. 34 new *art&design24* branded objects were produced (compared to 22 in 2022), sold in 24 ORE Cultura outlets and distributed in bookshops in Italy.

With reference to the initiatives of Il Sole 24 ORE Eventi S.r.l., a total of 73 events were carried out in 2023, reaching more than 230 sponsoring companies, 1,800 speakers, more than 110,000 registered users and more than 745,000 online and in-person participants, including the Trento Festival of Economics.

The 2023 calendar includes 20 summits (including the *Italian Energy Summit* and *Made in Italy*), 6 road shows, 27 tailor-made events and 20 initiatives that bring together events organized for other areas of the Group, events linked to current affairs and events organized in collaboration with external partners. The latter category includes *Women at the Top*, *General States of Culture*, *Global Inclusion* and *Sustainability Forum*. The latter category also includes the Trento Festival of Economics, which the 24 ORE Group has organized together with the Autonomous Province of Trento since 2022. Held in Trento from 25 to 28 May 2023, the Festival included over 270 events spread over the four days.

The most relevant initiatives of 2023 include the *2nd Continuous Training Forum*: a two-day residential event in Sorrento to discuss how to face the challenges of work and competitiveness (tailor-made event on behalf of Fondo For.te.).

Finally, initiatives in the last quarter of 2023 include:

- *Women at the Top*. The first edition of a project created in collaboration with Financial Times and with the media partnership of Sky TG24. The project was launched with a teaser event on 17 October dedicated to female empowerment and concluded on 30 November with a double event at Teatro Lirico, a Summit in the morning and an evening gala with the awarding of the WE Women Excellence prize winners;
- 70 Years Radiocor. Celebratory event for the 70th anniversary of the Il Sole 24 Ore Radiocor press agency with a *placée* dinner on 8 November at Borsa Italiana;
- Quality of Life. For the first time, the annual survey awards ceremony left Milan and moved to the winning city of the previous edition. The outgoing city, Bologna, hosted the presentation of the 34th edition of the classification on 4 December;

- 40 years of Domenica. Celebratory event for the 40th anniversary of the Domenica insert on 12 December at the Sforza Castle.

2023 was characterised by a significant upswing in audience attendance in theatres, and the growth of tailor-made events was further confirmed.

There is a steady progressive return to the pre-pandemic situation, even though the experience has affected the way in which events are enjoyed, to such an extent that the return to physical events is now very often accompanied by the streaming of the event, giving rise by default to the hybrid format. This translates into continuous attention not only to the content of the events, but also to technological solutions, urging the organization to make innovative changes with a digital focus, developing new skills and in some cases orienting the events towards more current topics and sectors. The outlook aligned with climate change is expected to prolong the use of services provided by Il Sole 24 ORE Eventi in both digital and remote modes, solutions that are more sustainable in terms of environmental impact.

Distribution and capillarity of sales networks and channels

Scenario and risks

The distribution of the product and the presence of a widespread sales network make it possible to ensure the accessibility and timeliness of information, which are distinctive features of the quality of information.

Within the distribution chain, given that the Group has exclusively entrusted the distribution and marketing of newspapers, add-on products and periodicals to a single supplier, any suspension of relations between the parties could result in interruptions and/or slowdowns in the distribution of the Group's publishing products. In addition, if this termination occurs unexpectedly, the Group may find itself exposed to the risk of entering into contracts that are not very advantageous in terms of cost in order to avoid the occurrence of a prolonged service outage.

The progressive concentration of distribution services for publishing products at national level in the hands of a few players could present a further risk for the Group in the event that, in a situation of territorial monopolies or oligopolies, distribution service prices increase significantly.

For further details on the risks relating to the distribution and capillarity of sales networks and channels and the related management procedures, reference should be made to the section entitled "Main risks and uncertainties" in the "Risk related to dependence on a single supplier for the distribution of publishing products in Italy and abroad". For the management methods, please also refer to what is described in the sections "Policies applied" and "Organization and management model" below.

Policies applied

The Group is committed to implementing a set of objectives linked to the homogenization of sales practices - also by resorting to greater formalization of processes - as well as to expanding distribution capacity and increasing the number of recipients.

Organization and management model

The distribution and sale of the newspaper, vertical newspapers, products sold in conjunction with newspapers and magazines published by the Group are carried out primarily through the following channels:

- (i) news-stands;
- (ii) print subscriptions (both news-stand and postal) and digital subscriptions (direct or through digital stores);
- (iii) direct sales to large customers, through Il Sole 24 ORE's large customer sales network, mainly dedicated to the banks and large institutions market.
- (iv) direct sales to professionals, Public Administration, companies through the agent network and General Professional Services and Training Department.

For the sale of products and services aimed at professionals (databases and electronic publishing products, software, periodicals, books, networking platforms, certification, professional training courses and masters), Il Sole 24 ORE uses the following channels:

- (i) its own sales network of agents spread over two sales networks: professionals (organized into four territorial Sales Areas), companies/PA;
- (ii) direct channels (mail order and e-commerce);
- (iii) book stores and news-stands.

During 2023, work which had begun in 2020 on developing the sales networks continued, in particular:

- placement of new agents to cover uncovered areas in different markets;
- specialisation of sales networks for better management and development of target markets;
- specialisation of resources in the agent network by product, in order to accelerate the development of revenues from newly introduced products with more focused skills;
- specialisation of some agents in the role of "Deputy", a specialist tutor figure aimed at fostering the development of innovative products and the entry of new agents;
- enhanced training to support skills development in parallel with the expansion of the product catalogue;
- introduction of new sales network performance KPIs with a specific focus on increasing the value of the customer portfolio and prospect acquisition.

For its advertising agency activities, 24 ORE System uses a commercial network of its own single and multi-firm agents, organized on a matrix basis: geographical and by product/type/media. The territorial offices are present in the territory with seven sales areas.

Outside Italy, advertising sales are entrusted to a network of local representatives in all the main countries. The subsidiary Il Sole 24 ORE UK Ltd. is responsible for the sale of advertising space in the United Kingdom and internationally.

Participation in the events produced by Il Sole 24 ORE Eventi is free of charge and promoted through promotional campaigns on the Group's media and external media, sponsorship and partnerships.

As part of its online activities, the economic and financial information site *www.ilsole24ore.com* provides both free and paid content. The website is the first Italian economic and financial information website to have introduced paid sections. In particular, during 2023, the content of "24+", a premium section with in-depth content in article, survey, podcast and other formats, and "Mercati+", an innovative multi-function service dedicated to the stock markets in real time, in an interface full of useful functions for investors, was further expanded. In addition, the content and subscription offerings linked to the site and the newspaper were revised in November with the launch of the new "Whole Site" formula and through the introduction of dynamic subscription management technologies in the test phase.

The dissemination to and use of information by customers also takes place through:

- (i) mobile via app and optimised website,
- (ii) e-mails with which free newsletters and paid per subscription are sent to external clients,
- (iii) feeds aimed at providing content, frequently updated, mainly to international customers,
- (iv) APIs (Application Programming Interfaces) for the transmission of digital data,
- (v) widgets for smartphones and tablets,
- (vi) exclusive content designed for publication on third-party social networking platforms.

Radio information is broadcast from the studios in Milan and Rome. In addition, it can be listened to via satellite, streamed and on-demand, as well as on the mobile application. The station has its own website, *www.radio24.it*.

Key figures

The newspaper has national circulation, as does the radio news service, whose frequencies cover all of Italian territory.

The sales network of the Professional Services and Training Area includes 140 agents as at 31 December 2023. As at 31 December 2022, the network consisted of 146 agents but included the Large Clients team, which was transferred to the 24 ORE System in 2023.

The sales structure of the overall 24 ORE System advertising agency consists of 88 agents in Italy as at 31 December 2023 (79 in 2022 and 73 in 2021).

The sales networks are complemented by the network dedicated to direct sales to large customers, which includes 12 agents.

Customer satisfaction and loyalty

Scenario and risks

Excellent products and services, as well as the development of innovative special projects that enhance the strength of the brand, are the Group's main guidelines for increasing the satisfaction and loyalty of its customer base.

In addition, the Group's ability to maintain an excellent level of brand credibility and a strong reputation for the entire Group is essential to preventing significant impacts on the Group's financial results.

The methods used to manage these risks are described in the sections "Policies applied" and "Organization and management model" below.

Policies applied

The Group is committed to implementing a set of objectives to maintain and increase purchase motivation and support customers throughout the service life cycle.

With reference to the 2024-2027 Business Plan, the Group intends to continue, in the wake of what has been done in recent years, to expand its product portfolio with a logic of ever greater interconnection, to develop new value-added services aimed at professionals and companies, enhancing the strength of the brand, to increase the number of events and new formats and to increase the number of one-firm agents and their specialisation level, to develop alternative sales channels to increase touch points with customers and the level of service reserved for them.

Organization and management model

The management of relations with customers and satisfaction level monitoring is entrusted to the dedicated Customer Care Structure, which makes operational use of an external supplier for Level I assistance (e-mail and telephone) and internal staff for Level II support, assisting Level I in the formulation of technical responses and acting as a connection point between the customer and all other company functions.

Customer Care is addressed to professional customers and end consumers, training course participants, personal subscription holders or large customers, prospects for information requests and support in the event of difficulties with products. The scope of intervention refers mainly to the products of the Professional Services and Training Area, the Publishing & Digital Area and Il Sole 24 ORE Eventi.

With a view to centralised customer management and the Group's strong customer-oriented propensity, all interactions are collected in the company's CRM, which represents the centre where all contacts, exchanges with internal and external users, and identified solutions converge.

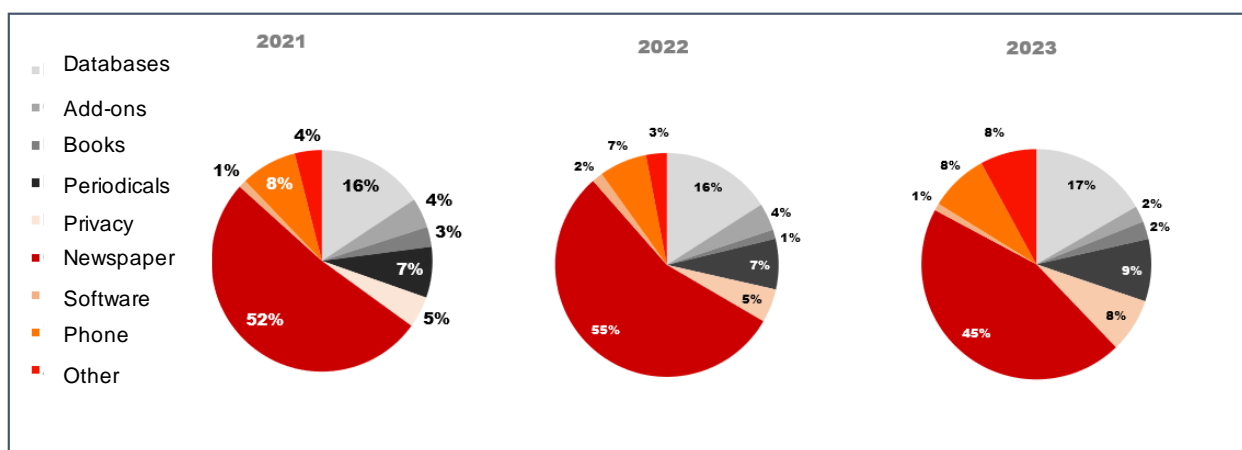
Customer care is constantly evolving to adapt the structure and mode of delivery of user support to the ever-changing products and services sold and the expected service formulas. The main elements being monitored and continuously improved include the automation of processes, incorporation of artificial intelligence tools to support the management of reports and make the service rendered more efficient, increasing integration of company structures..

Key figures

In total, the 24 ORE Group handled - through its customer care service in Italy - 95,973 inbound contacts (e-mail and telephone) for information, clarification and complaints in 2023¹⁰. The volumes are up 9% year-on-year.

The type of product or service involved in the contact is shown in the charts below.

DISTRIBUTION OF CALLS TO CUSTOMER CARE SERVICES



¹⁰ The highlighted data refer to unique contacts by product and contact reason (e-mail and telephone contacts). If the customer contacts customer care several times for the same reason and for the same product, we only count one contact for the purposes of this data representation.

3.3 Governance

■ ANTI-CORRUPTION

Business integrity, anti-corruption and transparency, tax approach

Scenario and risks

Corruption is the main obstacle in conducting business; it exposes organizations to the risk of not achieving their operational, reporting and compliance objectives and poses a significant threat to sustainable growth, stability and free market competition.

Corruption is an extremely serious offence, which can have a detrimental effect on the economy and on the proper functioning of the markets, undermining the basic principles of the economic system and its very reliability.

With reference to anti-corruption, the main risks that may become relevant are linked to the commission of corrupt acts by and against the Public Administration and by and against private parties.

The 24 ORE Group prioritizes controls aimed at avoiding risks associated bribery and corruption and, more generally, the failure to comply with internal rules and legislation in force on the subject. In fact, integrity, anti-corruption and transparency represent the ways in which the 24 ORE Group conducts its business.

The Company is committed to managing and containing the risk of violating the tax code or abusing of the principles and purposes of the tax system. To this end, it formulates tax scenarios, implements or has implemented under its responsibility appropriate processes for the correct discharge of tax obligations, contributes to the mitigation of the Group's tax risks and pursues the correct, efficient taxation of the Group.

The constant commitment of Il Sole 24 ORE S.p.A. and its subsidiaries to ensure full respect for legality is expressed in the adoption of the Code of Ethics and the Organization, Management and Control Model drawn up for each Italian company of the Group pursuant to Italian Legislative Decree 231/01, and updated for the Parent Company by the Board of Directors last August 2023. For further methods of managing risks related to anti-corruption, reference should be made to the "Policies applied" and the "Organization and management model" described below.

Policies applied

The 24 ORE Group has an Organization, Management and Control Model drawn up by each Italian company of the Group pursuant to Italian Legislative Decree 231/2001, as well as the Group Code of Ethics. These principles are intended to define the values and principles of conduct expected from the members of corporate bodies, employees and contractors, agents, suppliers and, more generally, all those who operate in various capacities with the 24 ORE Group.

On 12 June 2023, the Board of Directors of the Parent Company approved the new Whistleblowing Policy of the 24 ORE Group in transposition of the aforementioned legislation; this activity went hand in hand with the implementation and introduction of new whistleblowing portals consistent with the new regulations. This Policy applies to the entire 24 ORE Group, and was implemented on 27 July 2023 by the Italian companies of the 24 ORE Group with a 231 Model, to which it applies only for the purposes of violations pursuant to Italian Legislative Decree 231/2001. This also required making some non-substantial amendments to the 231 Model of the company and the Italian companies of the 24 ORE Group in order to implement the aforementioned regulatory changes.

The legislation does not encourage reporting, but regulates its use; i.e., it identifies the recipients and establishes protection for the reporter – protection that must also ensure the impossibility of applying retaliatory measures through disciplinary proceedings.

With reference to tax matters, in its interactions with the government and the community the Company guarantees the fulfilment of obligations in a timely manner and pays its taxes according to a conservative approach.

As a business, and in order to protect the interests of its stakeholders, the Company is obliged to pay the taxes due by law, while also achieving legitimate tax savings and proper tax advantages.

Organization and management model

The Company sanctions the prohibition of bribery of both private individuals and people in the Public Administration (acting as Public Officials or Public Service Managers). It is therefore compulsory to comply with internal and external regulations governing anti-corruption and prohibiting payments - including those made to anyone in the knowledge that such payment will be shared with a representative of the Public Administration or private individual - as well as offers or promises of payment or other benefits, made either directly or indirectly for corrupt purposes.

The restrictions are not limited to cash payments but also include:

- free gifts/samples (“gifts”), i.e. the offer or receipt of goods, services and benefits of any kind for the purpose of promoting and acquiring favourable conditions of any kind, also with reference to the contents of the Company's publishing products with a commercial value of more than Euro 100, and in any event such as could be interpreted as aimed at obtaining advantages improperly;
- entertainment expenses for third parties, meals and transport, hospitality in general;
- donations;
- sponsorships;
- businesses, jobs or investment opportunities;
- confidential information that could be used to trade in regulated securities and products;
- discounts or personal credits;
- facilitation payments;
- assistance or support to family members;

- other advantages or other benefits.

Checks on compliance with internal rules are entrusted to the Group's control bodies, which periodically report to the Board of Directors.

With regard to administrative and tax procedures and activities, the 24 ORE Group has adopted the "Taxation Procedure", to ensure the complete, correct and effective execution of such procedures, as well as the right balance between operational needs and internal control requirements, and to guarantee, on the part of all parties involved, the adoption of behaviours in line with the principles accepted by the Companies of the 24 ORE Group and set out in detail in the Code of Ethics of the 24 ORE Group and compliance with the provisions of Italian Legislative Decree 231/2001, Italian Law 262/2005 and other mandatory rules or regulations with which the Company is required to comply in full. The Company is therefore committed to complying with all applicable tax laws and regulations both in Italy and in the other jurisdictions in which it operates, adopting a tax strategy that pursues the objectives of compliance with laws and regulations, transparency and monitoring of tax risks. In addition, the Company has adopted specific procedures for managing relations with the public administration, "Procedure for managing relations with the public administration and independent administrative authorities", and inspections, "Procedure for inspections by Italian control authorities and the conduct to be adopted".

Furthermore, to complete its corporate governance structure, the Board of Directors established the following Internal Board Committees and assigned them specific tasks:

- **Control, Risk and Related Parties Committee - CRRPC**

The CRRPC, also coordinating with the other Internal Board Committees, has the task of (i) assisting the Board of Directors with investigative, propositional and advisory functions, so that the main risks concerning the Company and its subsidiaries are correctly identified, as well as adequately measured, managed and monitored, so as to contribute to the Company's sustainable success; (ii) assisting the Board of Directors (BoD) and the relevant functions in order to comply with the provisions of the Related Party Transactions Regulation.

- **Appointments and Remuneration Committee - ARC**

The ARC is assigned tasks of a proposing and consultative nature; it expresses reasoned opinions on the proposals formulated by the CEO concerning the appointment or revocation of corporate officers reporting directly to the Board of Directors or the CEO, it examines and evaluates proposals relating to the management of human resources of strategic importance, it submits proposals to the Board of Directors for the remuneration of the CEO and other Directors holding particular offices, it monitors the application of the decisions taken by the competent bodies and corporate policies on the subject of Top Management remuneration.

Furthermore, within the scope of its responsibilities, the Committee draws up, submits to the Board of Directors and monitors the application of incentive systems aimed at management and, in general, has access to the information and corporate functions necessary to perform its tasks.

- **Committee on Compliance with the Editorial Mission - CCEM**

The CCEM expresses a reasoned opinion on the proposals formulated by the CEO on editorial issues, monitors compliance with the 24 ORE Group's editorial mission, as identified in the preamble to the Articles of Association, has access to the information and corporate functions necessary for the performance of its duties, and reports to the Board of Directors on its activities.

- **ESG and Technological Innovation Committee - ESGTIC**

The ESGTIC performs propositional and advisory functions vis-a-vis the Board of Directors on issues related to ESG (environmental, social and governance) factors and technological innovation.

With regard to ESG issues, the ESGTIC supports the Board of Directors in defining the company's sustainability strategy, as well as in its continuous review and updating, with the aim of ensuring the creation of sustainable value over time for all stakeholders. In particular:

a) it support the Board of Directors in assessing the environmental, economic and social impacts of the company's activities and in identifying opportunities and risks related thereto;

b) it defines a guideline to be submitted to the Board of Directors in order to integrate sustainability into all business processes, in line with the social role that the 24 ORE Group plays for the community and territories in which it operates;

c) it supports the Board of Directors in analysing the issues relevant to the generation of long-term value for the purpose of preparing and approving the Business Plan and monitors the implementation of the sustainability-related actions envisaged in the Business Plan;

d) it assists the Board of Directors in reviewing, assessing and approving non-financial disclosures pursuant to Italian Legislative Decree 254/2016;

e) it promotes the dissemination of the culture of sustainability among employees and collaborators, business partners, customers and, more generally, the Company's stakeholders;

f) it monitors the positioning of the Company and the 24 ORE Group in the main sustainability indices and ratings;

g) it proposes and express opinions on initiatives and programmes promoted by the Company and the 24 ORE Group for the development of the communities and territories in which they operate;

h) it monitors sustainability initiatives and the Company's participation in them, aimed at consolidating the Company's reputation, also with reference to the development of relations with institutions, organizations and research centres with recognised expertise in sustainability;

i) it monitors national and international best practices related to sustainability governance and innovative corporate governance mechanisms and makes proposals and suggestions to the Board of Directors or its Committees;

j) it monitors the evolution of ESG issues and of the reference regulatory framework, also in the light of international guidelines and best practices, identifying any adjustments that may be appropriate or necessary.

With regard to technological innovation issues, the ESGTIC supports the Board in identifying technological innovations that can bring improvements in business management, product offerings and greater efficiency in business operations. In particular, it monitors the evolutions and international best practices in terms of technological innovation that are relevant to the business activities and products provided by the 24 ORE Group, formulates indications to the Board of Directors on the technological infrastructures to be implemented and the technologies to be adopted in terms of product and management systems, and supports the Board of Directors in the evaluation and identification of technologies that can support the transition towards a sustainable business model.

Key figures

As in the previous three-year period, there were no corruption cases in 2023.

All settled taxes were paid on time during the year, no new tax assessments were notified, and no new disputes were opened with the tax authorities. For further tax-related issues, please refer to the Annual Financial Report for 2023.

■ SUPPLIERS

Supply chain management

Scenario and risks

The Group's suppliers are part of the supply chain and can be divided into three broad macro-categories:

1. goods/service providers for the production of the newspaper and all the Group's products;
2. IT and telecommunications goods/service providers;
3. general service providers, such as facilities, fleets, insurance, marketing, communications;

The above three macro-categories do not include consultancy service providers, advertising, publisher fees, as well as copyrights and royalties.

The Group pays particular attention to the market for coloured paper, characterized by the progressive concentration of paper mills, resulting from a significant reduction in overall circulation volumes and a decrease in paper suppliers' profit margins, combined with ever-greater attention to environmental matters.

For detailed information on the risks and tools for managing them, please refer to the section entitled "Main risks and uncertainties", in particular under the section "Suppliers". More information on the "Policies applied" and the "Organization and Management Model" is provided in the following paragraphs.

Policies applied

The Group has had internal procedures governing the procurement process since 2019, including the selection and qualification of suppliers. Referring to the Group's Code of Ethics and to the Organization, Management and Control Model pursuant to Italian Legislative Decree 231/2001, the document reiterates the principles of conduct (Compliance with Laws, Confidentiality and Prevention, Resolution of Conflicts of Interest) and the specific Procurement Principles (Fair Competition, Affordability; Selection and Rotation of Suppliers, Traceability and Transparency of Transactions).

Organization and management model

As at 31 December 2023, supplier management was supervised by the Administration, Finance, Control & Procurement Department. The methods for managing suppliers are set out in the guidelines and operating procedure for the management of procurement, in the operating procedure for qualifying suppliers and in the operating procedure for the

management of tenders – all documents published on the company intranet¹¹ and summarized below.

The procurement process starts with the expression of a purchase need by the various requesting corporate departments, expressed with a Shopping Basket (SB) on a special electronic platform, which is then subject to approval by the responsible managers on the basis of specific authorisation levels that increase according to predetermined economic thresholds. The approved SB becomes a Purchase Requisition (PR), which enables the Purchasing Office to search for and evaluate possible suppliers based on requirements linked to the type of the good/service, as well as legal and economic considerations. The Purchasing Department proceeds with the selection of suppliers (e.g. through requests for bids and tenders), the signing of the contract with the chosen supplier and the issue of the purchase order.

Tenders – initiated in response to requests from the requesting Departments – are authorized for increasing amounts by the Purchasing Manager and the Chief Executive Officer. The Group usually enters into annual or multi-year contracts with the chosen suppliers, the possible renewal of which is evaluated by the requesting department, in consultation with Management and the Purchasing Department.

In 2021, a dedicated portal was introduced to support supplier management: an online platform reserved for authorized users (suppliers and potential ones) through which information and documentation is collected on the supplier company and the product categories for which it is applying; in particular, it is a platform that offers potential and/or existing suppliers a single access point through which they can exchange information with the Group. During 2022, a path was also started to introduce ESG parameters within the supplier evaluation and selection process.

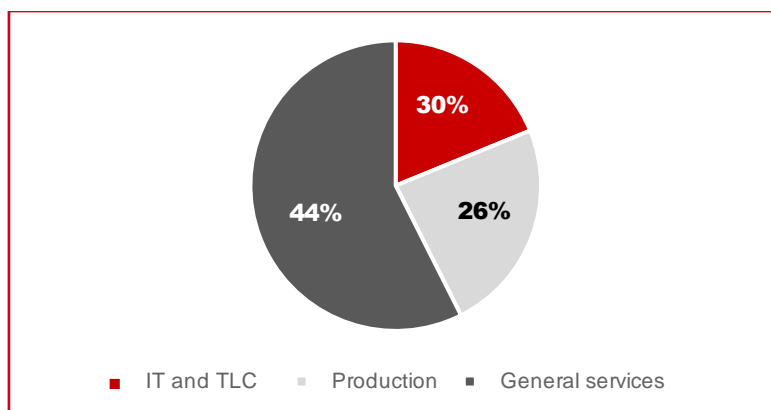
The Departments requesting the good/service to be supplied must verify the correct provision of the supply itself and confirm, through the appropriate IT platform, that the service has been provided, thereby authorising the start of the payment procedure.

Key figures

In 2023, the purchasing macro-category with the largest share is General Services (44% of the total in 2023; 58% in 2022). Production procurement has maintained its share almost constant, accounting for 26% of the total in 2023 (24% in 2022), while information and telecommunication services have experienced strong growth due to the digitalisation process that is affecting the Group.

¹¹ As part of the rationalisation project of the Internal Regulatory System initiated in the Group, these documents were integrated into the Procurement Operating Procedure on 21/2/2024.

MACRO-CATEGORIES OF PURCHASES 2023¹²



■ INFORMATION GOVERNANCE

For a Group operating in the media sector, the flow of information is essential; privacy, data and information sources, as well as intellectual property, must be properly managed and protected to ensure the rights of individuals and of the Group.

Policies applied

The Group is committed to constantly reinforcing controls to prevent episodes of data and information breaches and incidents of misuse of brands and intellectual property content.

Additional information – specific to the policies adopted on privacy and protection of data and information sources and protection of intellectual property rights – is provided below as part of the description of the organization and management model.

PRIVACY AND DATA PROTECTION

Scenario and risks

Personal data is processed by the Group in accordance with the General Data Protection Regulation 2016/679 (GDPR), Legislative Decree of 30 June 2003 no. 196 (the "Privacy Code") as most recently amended by Legislative Decree 101/2018 and the measures of the Privacy Authority.

The Group has completed the implementation of the provisions of the GDPR, including with regard to the necessary logical, technical and organizational measures for the security of processing that comply with the corresponding provisions of the Regulation, and keeps constantly up to date with regard to the provisions of the legislation and the relative measures of the Privacy Authority.

¹² The macro-categories represented do not include consultancy service providers, advertising, publisher fees and royalties

As a regulation to protect the rights of data subjects, the GDPR includes a significant tightening of sanctions in the event of violations of the requirements, with sanctions that must be effective, proportional and dissuasive. However, the Group considers it a priority to comply with the relevant regulatory provisions not only in order to avoid sanctions but also to protect its employees, collaborators, agents, suppliers and customers and, more generally, all those who entrust the Group with their data.

This is precisely with a view to the social sustainability of business, understood as the desire to promote the well-being of communities in the long term, preserving and improving the quality of life of the present generation without compromising the ability of future generations to meet their own needs. Any damage to the Group's image and reputation in the event of non-compliance with data protection rules, which could in some cases be greater than the economically quantifiable damage, would entail a serious loss of reputation and damage to the image and professional sphere that has always distinguished the Group. This could translate into reduced credibility and prestige as well as a possible compromise or reduction in the ability to compete professionally.

For detailed information on the risks and the related management methods, please refer to the paragraph "Main risks and uncertainties" in the section on "Risks related to the failure to adopt EU Regulation 2016/679 on network access and personal data protection (GDPR)". For the management methods, please also refer to what is described in the sections "Policies applied" and "Organization and management model" below.

Organization and management model

The 24 ORE Group has adopted an "*Organization model for the respect of privacy and processing of personal data*" that lays down the rules and security measures used by the Company to process and protect the personal data of each individual whose personal data it collects and processes. This model was updated and approved by the Board of Directors on 2 December 2021. The major changes concerned the following aspects:

- the figure of Internal Managers is superseded in favour of a mechanism of internal sub-delegations periodically reviewed and updated according to the internal organization chart;
- the introduction of the description of the Legitimate Interest Assessment (LIA) in order to justify the legal basis constituted by the legitimate interest in processing data subjects' data, with a view to accountability, in order to be able to demonstrate the existence of the legitimate interest and the reasons that led the controller to base the corresponding processing on that legal basis;
- the updating of the processing categories to be subjected to an Impact Assessment (DPIA) as per Annex 1 to order no. 467 of 11 October 2018 of the Privacy Authority;
- the inclusion of the presence of a "short" privacy policy text available to website users through a link containing icons and a brief description of the purpose of the processing in order to make the processing the Controller intends to implement easy and immediately understandable.

- the revision of the paragraph on the corporate "data retention" policy with the inclusion in the procedure of the exceptions to the general rules on data retention included in the register of corporate processing.
- the revision of the data breach analysis process through a different involvement of the DPO.

At present, this matter is managed by the Privacy and Data Security Office, which constantly interfaces with the Group's DPO and is supported in legal matters also by external legal professionals.

For the proper application of the principles of privacy by design and privacy by default, the Company adopts technical, physical and organizational security measures to ensure the protection of data from the time of design and carries out, in accordance with the principle of minimization, the processing of only the personal data necessary for each specific purpose, ensuring that the amount of data collected and the duration of their storage do not exceed the time established to achieve the purposes pursued.

Whenever the processing of data may present a high risk for the rights and freedoms of natural persons, a **data protection impact assessment** (DPIA) is carried out, which consists of a description of the new processing that the Company wishes to undertake and the security measures designed to prevent such risks. This documentation is shared with the DPO for his substantive assessment and submitted to the Data Controller for approval.

The Company is responsible for keeping and updating the **Registers of Data Processing**, drawn up by the Privacy and Data Security Office with the support of the internal contacts of the individual offices. In this regard, each Department concerned is required to inform the Privacy Office at the time of new processing. Regardless, the Privacy and Data Security Unit carries out periodic audits at the relevant offices in order to verify and incorporate any changes.

The Company has adopted a **Data Retention** policy in which the rules and timeframes for the retention of Personal Data are established, distinguishing the purposes of processing.

The Company has adopted a **Data Breach** management procedure. According to this procedure, any employee or supplier who becomes aware of a breach or suspected breach of security that may affect personal data is required to notify the Privacy and Data Security Unit immediately. Such a breach is recorded in the Data Breach Register.

Consent to the processing of data is obtained in a free, express form and is specific to the purposes to be pursued. Users' data are not communicated to third parties, if not under the law, except with their explicit consent and for similar purposes.

In view of the fact that the Company carries out processing of personal data consisting of and requiring regular and systematic monitoring of the data subjects on a large scale, an internal **DPO** has been appointed.

In addition, Processors and System Administrators have been appointed.

Externally, all those parties who process personal data on behalf of Il Sole 24 ORE S.p.A. and its subsidiaries are designated **Data Processors** by means of a detailed designation that is

attached to the contract or order. Each supplier is required to qualify on the Group's supplier portal and fill in the relevant Privacy checklist.

In order to govern internal relations between the companies of the Group and Il Sole 24 ORE S.p.A., the latter has been appointed as Data Processor by all the companies of the Group in consideration of the activities that it carries out in the service of the others.

Policies are adopted internally to ensure the security of data processing and there is a formalization and strict application of technical and organizational procedures and operating instructions.

Privacy requests received from data subjects are constantly monitored and guaranteed to be processed within 30 days.

A video surveillance system that complies with the Privacy Authority's 2010 order is in place in the various company offices. Informative signs have been put up in the offices and privacy information has been provided to those concerned, agreements have been signed with all the trade unions and the companies that manage the plant have been formalized through the designation of Data Processors.

When a new employee joins the Company or in the event of a major change in duties, instructions on privacy and data security are provided. All workers periodically receive training on Privacy and Data Protection as required by the GDPR.

In compliance with the Privacy Authority's Order of 1 March 2007 - Guidelines for electronic mail and the Internet - the Information Technology and Remote Monitoring Policy was drafted in order to help manage and prevent the risks related to the use of the company's IT resources, the processing of data and to inform personnel about the implementation of remote monitoring and the related procedures.

Key figures¹³

During the 2021-2023 three-year period, there were two incidents of loss or theft of personal data by third parties (suppliers appointed as external data processors); one sanction was imposed in 2022 by the Privacy Authority following the publication of a judgement without omission.

PROTECTION OF INTELLECTUAL PROPERTY RIGHTS

Scenario and risks

The protection of copyright and intellectual property rights is fundamental to the traditional business model of a publishing company.

The 24 ORE Group is the owner of numerous Internet domains and national, international or EU trademarks related to products and services of the product classes of interest to the Group.

¹³ Data from foreign companies are not included

For detailed information on risks and how they are managed, reference should be made to the section entitled "Main risks and uncertainties" in the Financial Report for the year ended 31 December 2023, and in particular the section "Risks related to the protection of intellectual property". For the management methods, please also refer to what is described in the sections "Policies applied" and "Organization and management model" below.

Organization and management model

The Group relies on the legal protection of its own copyrights and intellectual property rights resulting from the registration of the same and the intellectual property rights of third parties that are licensed for use. In this regard, the Company regularly takes steps to protect its intellectual property rights, by filing applications to register and renew trademarks relating to both its own printed and online publications, as well as the titles of radio broadcasts by the broadcaster Radio24, and by continuously monitoring the Company's ability to intervene promptly in the event of any infringements of the Group's intellectual property rights.

Moreover, the granting of regular registrations does not prevent the intellectual property rights granted from being challenged by third parties.

With reference to the protection of intellectual property rights, the Organization, Management and Control Model pursuant to Italian Leg. Decree 231/2001 prohibits the installation of software products in violation of contractual license agreements, as well as the prohibition to acquire and/or use materials, products protected by copyright in violation of contractual protections for intellectual property rights.

Key figures

After the publication of Competition Authority resolution dated 5 May 2020, in 2023 the company continued to manage the cases of litigation related to authors rights brought forth by various reviewers. For further information, reference should be made to the section entitled "Main risks and uncertainties" in the Financial Report at 31 December 2023, in the paragraph entitled "Risk related to the improper use of reproduction rights of newspapers and magazines by press review companies".

3.4 The European Taxonomy

Introduction

As part of the European Green Deal, the EU has set challenging energy and climate targets for 2030 and 2050, assigning an important role to the private sector in stimulating green projects and activities. To support this commitment, European authorities have developed a Taxonomy for "eco-sustainable" economic activities, i.e., those that can contribute to the Union's environmental goals. With the implementation of EU Regulation 2020/852, a classification system was introduced that provides companies, investors and public institutions with shared and reliable criteria and tools to identify eco-sustainable activities. Furthermore, the Regulation offers the possibility of quantifying the contribution of each individual company activity to the established objectives, thus ensuring greater transparency for all stakeholders. These objectives are described in Article 9 of the Regulation and include: Climate change mitigation, Climate change adaptation, Sustainable use and protection of water and marine resources, Transition to a circular economy, Pollution prevention and reduction, Protection and restoration of biodiversity and ecosystems.

Specifically, the Regulation distinguishes the economic activities as:

- **eligible:** an economic activity is eligible if it is listed in the delegated acts of the Regulation under one or more environmental objectives. If eligible, the activity has the potential to contribute substantially to the objective;
- **aligned:** an economic activity is aligned if, in addition to being eligible, it is carried out in compliance:
 - with the technical screening criteria, which are divided into **substantial contribution** criteria (which ensure that the activity makes a substantial contribution to the achievement of at least one of the six environmental objectives), **and DNSH criteria**, which ensure that the activity does not cause significant harm (Do No Significant Harm) to any of the remaining five objectives;
 - **minimum safeguards**, i.e., the safeguards implemented by the Group to ensure respect for human rights and international standards in the management of its organization and along the supply chain.

Since its entry into force in 2020, the Regulation has already undergone several additions and expansions, applied through Delegated Acts that have progressively introduced new sectors and activities.

The most recent update of the Regulation is the Environmental Delegated Act¹⁴ adopted in June 2023, which describes activities that contribute to non-climate objectives and complements the previous Delegated Regulations.

¹⁴ Delegated Regulation (EU) 2023/2486

Assessment of compliance with the Regulation

In compliance with the Disclosures Delegated Act¹⁵, the 24 ORE Group publishes the required disclosures for the year 2023 regarding the percentages of turnover, capital expenditure (CapEx) and operating expenditure (OpEx) related to activities that are eligible for and aligned with the Taxonomy.

A classification was thus carried out to identify which of the activities carried out by the 24 ORE Group are eligible for the Taxonomy.

The study identified the following activities, linked to the climate change adaptation objective:

- **8.3 Programming and broadcasting activities** with reference to Radio24's radio broadcasting activities;
- **11 Education** with reference to the activities, provision and management of training courses
- **13.1. Creative, arts and entertainment activities** with reference to the provision of services to satisfy the cultural and entertainment interests of their customers;
- **13.2. Libraries, archives, museums and cultural activities** with reference to museum activities including their management, and the conservation and display of objects of cultural, historical and creative interest.

It should be noted that these activities are, by definition of the Delegated Regulation, "enabling."

In addition, the Group has analysed possible CapEx¹⁶ and OpEx¹⁷ related to the purchase of products or services linked to eligible economic activities and individual measures that allow the target activities to reduce their emission profile:

- **6.5 Transport by motorbikes, passenger cars and commercial vehicles** with reference to the costs associated with the operation and maintenance of vehicles in the corporate fleet;
- **7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings**, with reference to the costs associated with the installation of sensors that allow to monitor the energy consumption of the Group's assets.

In order to assess alignment with the objectives, analyses were then carried out for each eligible activity identified in order to ascertain compliance with the substantial contribution criteria and the "Do No Significant Harm" criteria set by each objective.

¹⁵ Delegated Regulation (EU) 2021/2178

¹⁶ Annex 1 of Delegated Regulation (EU) 2021/2178, par. 1.1.2.2, point (c)

¹⁷ Annex 1 of Delegated Regulation (EU) 2021/2178, par. 1.1.2.2, point (c)

Climate change adaptation

The criterion of substantial contribution to adaptation, which is the same for all eligible activities, requires carrying out an analysis to identify and assess the vulnerability of chronic and acute physical climate risks impacting the activity itself, and related mitigation measures.

Since this analysis was not carried out within the timeframe foreseen by the Regulation, the activities were found not aligned.

Furthermore, with reference to the activities eligible for adaptation (8.3, 11, 13.1 and 13.2), none of the activities have DNSH criteria to be respected.

Although activities 6.5 and 7.5 are also included under the climate change adaptation objective, the Group deemed them ineligible for this objective, since they are not part of a mitigation plan for identified climate risks.

Climate change mitigation

Activity 6.5 - Transport by motorbikes, passenger cars and commercial vehicles Substantial contribution

With regard to expenses incurred for the car fleet, the substantial contribution criteria require that these vehicles belong to a specific emission class, which varies according to the type of vehicle. For the current reporting year, the Group considers the activity to meet the substantial contribution criteria only for the electric and hybrid vehicles in the fleet.

DNSH

There is a DNSH criterion for activity 6.5 with respect to the climate change adaptation objective. This criterion requires carrying out an analysis to identify and assess the vulnerability of chronic and acute physical climate risks impacting the Group's assets. Since a climate risk analysis was not carried out according to the requirements of the Regulation, the criterion is not fulfilled. Furthermore, the following DNSH criteria are also envisaged:

- With respect to the circular economy objective: it requires that vehicles have certain characteristics of reusability and recyclability and that waste management measures are in place both in the use phase (maintenance) and at the end of the fleet life. Adopting a conservative approach, in the absence of sufficient evidence to allow a full assessment of compliance with the criterion, the Group considers the activity to be non-compliant with this DNSH criterion.
- With respect to the objective of pollution prevention and reduction: it requires vehicles meet certain parameters in terms of conformity, type approval, emissions and efficiency. With respect to this criterion, the vehicles of the Group's car fleet are compliant, as the parameters and characteristics considered are required by the European Union for all newly registered vehicles.

Activity 7.5 - Installation, maintenance and repair of instruments and devices for measuring, regulating and controlling energy performance of buildings

Substantial contribution

With regard to the costs incurred for the installation of instruments and devices for measuring the energy performance of buildings, the activity meets the criteria for a substantial contribution, as it is included in the list of planned activities.

DNSH

The only DNSH criterion set out in the Regulation with respect to activity 7.5 is that related to the climate change adaptation objective. This criterion requires carrying out an analysis to identify and assess the vulnerability of chronic and acute physical climate risks impacting the Group's assets. Since a climate risk analysis was not carried out according to the requirements of the Regulation, the criterion is not fulfilled.

Minimum safeguards

Lastly, the 24 ORE Group conducted an analysis of the compliance of its policies and procedures with the principles mentioned in Article 18 of the Regulation. These principles refer to the **OECD Guidelines for Multinational Enterprises, the United Nations Guiding Principles on Business and Human Rights**, as well as the principles and rights laid down in eight core conventions set out in the Declaration of the International Labour Organization (ILO) and the International Bill of Human Rights.

This analysis also considered the recommendations of the Platform on Sustainable Finance, which points to competition, corruption, human rights and taxation as the four central themes of the Regulation¹⁸, and the European Commission's June 2023 Communication¹⁹, on "indicators of negative sustainability impacts."

The Group ensures that these issues are covered through the application of specific corporate policies, guidelines and organizational and operational mechanisms. In detail, the following should be noted:

- Code of Ethics of the 24 ORE Group, the rules of which apply to members of corporate bodies, employees and collaborators, agents, characteristic suppliers and all those who operate in various capacities with the 24 ORE Group;
- 231 Models of Group companies and the whistleblowing procedure for reporting violations of the Code and Models;
- Remuneration and Compensation Policy and the related report published annually, with specific reference to the gender pay gap and diversity of the governing bodies;
- Public Communication on Human Rights and Gender Diversity and Fundamental Labour Rights Issues; for more information see the sections on "Materiality Analysis" and "Methodological Note";

¹⁸ Final Report on Minimum Safeguards, October 2022

¹⁹ Commission Communication 2023/C 211/01 on the interpretation and implementation of certain legal provisions in the EU Taxonomy Regulation and connections with the Sustainability Reporting Regulation in the Financial Services Sector.

- Grievance mechanisms accessible to stakeholders through the Group's website;

Following a thorough analysis, the 24 ORE Group confirmed that it had established all the safeguards and procedures envisaged in Article 18 of the Regulation. However, it noted the need to formalise certain procedures and communications to ensure full compliance with the requirements of the OECD Guidelines and the UN Guiding Principles.

For more details on the minimum safeguards, please refer to the section on "Main risks related to non-financial issues" and "Governance," where the Group's protection systems and results related to human rights and anti-corruption are examined in detail.

In connection with the verification of minimum safeguards on products and services purchased by the Group from eligible economic activities, companies are required to include the suppliers of such services/products in their analysis. In this sense, the 24 ORE Group has established a series of procedures to ensure transparency and compliance with the principles set out in their Code of Ethics throughout the supply chain, as illustrated in the section on "Suppliers." However, by adopting a precautionary approach, the Group deems it does not have enough information to ensure that the current supply chain management arrangements guarantee the full alignment of suppliers with Article 18 of the Regulation.

KPI calculation methodology - accounting policy

The annexes to EU Delegated Regulation 2021/2178 require calculating the percentage of turnover, CapEx and OpEx associated with activities that are eligible for and aligned with the Taxonomy. To meet this regulatory requirement, the Group identified its eligible activities and calculated the three KPIs required by the Regulation.

The following paragraphs present details of the analyses performed to meet the disclosure requirements of the Regulation, detailing the methodologies applied and the accounting items considered for the calculation of the three KPIs.

For the purpose of determining numerators and denominators, the Group's administrative-accounting structures were involved, both at corporate level and in the individual business areas (Radio, Culture and Events).

Turnover

In line with EU Delegated Regulation 2021/4987, for the calculation of the Turnover proportion, the Group considered the ratio between the part of net revenues obtained from the sale of products or services, including intangible ones, associated with economic activities aligned with the Taxonomy (numerator) and the Group's net revenues (denominator).

The calculation of net revenues from the sale of products and services was made after the deduction of sales discounts and value added taxes directly related to turnover. In order to avoid double-counting, intercompany items have been removed and are not included in the determination of the KPI.

Consequently, the denominator value **Euro 215,068,000** of the KPI corresponds to the item "Revenues" from the consolidated financial statements²⁰.

²⁰ In line with the provisions of IAS 1, par. 82(a) - Note 29 to the Annual Financial Report.

With reference to the numerator, the Group considered the portion of net sales (considered for the calculation of the denominator) associated with taxonomy-eligible activities, amounting to **Euro 43,365,000**.

For this assessment, the approach adopted involved identifying, by extraction from the Group's management system, the revenue components related to the Radio, Events and Culture areas and associated with the following activities

- 8.3 Programming and broadcasting activities;
- 11 Education;
- 13.1 Creative, arts and entertainment activities;
- 13.2 Libraries, archives, museums and cultural activities.

CapEx

For the calculation of the denominator of the CapEx KPI, the Group took into account the increases in tangible assets (land, buildings, plant and machinery, commercial industrial equipment), intangible assets (radio frequencies, licences and software, assets under construction and advances) and Right of Use Assets (RoU of buildings, transmission towers and cars). Values arising from business combinations, considered before depreciation, impairment and any revaluation, including those arising from restatements and reductions in value, were included, excluding changes in fair value .

The approach used for the extraction of the above-mentioned figures involved a detailed analysis of management reports showing the investments made during the year by all the entities within the scope of consolidation.

For the calculation of the denominator, the Group considered increases in tangible assets [2], in intangible assets [3] and in leases [4]. This analysis returned a total value referring to the 2023 fiscal year equal to: Euro 11,500,000.

Specifically, as represented in the asset movement tables (note 1. Property, plant and equipment, and note 3. Intangible assets), the following values were recorded:

- Tangible assets: **Euro 885,000**;
- Intangible assets: **Euro 7,679,000**;
- Leases from IFRS 16: **Euro 2,936,000**.

For the purpose of determining the numerator of the CapEx KPI, investments related to: i) assets or processes associated with Taxonomy-eligible economic activities, and/or ii) purchases of products from Taxonomy-eligible economic activities and individual measures enabling the target activities to achieve low carbon emissions or greenhouse gas savings, in particular the activities listed in Annex I, points 7.3 to 7.6, of the Delegated Act on Climate Change, as well as other economic activities listed in the adopted delegated acts. The approach followed to identify the components of the numerator was oriented towards a study of

^[2] accounted for in accordance with IAS 16 - Note 1 to the Annual Financial Report

^[4] accounted for in accordance with IFRS 16 - Note 1 to the Annual Financial Report

the management reports of each business area, in order to identify the increases accrued in 2023 related to capitalised expenses incurred in connection with eligible activities. In this regard, the Group has included in the KPI numerator the components of capitalised expenses associated with the activities:

- 6.5 Transport by motorbikes, passenger cars and commercial vehicles (Climate change mitigation)
- 7.5 Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings (Climate change mitigation);
- 8.3 Programming and broadcasting activities (Climate change adaptation);
- 13.1 Creative, arts and entertainment activities (Climate change adaptation);
- 13.2 Libraries, archives, museums and cultural activities (Climate change adaptation).

Furthermore, it should be specified that the extraction of the data associated with the above-mentioned categories was carried out in a timely manner using the information available in the management systems currently in use, which are part of the scope of consolidation.

OpEx

In line with the Regulation, the Group performed the following detailed analyses for the calculation of the OpEx proportion.

For the calculation of the denominator, an analysis was performed on the consolidated management values, identifying the items that can be associated with the cost categories expressly mentioned in the Regulation.

Specifically:

- Short-term leases, whereby all items in the chart of accounts relating to leases accounted for in the Income Statement were considered, as they relate to contracts with a duration of less than 12 months and therefore represent exemptions from accounting under IFRS 16;
- Costs related to maintenance and repairs incurred during the financial year on buildings and plants, costs related to employees involved in maintenance and repair activities and also maintenance commissioned to third-party companies were considered for this category;
- Costs associated with "day-to-day servicing of assets," i.e. costs related to cleaning facilities.

To derive these figures, a detailed analysis of the Group's chart of accounts was carried out, which led to the identification of specific line items that could be associated with the categories mentioned above. In particular, the Group's figures for the fiscal year 2023 are as follows:

- Maintenance: **Euro 5,621,000;**
- Short-term lease: **Euro 2,428,000;**
- Day-to-day servicing of assets: **Euro 1,114,000.**

The result of these analyses resulted in a value of **Euro 9,164,000**, representing 4.70% of the Group's total operating expenses. As stipulated in the Regulation and subsequently clarified by the European Commission's FAQ12 clarification, the OpEx KPI was deemed not material by the Group.

For the calculation of the numerator, following the indications of the Regulation and the clarifications provided by the European Commission referred to above, it was decided not to provide an indication of the value of the numerator of the KPI in question, since the denominator is 4.70% of the Group's total operating expenses. The low value of the aforementioned ratio is an expression of the reduced relevance of the cost categories of the Taxonomy - which tend to reward asset-intensive business models - compared to a business model in which personnel and service costs are the most representative expressions of its operating costs.

Comparison with previous year

As stipulated in the Regulation, 2023 is the first fiscal year in which non-financial companies must provide a comparison with the previous year.

Tables showing the details of changes in KPI numbers and percentages are presented below. The change from the previous year is not due to changes in the accounting approach, but to the change in KPIs on the same scope of activities identified the previous year.

Table 1 - KPI Turnover

Financial Year 2023	Year			Criteria for substantial contribution							Criteria for "do no significant harm"							Taxonomy-aligned proportion of turnover, Year 2022 (18)	Category (enabling activity) (19)	Category (transitional activity) (20)
	Code(s) (2)	Absolute turnover (3)	Proportion of turnover (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Pollution (8)	Circular economy (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Pollution (14)	Circular economy (15)	Biodiversity and ecosystems (16)	Minimum safeguards (17)				
Economic activities (1)		k €	%	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	%	A	T	
A. TAXONOMY-ELIGIBLE ACTIVITIES																				
A.1 Environmentally sustainable activities (Taxonomy-aligned)																				
Turnover of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%								0.00%			
of which enabling																	0.00%	A		
of which transitional																	0.00%		T	
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																				
Programming and broadcasting activities	8.3 CCA	21,024.91 €	9.78%		EL												10.52%			
Education	11 CCA	1,427.66 €	0.66%		EL												0.00%			
Creative, arts and entertainment activities	13.1 CCA	8,371.37 €	3.89%		EL												3.55%			
Libraries, archives, museums and cultural activities	13.2 CCA	12,541.03 €	5.83%		EL												5.6%			
Turnover of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		43,364.97 €	20.16%	0.00%	20.16%	0.00%	0.00%	0.00%	0.00%								19.67%			
Total (A.1 + A.2)		43,364.97 €	20.16%	0.00%	20.16%	0.00%	0.00%	0.00%	0.00%								19.67%			
A. TAXONOMY-NON-ELIGIBLE ACTIVITIES																				
Turnover of Taxonomy-non-eligible activities (B)		171,703.46 €	79.84%																	
Total (A + B)		215,068.43 €	100.00%																	

	Turnover/Total Turnover ratio	
	Taxonomy-aligned objective	Taxonomy-eligible objective
CCM	0.00%	0.00%
CCA	0.00%	20.16%
WRT	0.00%	0.00%
CE	0.00%	0.00%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

Table 2 - CAPEX KPI

Financial Year 2023	Year		Criteria for substantial contribution							Criteria for "do no significant harm"							Minimum safeguards (17)	Proportion of CapEx aligned (A1) or eligible for Taxonomy (A2), Year 2022 (18)	Category (transitional activity) (20)	Category (enabling activity) (19)							
	Code(s) (12)	Absolute CapEx (3)	Proportion of CapEx (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Pollution (8)	Circular economy (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Pollution (14)	Circular economy (15)	Biodiversity and ecosystems (16)	Y/N					Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N
Economic activities (1)		k €	%	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	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	A	T		
A. TAXONOMY-ELIGIBLE ACTIVITIES																											
A.1 Environmentally sustainable activities (Taxonomy-aligned)																											
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0.00%	0,00%	0,00%	0,00%	0,00%	0,00%	0,00%														0.00%				
of which enabling																									A		
of which transitional																										T	
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																											
Transport by motorbikes, passenger cars and commercial vehicles	6.5 CCM	701.00 €	6.10%	EL																			0.78%				
Installation, maintenance and repair of instruments and devices for measuring, regulation and controlling energy performance of buildings	7.5 CCM	6.58 €	0.06%	EL																			2.06%				
Programming and broadcasting activities	8.3 CCA	2,037.24 €	17.71%		EL																		15.39%				
Creative, arts and entertainment activities	13.1 CCA	42.39 €	0.37%		EL																		0.30%				
Libraries, archives, museums and cultural activities	13.2 CCA	73.30 €	0.64%		EL																		0.36%				
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		2,860.51 €	24.87%	6.15%	18.72%	0.00%	0.00%	0.00%	0.00%														18.89%				
Total (A.1 + A.2)		2,860.51 €	24.87%	6.15%	18.72%	0.00%	0.00%	0.00%	0.00%														18.89%				
A. TAXONOMY-NON-ELIGIBLE ACTIVITIES																											
CapEx of Taxonomy-non-eligible activities (B)		8,640.14	75.13%																								
Total (A + B)		11,500.65 €	100.00%																								

	CapEx / Total CapEx ratio	
	Taxonomy-aligned objective	Taxonomy-eligible objective
CCM	0.00%	6.15%
CCA	0.00%	18.72%
WRT	0.00%	0.00%
CE	0.00%	0.00%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

Table 3 _ OPEX KPI

Financial Year 2023	Year		Criteria for substantial contribution							Criteria for "do no significant harm"							Proportion of OpEx aligned (A1) or eligible for Taxonomy (A2), Year 2022 (18)	Category (enabling activity) (19)	Category (transitional activity) (20)
	Code(s) (2)	Absolute OpEx (3)	Proportion of OpEx (4)	Climate change mitigation (5)	Climate change adaptation (6)	Water and marine resources (7)	Pollution (8)	Circular economy (9)	Biodiversity and ecosystems (10)	Climate change mitigation (11)	Climate change adaptation (12)	Water and marine resources (13)	Pollution (14)	Circular economy (15)	Biodiversity and ecosystems (16)	Minimum safeguards (17)			
Economic activities (1)		k €	%	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	%	A	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1 environmentally sustainable activities																			
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		- €	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%								0.00%		
of which enabling																		A	
of which transitional																			T
A.2 Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned) (A.2)		- €	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%								0.00%		
TOTAL (A1+A2)		- €	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%								0.00%		
A. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy-non-eligible activities (B)		9,163.65€	100.00%																
Total (A+B)		9,163.65€	100.00%																

	OpEx / Total OpEx ratio	
	Taxonomy-aligned objective	Taxonomy-eligible objective
CCM	0.00%	0.00%
CCA	0.00%	0.00%
WRT	0.00%	0.00%
CE	0.00%	0.00%
PPC	0.00%	0.00%
BIO	0.00%	0.00%

4. METHODOLOGICAL NOTE



The **Consolidated Non-Financial Statement (NFS)** aims to provide information on environmental, social and personnel issues, respect for human rights and the fight against bribery and corruption that are relevant in view of the activities and characteristics of the company, to the extent necessary to ensure an understanding of its activities, its performance, its results and its impact (art. 3, par. 1 of Italian Legislative Decree 254/2016).

The 2023 Consolidated Non-Financial Statement covers the period 1 January - 31 December 2023 and includes Il Sole 24 ORE S.p.A. and all companies consolidated on a line-by-line basis within the scope of the "24 ORE Group" Consolidated Financial Statements.

The information and data included are for the year 2023 and, where available, performance trends pertaining to the three-year period 2021-2023 have also been reported. The reporting frequency is set on an annual basis.

The reporting standard adopted for the preparation of this NFS are the GRI Sustainability Reporting Standards 2021 (hereinafter also referred to as "GRI Standards") defined by the Global Reporting Initiative (GRI), according to the "in-accordance" option.

The principles used to formulate the content and ensure the quality of this Report are the Reporting Principles defined by GRI Standard 1: Foundation (completeness, sustainability context, accuracy, verifiability, clarity, comparability, balance, timeliness).

The performance indicators have been selected from those proposed by the standards taken into consideration, based on criteria of relevance and representativeness with respect to the Group's situation and business.

The main policies applied by the Group with reference to the issues of interest are indicated in the paragraphs entitled "Policies applied" within the various chapters.

This document was approved by the Board of Directors of Il Sole 24 ORE S.p.A. on 27 March 2024.

The Non-Financial Statement is subject to a limited review in accordance with the International Standard on Assurance Engagement (ISAE 3000 Revised) by the auditing firm EY S.p.A. (also responsible for auditing the Financial Report of the 24 ORE Group), in accordance with the procedures provided for by the regulations currently in force.

Quantitative indicators that do not relate to any general or topic-specific disclosures of the GRI Standards, which are reported on the pages indicated in the Content Index, are not subject to limited review by EY S.p.A.

The reporting scope

Consistent with the requirements of the Decree, the reporting scope coincides with that of the Consolidated Financial Statements, i.e., it includes companies that are consolidated line by line for financial reporting purposes. The reporting year to which the information and data included in this section relates is 2023.

The companies included in the Group's scope of consolidation at 31 December 2023 are:

- **Il Sole 24 ORE S.p.A.**, the Parent Company, which acts both as a holding company, holding the controlling investments in the Group companies, and as an operating company, through the exercise of the core businesses (general, financial and professional information, news agency, etc.);
- **24 ORE Cultura S.r.l.**, specialising in publishing products dedicated to art in the organization of exhibitions and events in museum management, ticketing, educational and bookshop management;
- **Il Sole 24 ORE Eventi S.r.l.**, a company specialized in the management and organization of events;
- **Il Sole 24 ORE U.S.A. Inc.** operating in the political, economic and financial information sector in the United States;
- **Il Sole 24 ORE UK Ltd.**, which is responsible for the intermediation in the sale of advertising space in the United Kingdom and internationally;

in addition to smaller shareholdings, including **Sole 24 ORE Formazione S.p.A.**, an associate with a 15% shareholding operating in the training sector.

The only exception is the data on environmental aspects, which do not include the impacts of foreign locations, as they are not significant. The environmental data therefore refer to the Milan offices (offices in Viale Sarca), the Rome office, Mudec and the radio antennas located throughout Italy.

Material topics

Using the GRI Standards as a reference, Il Sole 24 ORE has carried out a materiality analysis process as required by GRI Standard 3: Material Topics 2021 to identify relevant topics based on the importance of the economic, environmental and social impacts generated by its activities throughout its value chain.

The first phase of the process involved understanding the context in which the Group operates and was carried out through an analysis of global and industry sustainability trends (e.g., benchmarks, sector studies, article reconnaissance). These analyses identified the actual and potential, positive and negative impacts that the 24 ORE Group has or could have on the economy, the environment and people, including human rights impacts, throughout its value chain. Subsequently, the identified impacts were assessed taking into account two parameters, severity and likelihood, in accordance with the GRI Standards 2021, in order to prioritise them.

Following this, a materiality threshold was defined, which allowed the identification of the most significant impacts and thus the corresponding material topics, which guided Il Sole 24 ORE in addressing them in the 2023 NFS.

The material topics were then classified to the areas envisaged by Italian Legislative Decree 254/2016, as follows.

As regards human rights, it should be noted that the business sector and countries in which the Group operates are not subject to problems related to episodes of forced or child labour or any other behaviour in violation of human rights.

254 SCOPE		MATERIAL TOPIC	GRI ASPECT		
Anti-corruption		Business integrity, anti-corruption and transparency	GRI 205	Anti-corruption	
			GRI 207	Taxes	
Environment		Responsible paper management	GRI 301	Materials	
			Reduction of energy consumption and emissions	GRI 302	Energy
				GRI 305	Emissions
			Water management	GRI 303	Water and effluents
			Protecting biodiversity	GRI 304	Biodiversity
Waste management	GRI 306	Waste			
Personnel		Human resources management	GRI 401	Employment	
			GRI 404	Training and education	
			GRI 405	Diversity and equal opportunity	
			GRI 406	Non-discrimination	
			Workers' health and safety	GRI 403	Occupational health and safety
Social aspects	Product quality	Plurality of content and ability to manage change	GRI G4 Supplement Standard	Content dissemination	
			GRI G4 Supplement Standard	Content creation	
		Content dissemination	GRI G4 Supplement Standard		
	Distribution and capillarity of sales networks and channels (*)	-	-		
	Information governance	Privacy and protection of data and information sources	GRI 418	Customer privacy	
	Protection of intellectual property rights and freedom of expression	GRI G4 Supplement Standard	Intellectual property		
		GRI G4 Supplement Standard	Freedom of expression		

(*) With regard to the topic in question (not directly related to a theme provided for in the GRI), in the document the 24 ORE Group sets out the management approach adopted and the related indicators.

In addition to material topics, in order to expand the 24 ORE Group's non-financial information, some general information on supply chain management and water consumption and customer satisfaction and loyalty have been included in this document.

Please note the Group's decision not to report on water consumption and wastewater management from the 2021 NFS onwards, as with the cessation of direct production activities, the Group's use of water is for civilian purposes only.

Calculation methodologies

The qualitative and quantitative information contained in this first Non-Financial Statement was gathered through data acquisition on the dedicated digital platform and specific interviews with the heads of the main company departments and functions.

The main calculation methodologies and assumptions for the non-financial performance indicators reported in this statement, in addition to those already indicated in the text of the NFS, are set out below.

- For environmental data, where not available, conservative estimation approaches were used, which led to the selection of assumptions associated with the least positive environmental performance for the Company.
- Greenhouse gas emissions, expressed in CO₂ equivalent, both direct (Scope 1) and indirect (Scope 2), were estimated on the basis of the GHG Protocol Corporate Accounting and Reporting Standard developed by the World Resources Institute (WRI) and the World Business Council on Sustainable Development (WBCSD). Specifically, greenhouse gas emissions were calculated using the following formula: activity data (m³ of natural gas, kWh of electricity, etc.) multiplied by the respective emission factor. In addition, the refrigerant gas losses, multiplied by the respective GWP (Global Warming Potential), were considered.
- The emission factors and GWPs used to calculate GHG emissions are as follows:
 - Scope 1 Emissions: the emission factors for fuels and the GWPs of refrigerant gases are taken from the British Government's DEFRA (Department for Environment, Food and Rural Affairs) database, updated annually, and from the "National Standard Parameter Tables" of the Italian Ministry for the Environment, Land and Sea.
 - Scope 2 Emissions: for electricity purchased from the grid, the conversion factors suggested by Terna's International Comparisons on Enerdata data, updated annually, were used to calculate indirect emissions according to the location-based method. With regard to indirect emissions, calculated using the market-based method, the conversion factors published by AIB in the Residual Mix document, updated annually, were used.
 - Personnel data (e.g. headcount) refers to individuals (not standardized to FTEs - full-time equivalents) as at 31/12 of the reporting period.

- The incoming turnover rate was calculated by taking into account the number of hires as a percentage of the total number of employees. The outgoing turnover rate, expressed as a percentage, corresponds to the number of terminations out of the total number of employees.
- Regarding the accident indices:
the accident frequency rate was calculated as the ratio of the number of accidents to the hours worked x 1,000,000.

■ APPENDIX 1 - GRI DETAIL TABLES

Additional detailed tables containing data to cover the GRI indicators of reference are provided below.

Business integrity, anti-corruption and transparency

TABLE 1- COMPLIANCE WITH LAWS AND REGULATIONS (INDICATOR GRI 2-27)

Item	2021*	2022**	2023
	no.	no.	no.
Cases for which financial penalties have been imposed	1	1	0
Cases for which non-monetary sanctions have been imposed	0	0	0
Total	1	1	0

	2021*		2022**		2023	
	no.	Eu	no.	Eu	no.	Eu
Fines for non-compliance with laws and regulations during the current reporting period	1	62,500	1	20,000	0	0
Fines for non-compliance with laws and regulations in previous reporting periods	0	0	0	0	0	0
Total	1	62,500	1	20,000	0	0

**

* Sanction imposed in 2021 by the Communication Authority (AGCOM) for breach of the provisions of Article 34, par. 2 of Italian Legislative Decree 177 of 31 July 2005, in relation to the broadcasting of the episode of a radio programme on 15 October 2020 as set out by AGCOM Resolution 115/21/CSP".

** Sanction imposed in 2022 by the Personal Data Protection Authority in connection with a dispute relating to the publication in full of a Supreme Court judgment without omitting the identity of a minor and his status as an adopted child as well as the sexual orientation of the parents.

Human resources management

TABLE 2 - EMPLOYEES (INDICATOR GRI 2-7)

Employees	Contract type	Uom	2021			2022			2023		
			Men	Women	Other/ Not dis- closed	Men	Women	Other/ Not dis- closed	Men	Women	Other/ Not disclosed
Employees as at 31 Decem- ber	Contract Permanent	no.	428	384	0	380	369	0	361	364	0
	Contract Fixed-term	no.	5	8	0	5	10	0	3	3	0
	Of which on call	no.	0	0	0	0	0	0	0	0	0
	Total	no.	433	392	0	385	379	0	364	367	0
	Full-time contract	no.	432	378	0	385	367	0	364	356	0
	Part-time contract	no.	1	14	0	0	12	0	0	11	0
	Total	no.	433	392	0	385	379	0	364	367	0

TABLE 3 - WORKERS WHO ARE NOT EMPLOYEES (INDICATOR GRI 2-8)

Non-employees	Contract type	Uom	2021	2022	2023
Non-employed workers by contract type as at 31 De- cember	Internship	no.	0	0	5
	Temporary workers	no.	11	9	14
	Self-employed workers	no.	19	25	26
Total		no.	30	34	45

TABLE 4 - TOTAL ANNUAL SALARY RATIO (INDICATOR GRI 2-21)²¹

Item	Uom	2021	2022	2023
Total annual salary of the highest-paid employee / Total median annual salary for all employees in the organization (excluding the highest-paid individual)	no.	6.38	7.3	8.21

Item	Uom	2021/2020	2022/2021	2023/2022
Percentage increase in the annual total remuneration of the highest paid employee	%	-21%	23%	11%
Percentage increase in median annual total remuneration for all employees in the organization (excluding the highest paid individual)	%	3%	7%	-2%
Percentage increase in total annual remuneration of the highest paid employee / Percentage increase in total annual median remuneration for all employees in the organization (excluding the highest paid individual)	no.	-7.83	3.05	-6.16

²¹ Data of employees in foreign companies are not included

TABLE 5- HIRES AND TERMINATIONS OF GROUP EMPLOYEES BY GENDER AND AGE (INDICATOR GRI 401-1)

Item	Gender	Age	2021		2022		2023	
			no.	%	no.	%	no.	%
Hires	Women	< 30 years	2	8%	4	9%	8	17%
		Between 30 and 50 years	10	38%	19	42%	21	44%
		> 50 years	2	8%	3	7%	0	0%
	Total women		14	54%	26	58%	29	60%
	Men	< 30 years	2	8%	3	7%	5	10%
		Between 30 and 50 years	9	35%	16	36%	11	23%
		> 50 years	1	4%	0	0%	3	6%
	Total men		12	46%	19	42%	19	40%
	Total hires		26		45		48	
	Terminations	Women	< 30 years	1	2%	2	2%	1
Between 30 and 50 years			5	8%	12	11%	16	20%
> 50 years			3	5%	25	24%	24	30%
Total women			9	14%	39	37%	41	51%
Men		< 30 years	1	2%	1	1%	0	0%
		Between 30 and 50 years	24	38%	23	22%	9	11%
		> 50 years	29	46%	43	41%	31	38%
Total men			54	86%	67	63%	40	49%
Total terminations			63		106		81	

TABLE 6- AVERAGE HOURS OF TRAINING BY GENDER AND CLASSIFICATION LEVEL (INDICATOR GRI 404-1)

Item	2021	2022	2023
Average training per capita	10	4.4	5.20
Per capita training for women	10.4	3.8	5.82
Per capita training for men	9.6	5.1	4.58
Per capita training for executives	9.3	5.8	13.33
Per capita training for middle managers	15.3	1.7	6.44
Per capita training for white-collar workers	12.6	6.3	4.30
Per capita training for journalists	4.5	2.6	5.33
Per capita training for blue-collar workers	2	0	0
Total average training hours	8,254	3,398	3,805

TABLE 7- GROUP EMPLOYEES BY CATEGORY, AGE AND GENDER (INDICATOR GRI 405-1)

Breakdown of employees by category, gender and age			2021	2022	2023	
Executives	Women	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	3	3	4
		> 50 years	no.	0	2	2
	Total female executives		no.	3	5	6
			%	12%	20%	25%
	Men	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	7	5	2
		> 50 years	no.	15	15	16
	Total male executives		no.	22	20	18
			%	88%	80%	75%
Total executives		no.	25	25	24	
		%	3%	3.3%	3.3%	
Middle Managers	Women	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	18	17	17
		> 50 years	no.	20	23	19
	Total female middle managers		no.	38	40	36
			%	43%	45%	44%
	Men	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	13	13	16
		> 50 years	no.	37	36	29
	Total male middle managers		no.	50	49	45
			%	57%	55%	56%
Total middle managers		no.	88	89	81	
		%	10%	12%	11%	
White-collar workers	Women	< 30 years	no.	4	4	8
		Between 30 and 50 years	no.	123	111	98
		> 50 years	no.	108	107	100
	Total female white-collar workers		no.	235	222	206
			%	54%	58%	57%
	Men	< 30 years	no.	4	6	8
		Between 30 and 50 years	no.	109	86	82
		> 50 years	no.	84	69	65
	Total male white-collar workers		no.	197	161	155
			%	46%	42%	43%
Total white-collar workers		no.	432	383	361	
		%	52%	50%	49%	
Breakdown of employees by category, gender and age			2021	2022	2023	
Journalists	Women	< 30 years	no.	0	1	4
		Between 30 and 50 years	no.	48	44	39
		> 50 years	no.	68	67	76

	Total female journalists		no.	118	112	119
			%	42%	42%	45%
	Men	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	58	49	43
		> 50 years	no.	104	106	103
	Total male journalists		no.	162	155	146
			%	58%	58%	55%
Total journalists		no.	278	267	265	
		%	34%	35%	36%	
Blue-collar workers	Women	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	0	0	0
		> 50 years	no.	0	0	0
	Total female blue-collar workers		no.	0	0	0
			%	0%	0%	0%
	Men	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	0	0	0
		> 50 years	no.	2	0	0
	Total male blue-collar workers		no.	2	0	0
			%	100%	0%	0%
Total blue-collar workers		no.	2	0	0	
		%	0%	0%	0%	
Total	Women	< 30 years	no.	4	5	12
		of the total by age group	%	50%	45%	60%
		Between 30 and 50 years	no.	192	175	158
		of the total by age group	%	51%	53%	52%
		> 50 years	no.	196	199	197
		of the total by age group	%	45%	47%	48%
	Total women		no.	392	379	367
			%	48%	50%	50%
	Men	< 30 years	no.	4	6	8
		of the total by age group	%	50%	55%	40%
		Between 30 and 50 years	no.	187	153	143
		of the total by age group	%	49%	47%	48%
		> 50 years	no.	242	226	213
		of the total by age group	%	55%	53%	52%
	Total men		no.	433	385	364
		%	52%	50%	50%	
Total employees		no.	825	764	731	
- of which <30		%	1%	1%	3%	
- of which between 30 and 50		%	46%	43%	41%	
- of which > 50		%	53%	56%	56%	

	women	no.	19	12	14
	men	no.	22	18	19
	total	no.	41	30	33
- of which in protected category		%	5%	4%	5%

Breakdown of governing bodies by age and gender - Parent Company		Unit of measurement	2021	2022	2023	
Board of Directors (BoD)	Women	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	1	1	1
		> 50 years	no.	3	4	4
	Total women		no.	4	5	5
			%	36%	45%	45%
	Men	< 30 years	no.	0	0	0
		Between 30 and 50 years	no.	1	1	1
		> 50 years	no.	6	5	5
	Total men		no.	7	6	6
			%	64%	55%	55%
Total Board members		no.	11	11	11	
Other governing body (Board of Statutory Auditors)	Women	< 30 years	no.	-	0	0
		Between 30 and 50 years	no.	-	1	1
		> 50 years	no.	-	2	1
	Total women		no.	0	3	2
			%	0%	60%	67%
	Men	< 30 years	no.	-	-	-
		Between 30 and 50 years	no.	-	-	-
		> 50 years	no.	-	2	1
	Total men		no.	0	2	1
			%	0%	40%	33%
Total belonging to (specify)		no.	0	5	3	

Breakdown of governing bodies by age and gender - Subsidiaries			Unit of measurement	2021	2022	2023
Board of Directors (BoD)	Women	< 30 years	no.	-	-	-
		Between 30 and 50 years	no.	-	-	1
		> 50 years	no.	-	1	1
	Total women		no.	0	1	2
			%	0%	20%	67%
	Men	< 30 years	no.	-	-	-
		Between 30 and 50 years	no.	1	-	-
		> 50 years	no.	4	4	1
	Total men		no.	5	4	1
			%	100%	80%	33%
Total Board members			no.	5	5	3
Other governing body (Board of Statutory Auditors)	Women	< 30 years	no.	-	-	-
		Between 30 and 50 years	no.	-	-	1
		> 50 years	no.	-	-	-
	Total women		no.	0	0	1
			%	0%	0%	33%
	Men	< 30 years	no.	-	-	-
		Between 30 and 50 years	no.	-	-	-
		> 50 years	no.	3	3	2
	Total men		no.	3	3	2
			%	100%	100%	67%
Total members of the Board of Statutory Auditors (Standing Auditors)			no.	3	3	3

TABLE 8 - RATIO OF BASIC SALARY AND REMUNERATION, (INDICATOR GRI 405-2).²²

Basic Salary	2021	2022	2023
Executives	94%	103%	116%
Middle Managers	99%	98%	103%
White-collar workers	90%	90%	90%
Journalists	83%	85%	85%
Blue-collar workers	0%	0%	0%
Remuneration	2021	2022	2023
Executives	94%	96%	116%
Middle Managers	100%	100%	103%
White-collar workers	88%	86%	89%
Journalists	82%	83%	85%
Blue-collar workers	0%	0%	0%

²² Data of employees in foreign companies are not included

TABLE 9 - WORK-RELATED INJURIES, (INDICATOR GRI 403-9)

	2021	2022	2023
Hours worked	1,297,257	1,202,493	1,118,157
Work-related injuries involving employees	1	2	0
Of which, high-consequence (absence from work of more than 6 months)	0	0	0
Work-related injury frequency rate	0.8	1.7	0
High-consequence work-related injury frequency rate	0	0	0

TABLE 10 - TONNES OF PAPER CONSUMED BY THE GROUP (INDICATOR GRI 301-1)

Year	Paper type	Owned facilities		Contractors		Total
		Tonnes	%	Tonnes	%	Tonnes
2021	White Paper	4	100%	0	0%	4
	Newspaper Pink Paper	1,330	19%	5,766	81%	7,096
	Total	1,334	19%	5,766	81%	7,100
2022	White Paper	0	0%	0	100%	0
	Newspaper Pink Paper	0	0%	5,994	100%	5,994
	Total	0	0%	5,994	100%	5,994
2023	White Paper	0	0%	0	100%	0
	Newspaper Pink Paper	0	0%	5,395	100%	5,395
	Total	0	0%	5,395	100%	5,395

With reference to the consumption of paper and ink, it should be noted that the former is renewable, while the latter is not.

Reduction of energy consumption and emissions**TABLE 11 - ENERGY CONSUMPTION WITHIN THE GROUP (GRI INDICATOR 302-1)**

Year	Energy consumption (GJ)	Facilities	Headquarters and offices	Total
2021	Methane	12,252	4,001	16,253
	Diesel fuel	-	1,465	1,465
	Electricity	7,024	32,020	39,044
	Total	19,276	37,486	56,762
2022	Methane	609	1,120	1,729
	Petrol	-	18	18
	Diesel fuel	-	2,116	2,116
	Electricity	2,073	30,620	32,693
	Total	2,683	33,874	36,557
2023	Methane	-	1,058	1,058
	Petrol	-	29	29
	Diesel fuel	-	1,830	1,830
	Electricity	522	28,090	28,612
	Total	522	31,007	31,529

Energy consumption is attributable to the consumption of non-renewable raw materials (methane, diesel fuel). For electricity consumption, reference is made to the energy mix of the national grid.

TABLE 12 - EMISSIONS (DIRECT (SCOPE 1) GREENHOUSE GAS EMISSIONS GRI INDICATOR 305-1 AND ENERGY INDIRECT (SCOPE 2) GREENHOUSE GAS EMISSIONS GRI INDICATOR 305-2)

Greenhouse gas emissions (tonneCO ₂ eq)	2021	2022	2023
Direct (scope 1)	1,028	251	191
Indirect (scope 2)			
- calculated using the location-based method	3,416	2,861	2,496
Indirect (scope 2)			
- calculated using the market-based method [1]	4,605	3,171	1,228
Total (location-based method)	4,445	3,112	2,687
Total (market-based method)	5,633	3,422	1,418

Waste management**TABLE 13 - TONNES OF WASTE PRODUCED BY THE GROUP'S ACTIVITIES, BROKEN DOWN BY MAIN WASTE CATEGORIES (INDICATOR GRI 306-3)**

Item	Waste produced	Waste not intended for disposal (e.g., recovery/recycling)	Waste intended for disposal
Composition of waste (2023)			
Paper and cardboard	34.56	34.56	0
Packaging waste	28.13	28.13	0
Waste from chemical processes organic	0	0	0
Production waste, formulation, supply and use of inks for printing	0	0	0
Spent oils and residues of liquid fuels	0	0	0
Metals	0.14	0.14	0
Other	21.45	21.45	0
Total waste	84.28	84.28	0

TABLE 14 - TONNES OF WASTE DIVERTED FROM DISPOSAL, BROKEN DOWN BY RECOVERY OPERATIONS (INDICATOR GRI 306-4)

Item	2021	2022	2023
Hazardous waste			
Preparation for re-use	n/a	0	0
Recycling	n/a	0	0
Other recovery operations	n/a	7	0.55
Total hazardous waste	2	7	0.55
Non-hazardous waste			
Preparation for re-use	n/a	0	0
Recycling	n/a	0	0
Other recovery operations	n/a	187	83.73
Total non-hazardous waste	348	187	83.73
Total waste not intended for disposal	351	194	84.28

TABLE 15 - TONNES OF WASTE DIRECTED TO DISPOSAL, BROKEN DOWN BY DISPOSAL METHOD (INDICATOR GRI 306-5)

Item	2021	2022	2023
Hazardous waste			
Incineration (with energy recovery)	n/a	0	0
Incineration (without energy recovery)	n/a	0	0
Landfilling	n/a	0	0
Other disposal operations	n/a	12	0
Total hazardous waste	12	12	0
Non-hazardous waste			
Incineration (with energy recovery)	n/a	0	0
Incineration (without energy recovery)	n/a	0	0
Landfilling	n/a	0	0
Other disposal operations	n/a	3	0
Total non-hazardous waste	18	3	0
Total waste intended for disposal	30	15	0

APPENDIX 2 - GRI CONTENT INDEX

Declaration of use	The 24ORE Group has prepared its financial statements according to the GRI Standards for the period 01.01.23 - 31.12.23.
GRI 1 used	GRI 1: Foundation 2021
Applicable GRI sector standards	N/A

Disclosure	Description of the indicator	Section	Omissions
The organization and its reporting practices			
GRI 2-1	Organizational details	NFS - Methodological note	
GRI 2-2	Entities included in the organization's sustainability reporting	NFS - Methodological note	
GRI 2-3	Reporting period, frequency and contact point	NFS - Methodological note +39 02 3022 1 - ref. Administration, Finance and Control	
GRI 2-4	Restatements of information	No restatements were carried out with regard to the information reported in previous years	
GRI 2-5	Ownership and legal form	NFS - Methodological note NFS - Audit Report	
Activities and workers			
GRI 2-6	Activities, value chain and other business relationships	NFS - Methodological note NFS - Plurality of content and ability to manage change, dissemination of content NFS - Supply chain management NFS- Material topics for the Consolidated Non-Financial Statement	
GRI 2-7	Employees	NFS - Personnel management NFS- Appendix 1 - GRI detail tables	
GRI 2-8	Workers who are not employees	NFS - Personnel management NFS- Appendix 1 - GRI detail tables	
Governance			
GRI 2-9	Governance structure and composition	Report on Corporate Governance and Ownership Structure for the Year 2023 - Board of Directors Report on Corporate Governance and Ownership Structure for the Year 2023 - Board Committees	
GRI 2-10	Nomination and selection of the highest governance body	Report on Corporate Governance and Ownership Structure for the Year 2023 - Board of Directors	
GRI 2-11	Chair of the highest governance body	Report on Corporate Governance and Ownership Structure for the Year 2023 - Board of Directors	

GRI 2-12	Role of the highest governance body in overseeing the management of impacts	NFS - Opening message NFS- Material topics for the Consolidated Non-Financial Statement	
GRI 2-13	Delegation of responsibility for managing impacts	Opening message NFS - Methodological note	
GRI 2-14	Role of the highest governance body in sustainability reporting	NFS - Methodological note	
GRI 2-15	Conflicts of interest	Report on Corporate Governance and Ownership Structure for the Year 2023 - Board of Directors Code of Ethics	
GRI 2-16	Communication of critical concerns	Report on Corporate Governance and Ownership Structure for the Year 2023 - Internal Control and Risk Management System NFS – Anti-corruption During 2023, there were no significant critical concerns.	
GRI 2-17	Collective knowledge of the highest governance body	NFS - Opening message	
GRI 2-18	Evaluation of the performance of the highest governance body	Report on Corporate Governance and Ownership Structure for the Year 2023 - Self-Assessment and Succession of Directors NFS - Materiality analysis	
GRI 2-19	Remuneration policies	Report on remuneration policy and compensation paid	
GRI 2-20	Process to determine remuneration	Report on remuneration policy and compensation paid	
GRI 2-21	Annual total compensation ratio	NFS- Appendix 1 - GRI detail tables	
Strategy, policies and practices			
GRI 2-22	Statement on sustainable development strategy	NFS - Opening message	
GRI 2-23	Policy commitments	NFS - Main risks related to non-financial topics	
GRI 2-24	Embedding policy commitments	NFS – Anti-corruption	
GRI 2-25	Processes to remediate negative impacts	NFS - Materiality analysis	
GRI 2-26	Mechanisms for seeking advice and raising concerns	NFS – Anti-corruption +39 02 3022 1 - ref. Administration, Finance and Control	
GRI 2-27	Compliance with laws and regulations	NFS- Appendix 1 - GRI detail tables	
GRI 2-28	Membership associations	The main associations to which the Group belongs are: Associazione Italiana Editori; Assolombarda; Confindustria L'Aquila; Confindustria Trento; Confindustria Radio Televisioni; Federazione Italiana Editori Giornali – newspaper; Federazione Italiana Editori Giornali – agency; Multifond - Cassa Interaziendale Prev.Prestatori di Lavoro Sub.; Osservatorio Tecnico per i quotidiani and news agencies "Carlo	

		Lombardi"; Unione degli Industriali di Roma; Osservatorio Permanente Giovani Editori; Italy-Luxembourg Chamber of Commerce	
Stakeholder engagement			
GRI 2-29	Approach to stakeholder engagement	NFS- Material topics for the Consolidated Non-Financial Statement	
GRI 2-30	Collective bargaining agreements	NFS - Personnel Management - Key Numbers	
Material Topics			
GRI 3-1	Process to determine material topics	NFS - Material topics for the Consolidated Non-Financial Statement NFS - Methodological note	
GRI 3-2	List of material topics	NFS - Material topics for the Consolidated Non-Financial Statement NFS - Methodological note	
Business integrity, anti-corruption and transparency			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 205-3	Confirmed incidents of corruption and actions taken	NFS - Business integrity, anti-corruption and transparency - Key figures	
GRI 207-1	Approach to tax	NFS - Business integrity, anti-corruption and transparency	
GRI 207-2	Tax governance, control, and risk management	NFS - Business integrity, anti-corruption and transparency	
GRI 207-3	Stakeholder engagement and management of concerns related to tax	NFS - Business integrity, anti-corruption and transparency	
Responsible paper and ink management			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 301-1	Materials used by weight or volume	NFS - Environmental aspects - Key figures NFS - Appendix 1	
Reduction of energy consumption and emissions			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 302-1	Energy consumption within the organization	NFS - Environmental aspects - Key figures NFS - Appendix 1	
GRI 305-1	Direct (Scope 1) GHG emissions	NFS - Environmental aspects - Key figures NFS - Appendix 1	
GRI 305-2	Energy indirect (Scope 2) GHG emissions	NFS - Environmental aspects - Key figures NFS - Appendix 1	
Waste management			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	

GRI 306-1	Waste generation and significant waste-related impacts	NFS - Environmental aspects	
GRI 306-2	Management of significant waste-related impacts	NFS - Environmental aspects	
GRI 306-3	Waste generated	NFS - Environmental aspects - Key figures NFS - Appendix 1	
GRI 306-4	Waste diverted from disposal	NFS - Environmental aspects - Key figures NFS - Appendix 1	
GRI 306-5	Waste directed to disposal	NFS - Environmental aspects - Key figures NFS - Appendix 1	
Water management			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 303-1	Interactions with water as a shared resource	-	Currently, the Group does not have data available on water withdrawals by suppliers
Protecting biodiversity			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 304-1	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas		
Human resources management			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 401-1	New employee hires and employee turnover	NFS - Human resources management - Key figures NFS - Appendix 1	
GRI 404-1	Average hours of training per year per employee	NFS - Human resources management - Key figures NFS - Appendix 1	
GRI 405-1	Diversity of governance bodies and employees	NFS - Human resources management - Key figures NFS - Appendix 1	
GRI 405-2	Ratio of basic salary and remuneration	NFS - Human resources management - Key figures NFS - Appendix 1	
GRI 406-1	Incidents of discrimination and corrective actions taken	NFS - Human resources management - Key figures	

Workers' health and safety			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI 403-1	Occupational health and safety management system	NFS - Human resources management	
GRI 403-2	Hazard identification, risk assessment and incident investigation	NFS - Human resources management	
GRI 403-3	Occupational health services	NFS - Human resources management	
GRI 403-4	Worker participation, consultation, and communication on occupational health and safety	NFS - Human resources management	
GRI 403-5	Worker training on occupational health and safety	NFS - Human resources management - Key figures	
GRI 403-6	Promotion of worker health	NFS - Human resources management	
GRI 403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	NFS - Human resources management	
GRI 403-9	Work-related injuries	NFS - Human resources management - Key figures NFS - Appendix 1	The reporting does not include data from non-employees
Privacy and protection of data and information sources			
GRI 3-3	Management of material topics		
GRI 418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	NFS - Privacy and protection of data and information sources - Key figures	
Protection of intellectual property rights and freedom of expression			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI G4 – Media sector supplement	Intellectual property	NFS - Protection of intellectual property rights	
GRI G4 – Media sector supplement	Freedom of expression	NFS - Plurality of content and ability to manage change, dissemination of content	
Content dissemination			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI G4 – Media sector supplement	Content creation - GRI M2 - Methodology for assessing and monitoring adherence to content creation values	NFS - Plurality of content and ability to manage change, dissemination of content - Key figures	

Plurality of content and ability to manage change			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	
GRI G4 – Content dissemination	Actions taken to improve performance in relation to content dissemination issues (accessibility and protection of vulnerable audiences and informed decision making) and results obtained	NFS - Plurality of content and ability to manage change, dissemination of content	
Distribution and capillarity of sales networks and channels			
GRI 3-3	Management of material topics	NFS - Material topics for the Consolidated Non-Financial Statement - Materiality analysis NFS - Methodological note	

Milan, 27 March 2024

Chairperson of the Board of Directors
Edoardo GARRONE



GRUPPO**24ORE**

24ORE

Independent auditor's report
pursuant to article 14 of
Legislative Decree no. 39 of 27
January 2010 and article 10 of EU
Regulation no. 537/2014 -
Consolidated Financial
Statements at 31 December 2023

Il Sole 24 Ore S.p.A.

Consolidated financial statements at December 31, 2023

**Independent auditor's report pursuant to article 14 of
Legislative Decree n. 39, dated January 27, 2010, and
article 10 of EU Regulation n. 537/2014**

Independent auditor's report pursuant to article 14 of Legislative Decree n. 39, dated 27 January 2010 and article 10 of EU Regulation n. 537/2014 (Translation from the original Italian text)

To the Shareholders of
Il Sole 24 Ore S.p.A.

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of 24 Ore Group (the Group), which comprise the consolidated statement of financial position at December 31, 2023, and the consolidated statement of profit (loss) for the year, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and 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 at December 31, 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with the regulations issued for implementing art. 9 of Legislative Decree n. 38/2005.

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 our report. We are independent of Il Sole 24 Ore S.p.A. in accordance with the regulations and standards on ethics and independence applicable to audits of financial statements under Italian Laws. 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 judgment, 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.

We identified the following key audit matters:

Key Audit Matters	Audit Response
<p data-bbox="229 379 785 406">Recoverability of goodwill and other non-current assets with an indefinite and definite useful life</p> <p data-bbox="229 441 785 526">At December 31, 2023, goodwill and other non-current assets with an indefinite and definite useful life amount to Euro 83.1 million.</p> <p data-bbox="229 561 785 799">The Group tested for impairment its Cash Generating Units (CGUs) to which goodwill and other non-current assets with an indefinite useful life are allocated, as well as the other CGUs where impairment indicators were noted based on 2023 results and impacts deriving from the elements of uncertainty characterizing the macroeconomic and geo-political scenario.</p> <p data-bbox="229 835 785 1373">The methodologies for evaluating and determining the recoverable amount of each CGU, in terms of value in use, are based on complex assumptions which, by nature, require Directors' judgement, regarding the forecasting of cash flows included in the Business Plan 2024-2027 (the "Plan"), approved by Board of Directors on March 27, 2024, the determination of the normalized cash flows for the estimation of the terminal value, and the determination of the long-term growth and of the discounting rates applied to the forecasted cash flows. In this regard, the possible effects arising from the current macroeconomic and geopolitical scenario and the assessments of the uncertainties of this sector and of any projections, in particular for revenues over the period of the Plan, are significant.</p> <p data-bbox="229 1408 785 1732">Considering the judgments required and the complexity of assumptions underlying the estimation of the recoverable amount of goodwill and other non-current assets with an indefinite and definite useful life, the sensitivity of value in use to changes in key assumption, as well as the implications of this aspect on the assessments regarding the going concern assumption carried out by the Directors, we deemed this area to represent a key audit matter.</p>	<p data-bbox="820 441 1359 499">Our audit responses to this key audit matter included, among others:</p> <ul data-bbox="820 534 1359 1477" style="list-style-type: none"> <li data-bbox="820 534 1359 679">• understanding the impairment process and analyzing the key controls put in place by the Management, considering the impairment test procedure approved by the Board of Directors on March 11, 2024; <li data-bbox="820 685 1359 770">• testing the adequacy of the perimeter of the CGUs and the allocation of the book values of assets and liabilities to each CGU; <li data-bbox="820 777 1359 893">• assessing the report of the management's specialist, who assisted the Company in the impairment test, as well as the evaluation of its competence and objectivity; <li data-bbox="820 899 1359 1044">• assessing key assumptions and methodologies used in the impairment process, including projections of revenues, operating results and cash flows included in the Plan; <li data-bbox="820 1050 1359 1195">• assessing the differences between the prospective financial information for the year 2023 included in the previous Plan 2023-2026 and those actually achieved for the same year; <li data-bbox="820 1201 1359 1317">• assessing the differences between the prospective financial information of the Plan and those included in the previous Plan 2023-2026; <li data-bbox="820 1324 1359 1382">• obtaining written representations from Management relating to its future actions <li data-bbox="820 1388 1359 1446">• assessing the determination of long-term growth rates and discount rates; <li data-bbox="820 1452 1359 1477">• assessing the sensitivity tests performed. <p data-bbox="820 1508 1359 1732">In our audit, we also involved our specialists in valuation techniques, who performed independent recalculation and sensitivity analyses on key assumptions in order to determine changes in assumptions that could significantly impact the valuation of recoverable value.</p>

The financial statements disclosure on goodwill and other non-current assets with an indefinite and definite useful life, on assumption underlying the impairment analysis and on sensitivity analysis regarding recoverable amounts to changes in key assumptions, is provided in the explanatory note 11 "Notes - Impairment test" and in the explanatory note 5 "Measurement criteria - Non-current assets" to the consolidated financial statements.

Lastly, we verified the adequacy of the disclosure provided in the notes to the consolidated financial statements, in particular those related to assumptions which determine the most relevant effects on the recoverable amounts of the goodwill and other non-current assets with an indefinite and definite useful life.

Recoverability of deferred tax assets

At December 31, 2023, deferred tax assets amount to Euro 11.0 million.

The recoverability of these assets is subject to assessment by the Group Management on the basis of the projections of future taxable incomes, consistently with the results included in the Plan, as well as the projections of taxable incomes for periods beyond the Plan, with recoverability rates decreasing over time to account for the higher uncertainty of such forecasted results.

Considering the judgment required and the complexity of the assumptions applied in forecasting future taxable incomes, which are the basis to estimate the recoverable value of deferred tax assets, we deemed this area to represent a key audit matter.

The financial statements disclosure related to deferred tax assets is provided in the explanatory note 7 "Deferred tax assets and deferred tax liabilities" and in the explanatory note 5 "Measurement criteria - Deferred tax assets" to the consolidated financial statements.

Our audit responses to this key audit matter included, among others:

- understanding the process of determining income taxes and key controls put in place by the Management on the recoverability of deferred tax assets;
- assessing the assumptions underlying the Plan, as described in the previous key audit matter;
- assessing the projections of future taxable incomes and their reconciliation with the correspondent pre-tax results included in the Plan, as well as the analysis of the projections of taxable income for periods beyond the Plan.

Lastly, we verified the adequacy of the disclosure provided in the notes to the consolidated financial statements in relation to the recoverability of deferred tax assets.

Revenue recognition from sales of advertising, databases, and multiple digital newspapers

For the year ended December 31, 2023, revenues amount to Euro 215.1 million.

Certain streams of revenues present complexities with reference to specific assertions, such as the existence of publishing

Our audit responses to this key audit matter included, among others:

- understanding the procedure and key controls put in place by the Management regarding the revenue recognition;

revenues from sales of multiple digital newspapers and the occurrence of advertising revenues, as well as revenues from sales of databases. Therefore, we assessed that this matter represents a key audit matter. The financial statement disclosure related to the revenue recognition criteria adopted by the Group is provided in the explanatory note 5 "Measurement criteria - Revenues" to the consolidated financial statements.

- performing test on the controls over the revenue recognition process;
- testing contracts with major clients and assessing the renewal rate of subscriptions in relation to revenues from sales of multiple digital newspapers;
- testing the advertising revenues accruals at year-end and performing analytical procedures on the correlation between advertising revenues and actual publication dates;
- performing analytical procedures on revenues related to sales of database, considering the subscription period, including any free periods.

Lastly, we verified the adequacy of the disclosure provided in the notes to the consolidated financial statements in relation to this matter.

Internal control system - purchasing process

Between the end of 2016 and the beginning of 2017, the Group, also with the support of an external consultant, started an assessment of its business processes and internal control system, which identified material weaknesses in the internal control system with particular emphasis on controls surrounding the purchasing area. As a result of this activity, the Group prepared an action plan to remediate the weaknesses identified. During the following years, the upgrade of the administrative-accounting model according to Law no. 262/2005 continued. In this regard, for the purpose of preparing the consolidated financial statements at December 31, 2023, the Management put in place compensating controls.

The effectiveness of the internal control system is a significant matter for the audit, as it determines the possibility of planning the audit to rely on the key internal controls and, consequently, an efficient design of the nature, extension and timing of the audit procedures.

In consideration of the fact that remedial actions had a progressive implementation,

Our audit responses to this key audit matter included, among others:

- additional tests of details related to the completeness assertion of trade payables, including the analysis of unrecorded invoices received after year-end, having decided to not rely on the internal control system in planning and perform the audit procedures related to that assertion;
- testing the main consulting contracts to ensure the correct cut-off of the related costs;
- external confirmation procedures over the most significant vendors;
- extending the size of sample selected to test authorizations on purchases.

Lastly, we verified the adequacy of the disclosure provided in the notes to the consolidated financial statements in relation to the updating process of the internal control system.

whose conclusion is expected in 2024, with a related impact on the audit procedures performed on the financial statements as of December 31, 2023, we assessed that this matter represents a key audit matter.

The disclosure related to the process of upgrading internal control system is provided in the paragraph "Main risks and uncertainties - Risks related to the internal control and risk management system" of the Directors' report.

Responsibilities of Directors and Those Charged with Governance for the Consolidated Financial Statements

The Directors are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and with the regulations issued for implementing art. 9 of Legislative Decree n. 38/2005, and, within the terms provided by the 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 Group's ability to continue as a going concern and, when preparing the consolidated financial statements, for the appropriateness of the going concern assumption, and for appropriate disclosure thereof. The Directors prepare the consolidated financial statements on a going concern basis unless they either intend to liquidate the Parent Company Il Sole 24 Ore S.p.A. or to cease operations, or have no realistic alternative but to do so.

The statutory audit committee ("Collegio Sindacale") is responsible, within the terms provided by the law, for overseeing 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with International Standards on Auditing (ISA Italia), we have exercised professional judgment and maintained professional skepticism throughout the audit. In addition:

- we have identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and 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 have 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 have evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors;
- we have concluded on the appropriateness of 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 financial statements or, if such disclosures are inadequate, to consider this matter in forming 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 have 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 have 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.

We have 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 identify during our audit.

We have provided those charged with governance with a statement that we have complied with the ethical and independence requirements applicable in Italy, and we have communicated them all matters that may reasonably be thought to bear on our independence, and where applicable, the actions taken to eliminate relevant risks or the safeguard measures applied.

From the matters communicated with those charged with governance, we have 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 have described these matters in our auditor's report.

Additional information pursuant to article 10 of EU Regulation n. 537/14

The shareholders of Il Sole 24 Ore S.p.A., in the general meeting held on April 29, 2016, engaged us to perform the audits of the consolidated financial statements for each of the years ending December 31, 2016 to December 31, 2024.

We declare that we have not provided prohibited non-audit services, referred to article 5, par. 1, of EU Regulation n. 537/2014, and that we have remained independent of the Group in conducting the audit.

We confirm that the opinion on the consolidated financial statements included in this report is consistent with the content of the additional report to the audit committee (Collegio Sindacale) in their capacity as audit committee, prepared pursuant to article 11 of the EU Regulation n. 537/2014.

Report on compliance with other legal and regulatory requirements

Opinion on the compliance with Delegated Regulation (EU) 2019/815

The Directors of Il Sole 24 Ore S.p.A. are responsible for applying the provisions of the European Commission Delegated Regulations (EU) 2019/815 for the regulatory technical standards on the specification of a single electronic reporting format (ESEF - European Single Electronic Format) (the "Delegated Regulation") to the consolidated financial statements, to be included in the annual financial report.

We have performed the procedures under the auditing standard SA Italia n. 700B, in order to express an opinion on the compliance of the consolidated financial statements at December 31, 2023 with the provisions of the Delegated Regulation.

In our opinion, the consolidated financial statements at December 31, 2023 have been prepared in the XHTML format and have been marked-up, in all material aspects, in compliance with the provisions of the 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.

Opinion pursuant to article 14, paragraph 2, subparagraph e), of Legislative Decree n. 39 dated January 27, 2010 and of article 123-bis, paragraph 4, of Legislative Decree n. 58, dated February 24, 1998

The Directors of Il Sole 24 Ore S.p.A. are responsible for the preparation of the Report on Operations and of the Report on Corporate Governance and Ownership Structure of 24 Ore Group at December 31, 2023, including their consistency with the related consolidated financial statements and their compliance with the applicable laws and regulations.

We have performed the procedures required under auditing standard SA Italia n. 720B, in order to express an opinion on the consistency of the Report on Operations and of specific information included in the Report on Corporate Governance and Ownership Structure as provided for by article 123-bis, paragraph 4, of Legislative Decree n. 58, dated February 24, 1998, with the consolidated financial statements of 24 Ore Group at December 31, 2023 and on their compliance with the applicable laws and regulations, and in order to assess whether they contain material misstatements.

In our opinion, the Report on Operations and the above mentioned specific information included in the Report on Corporate Governance and Ownership Structure are consistent with the consolidated financial statements of 24 Ore Group at December 31, 2023 and comply with the applicable laws and regulations.

With reference to the statement required by art. 14, paragraph 2, subparagraph e), of Legislative Decree n. 39, dated January 27, 2010, based on our knowledge and understanding of the entity and its environment obtained through our audit, we have no matters to report.

Statement pursuant to article 4 of Consob Regulation implementing Legislative Decree n. 254, dated December 30, 2016

The Directors of Il Sole 24 Ore S.p.A. are responsible for the preparation of the non-financial information pursuant to Legislative Decree n. 254, dated December 30, 2016. We have verified that non-financial information have been approved by Directors.

Pursuant to article 3, paragraph 10, of Legislative Decree n. 254, dated December 30, 2016, such non-financial information are subject to a separate compliance report signed by us.

Milan, April 5, 2024

EY S.p.A.
Signed by: Agostino Longobucco, Auditor

As disclosed by the Directors on page 4, the accompanying consolidated financial statements of 24 Ore Group 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.

24ORE

Independent auditor's report
pursuant to article 14 of Legislative
Decree no. 39 of 27 January 2010
and article 10 of EU Regulation no.
537/2014 - Financial Statements at
31 December 2023

Il Sole 24 Ore S.p.A.

Financial statements as at December 31, 2023

**Independent auditor's report pursuant to article 14 of
Legislative Decree n. 39, dated 27 January 2010, and article
10 of EU Regulation n. 537/2014**

Independent auditor's report pursuant to article 14 of Legislative Decree n. 39, dated 27 January 2010 and article 10 of EU Regulation n. 537/2014 (Translation from the original Italian text)

To the Shareholders of
Il Sole 24 Ore S.p.A.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Il Sole 24 Ore S.p.A. (the Company), which comprise the statement of financial position as at December 31, 2023, and the statement of profit (loss) for the year, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and 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 at December 31, 2023, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with the regulations issued for implementing art. 9 of Legislative Decree n. 38/2005.

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 our report. We are independent of the Company in accordance with the regulations and standards on ethics and independence applicable to audits of financial statements under Italian Laws. 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 judgment, 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 as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We identified the following key audit matters:

Key Audit Matters	Audit Response
<p>Recoverability of goodwill and other non-current assets with an indefinite and definite useful life</p> <p>At December 31, 2023, goodwill and other non-current assets with an indefinite and definite useful life amount to Euro 76.7 million; investments in subsidiaries amount to Euro 12.8 million.</p> <p>The Company tested for impairment its Cash Generating Units (CGUs) to which goodwill and other non-current assets with an indefinite useful life are allocated, as well as the other CGUs where impairment indicators were noted based on 2023 results and impacts deriving from the elements of uncertainty characterizing the macroeconomic and geo-political scenario, and investments in subsidiaries.</p> <p>The methodologies for evaluating and determining the recoverable amount of each CGU, in terms of value in use, are based on complex assumptions which, by nature, require Directors' judgement, regarding the forecasting of cash flows included in the Business Plan 2024-2027 (the "Plan"), approved by Board of Directors on March 27, 2024, the determination of the normalized cash flows for the estimation of the terminal value, and the determination of the long-term growth and of the discounting rates applied to the forecasted cash flows. In this regard, the possible effects arising from the current macroeconomic and geopolitical scenario and the assessments of the uncertainties of this sector and of any projections, in particular for revenues over the period of the Plan, are significant.</p> <p>Considering the judgments required and the complexity of assumptions underlying the estimation of the recoverable amount of goodwill and other non-current assets with an indefinite and definite useful life, the sensitivity of value in use to changes in key assumption, as well as the implications of this aspect on the assessments regarding the going concern</p>	<p>Our audit responses to this key audit matter included, among others:</p> <ul style="list-style-type: none"> • understanding the impairment process and analyzing the key controls put in place by the Management, considering the impairment test procedure approved by the Board of Directors on March 11, 2024; • testing the adequacy of the perimeter of the CGUs and the allocation of the book values of assets and liabilities to each CGU; • assessing the report of the management's specialist, who assisted the Company in the impairment test, as well as the evaluation of its competence and objectivity; • assessing key assumptions and methodologies used in the impairment process, including projections of revenues, operating results and cash flows included in the Plan; • assessing the differences between the prospective financial information for the year 2023 included in the previous Plan 2023-2026 and those actually achieved for the same year; • assessing the differences between the prospective financial information of the Plan and those included in the previous Plan 2023-2026; • obtaining written representations from Management relating to its future actions • assessing the determination of long-term growth rates and discount rates; • assessing the sensitivity tests performed. <p>In our audit, we also involved our specialists in valuation techniques, who performed independent recalculation and sensitivity analyses on key assumptions in order to determine changes in assumptions that could significantly impact the valuation of recoverable value.</p>

assumption carried out by the Directors, we deemed this area to represent a key audit matter.

The financial statements disclosure on goodwill and other non-current assets with an indefinite and definite useful life, on assumption underlying the impairment analysis and on sensitivity analysis regarding recoverable amounts to changes in key assumptions, is provided in the explanatory note 8 "Notes - Impairment test" and in the explanatory note 4 "Measurement criteria - Non-current assets" to the financial statements.

Lastly, we verified the adequacy of the disclosure provided in the notes to the financial statements, in particular those related to assumptions which determine the most relevant effects on the recoverable amounts of the goodwill, other non-current assets with an indefinite and definite useful life, and investments in subsidiaries.

Recoverability of deferred tax assets

At December 31, 2023, deferred tax assets amount to Euro 11.0 million.

The recoverability of these assets is subject to assessment by the Company Management on the basis of the projections of future taxable incomes, consistently with the results included in the Plan, as well as the projections of taxable incomes for periods beyond the Plan, with recoverability rates decreasing over time to account for the higher uncertainty of such forecasted results.

Considering the judgment required and the complexity of the assumptions applied in forecasting future taxable incomes, which are the basis to estimate the recoverable value of deferred tax assets, we deemed this area to represent a key audit matter.

The financial statements disclosure related to deferred tax assets is provided in the explanatory note 7 "Deferred tax assets and deferred tax liabilities" and in the explanatory note 4 "Measurement criteria - Deferred tax assets" to the financial statements.

Our audit responses to this key audit matter included, among others:

- understanding the process of determining income taxes and key controls put in place by the Management on the recoverability of deferred tax assets;
- assessing the assumptions underlying the Plan, as described in the previous key audit matter;
- assessing the projections of future taxable incomes and their reconciliation with the correspondent pre-tax results included in the Plan, as well as the analysis of the projections of taxable income for periods beyond the Plan.

Lastly, we verified the adequacy of the disclosure provided in the notes to the financial statements in relation to the recoverability of deferred tax assets.

Revenue recognition from sales of advertising, databases, and multiple digital newspapers

For the year ended December 31, 2023, revenues amount to Euro 196.3 million.

Certain streams of revenues present complexities with reference to specific assertions, such as the existence of publishing revenues from sales of multiple digital newspapers and the occurrence of advertising revenues, as well as revenues from sales of databases. Therefore, we assessed that this matter represents a key audit matter. The financial statement disclosure related to the revenue recognition criteria adopted by the Company is provided in the explanatory note 4 "Measurement criteria - Revenues" to the financial statements.

Our audit responses to this key audit matter included, among others:

- understanding the procedure and key controls put in place by the Management regarding the revenue recognition;
- performing test on the controls over the revenue recognition process;
- testing contracts with major clients and assessing the renewal rate of subscriptions in relation to revenues from sales of multiple digital newspapers;
- testing the advertising revenues accruals at year-end and performing analytical procedures on the correlation between advertising revenues and actual publication dates;
- performing analytical procedures on revenues related to sales of database, considering the subscription period, including any free periods.

Lastly, we verified the adequacy of the disclosure provided in the notes to the financial statements in relation to this matter.

Internal control system - purchasing process

Between the end of 2016 and the beginning of 2017, the Company, also with the support of an external consultant, started an assessment of its business processes and internal control system, which identified material weaknesses in the internal control system with particular emphasis on controls surrounding the purchasing area. As a result of this activity, the Company prepared an action plan to remediate the weaknesses identified. During the following years, the upgrade of the administrative-accounting model according to Law no. 262/2005 continued. In this regard, for the purpose of preparing the financial statements at December 31, 2023, the Management put in place compensating controls.

Our audit responses to this key audit matter included, among others:

- additional tests of details related to the completeness assertion of trade payables, including the analysis of unrecorded invoices received after year-end, having decided to not rely on the internal control system in planning and perform the audit procedures related to that assertion;
- testing the main consulting contracts to ensure the correct cut-off of the related costs;
- external confirmation procedures over the most significant vendors;
- extending the size of sample selected to test authorizations on purchases.

The effectiveness of the internal control system is a significant matter for the audit, as it determines the possibility of planning the audit to rely on the key internal controls and, consequently, an efficient design of the nature, extension and timing of the audit procedures.

In consideration of the fact that remedial actions had a progressive implementation, whose conclusion is expected in 2024, with a related impact on the audit procedures performed on the financial statements as of December 31, 2023, we assessed that this matter represents a key audit matter.

The disclosure related to the process of upgrading internal control system is provided in the paragraph "Main risks and uncertainties - Risks related to the internal control and risk management system" of the Directors' report.

Lastly, we verified the adequacy of the disclosure provided in the notes to the financial statements in relation to the updating process of the internal control system.

Responsibilities of Directors and Those Charged with Governance for the Financial Statements

The Directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and with the regulations issued for implementing art. 9 of Legislative Decree n. 38/2005, and, within the terms provided by the 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, when preparing the financial statements, for the appropriateness of the going concern assumption, and for appropriate disclosure thereof. The Directors prepare the financial statements on a going concern basis unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The statutory audit committee ("Collegio Sindacale") is responsible, within the terms provided by the law, for overseeing 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing (ISA Italia), we have exercised professional judgment and maintained professional skepticism throughout the audit. In addition:

- we have identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and 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 have 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 have evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors;
- we have concluded on the appropriateness of 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 consider this matter in forming 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 have 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 have 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 identify during our audit.

We have provided those charged with governance with a statement that we have complied with the ethical and independence requirements applicable in Italy, and we have communicated them all matters that may reasonably be thought to bear on our independence, and where applicable, the actions taken to eliminate relevant risks or the safeguard measures applied.

From the matters communicated with those charged with governance, we have 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 have described these matters in our auditor's report.

Additional information pursuant to article 10 of EU Regulation n. 537/14

The shareholders of Il Sole 24 Ore S.p.A., in the general meeting held on April 29, 2016, engaged us to perform the audits of the financial statements for each of the years ending December 31, 2016 to December 31, 2024.

We declare that we have not provided prohibited non-audit services, referred to article 5, par. 1, of EU Regulation n. 537/2014, and that we have remained independent of the Company in conducting the audit.

We confirm that the opinion on the financial statements included in this report is consistent with the content of the additional report to the audit committee (Collegio Sindacale) in their capacity as audit committee, prepared pursuant to article 11 of the EU Regulation n. 537/2014.

Report on compliance with other legal and regulatory requirements

Opinion on the compliance with Delegated Regulation (EU) 2019/815

The Directors of Il Sole 24 Ore S.p.A. are responsible for applying the provisions of the European Commission Delegated Regulations (EU) 2019/815 for the regulatory technical standards on the specification of a single electronic reporting format (ESEF - European Single Electronic Format) (the "Delegated Regulation") to the financial statements, to be included in the annual financial report.

We have performed the procedures under the auditing standard SA Italia n. 700B, in order to express an opinion on the compliance of the financial statements as at December 31, 2023 with the provisions of the Delegated Regulation.

In our opinion, the financial statements as at December 31, 2023 have been prepared in the XHTML format in compliance with the provisions of the Delegated Regulation.

Opinion pursuant to article 14, paragraph 2, subparagraph e), of Legislative Decree n. 39 dated 27 January 2010 and of article 123-bis, paragraph 4, of Legislative Decree n. 58, dated 24 February 1998

The Directors of Il Sole 24 Ore S.p.A. are responsible for the preparation of the Report on Operations and of the Report on Corporate Governance and Ownership Structure of Il Sole 24 Ore S.p.A. as at December 31, 2023, including their consistency with the related financial statements and their compliance with the applicable laws and regulations.

We have performed the procedures required under audit standard SA Italia n. 720B, in order to express an opinion on the consistency of the Report on Operations and of specific information included in the Report on Corporate Governance and Ownership Structure as provided for by article 123-bis, paragraph 4, of Legislative Decree n. 58, dated 24 February 1998, with the financial statements of Il Sole 24 Ore S.p.A. as at December 31, 2023 and on their compliance with the applicable laws and regulations, and in order to assess whether they contain material misstatements.

In our opinion, the Report on Operations and the above mentioned specific information included in the Report on Corporate Governance and Ownership Structure are consistent with the financial statements of Il Sole 24 Ore S.p.A. as at December 31, 2023 and comply with the applicable laws and regulations.

With reference to the statement required by art. 14, paragraph 2, subparagraph e), of Legislative Decree n. 39, dated 27 January 2010, based on our knowledge and understanding of the entity and its environment obtained through our audit, we have no matters to report.

Statement pursuant to article 4 of Consob Regulation implementing Legislative Decree n. 254, dated 30 December 2016

The Directors of Il Sole 24 Ore S.p.A. are responsible for the preparation of the non-financial information pursuant to Legislative Decree n. 254, dated 30 December 2016. We have verified that non-financial information have been approved by Directors.

Pursuant to article 3, paragraph 10, of Legislative Decree n. 254, dated 30 December 2016, such non-financial information are subject to a separate compliance report signed by us.

Milan, April 5, 2024

EY S.p.A.

Signed by: Agostino Longobucco, Auditor

As disclosed by the Directors on page 4, the accompanying financial statements of Il Sole 24 Ore 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.

240RE

Independent auditor's report on the consolidated non-financial statement pursuant to article 3, paragraph 10 of Legislative Decree 254/2016 and article 5 of Consob Regulation no. 20267

Independent auditors' report on the consolidated disclosure of non-financial information in accordance with Article 3, par. 10, of Legislative Decree 254/2016 and with Article 5 of CONSOB Regulation adopted with Resolution n. 20267 of January 18th, 2018

(Translation from the original Italian text)

To the Board of Directors of
Il Sole 24 ORE S.p.A.

We have been appointed to perform a limited assurance engagement pursuant to Article 3, paragraph 10, of Legislative Decree 30 December 2016, n. 254 (hereinafter "Decree") and article 5. g) of CONSOB Regulation adopted with Resolution 20267/2018, on the consolidated disclosure of non-financial information of Il Sole 24 ORE S.p.A. and its subsidiaries (hereinafter "24 ORE Group") for the year ended on December 31st, 2023 in accordance with article 4 of the Decree and approved by the Board of Directors on March 27th, 2024 (hereinafter "DNF").

Our limited assurance engagement does not cover the information included in the paragraph "*The European Taxonomy*" of the DNF, that is required by art.8 of the European Regulation 2020/852.

Responsibilities of Directors and Board of Statutory Auditors for the DNF

The Directors are responsible for the preparation of the DNF in accordance with the requirements of articles 3 and 4 of the Decree and the "Global Reporting Initiative Sustainability Reporting Standards" defined by GRI – Global Reporting Initiative (hereinafter "GRI Standards"), identified by them as a reporting standard.

The Directors are also responsible, within the terms provided by law, for that part of internal control that they consider necessary in order to allow the preparation of the DNF that is free from material misstatements caused by fraud or not intentional behaviors or events.

The Directors are also responsible for identifying the contents of the DNF within the matters mentioned in article 3, par. 1, of the Decree, considering the business and the characteristics of the Group and to the extent deemed necessary to ensure the understanding of the Group's business, its performance, its results and its impact.

The Directors are also responsible for defining the Group's management and organization business model, as well as with reference to the matters identified and reported in the DNF, for the policies applied by the Group and for identifying and managing the risks generated or incurred by the Group.

The Board of Statutory Auditors is responsible, within the terms provided by the law, for overseeing the compliance with the requirements of the Decree.

Auditors' independence and quality control

We are independent in accordance with the ethics and independence principles of the International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) issued by the International Ethics Standards Board for Accountants, based on fundamental principles of integrity, objectivity, professional competence and diligence, confidentiality and professional behavior. Our audit firm applied the International Standard on Quality Control 1 (ISQC Italia 1) and, as a result, maintained a quality control system that includes documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable laws and regulations.

Auditors' responsibility

It is our responsibility to express, on the basis of the procedures performed, a conclusion about the compliance of the DNF with the requirements of the Decree and of the GRI Standards. Our work has been performed in accordance with the principle of "International Standard on Assurance Engagements ISAE 3000 (Revised) - Assurance Engagements Other than Audits or Reviews of Historical Financial Information" (hereinafter "ISAE 3000 Revised"), issued by the International Auditing and Assurance Standards Board (IAASB) for limited assurance engagements. This principle requires the planning and execution of work in order to obtain a limited assurance that the DNF is free from material misstatements. Therefore, the extent of work performed in our examination was lower than that required for a full examination according to the ISAE 3000 Revised (reasonable assurance engagement) and, hence, it does not provide assurance that we have become aware of all significant matters and events that would be identified during a reasonable assurance engagement.

The procedures performed on the DNF were based on our professional judgment and included inquiries, primarily with company's personnel responsible for the preparation of the information included in the DNF, documents analysis, recalculations and other procedures in order to obtain evidences considered appropriate.

In particular, we have performed the following procedures:

1. analysis of the relevant matters in relation to the activities and characteristics of the Group reported in the DNF, in order to assess the reasonableness of the selection process applied in accordance with the provisions of article 3 of the Decree and considering the reporting standard applied;
2. analysis and evaluation of the criteria for identifying the consolidation area, in order to evaluate its compliance with the provisions of the Decree;
3. comparison of the economic and financial data and information included in the DNF with those included in the 24 ORE Group's consolidated financial statements;
4. understanding of the following aspects:
 - o Group's management and organization business model, with reference to the management of the matters indicated in the article 3 of the Decree;
 - o policies adopted by the Group related to the matters indicated in the article 3 of the Decree, results achieved and related key performance indicators;

- o main risks, generated or suffered related to the matters indicated in the article 3 of the Decree.

With regard to these aspects, we obtained the documentation supporting the information contained in the DNF and performed the procedures described in item 5. a) below.

5. understanding of the processes that lead to the generation, detection and management of significant qualitative and quantitative information included in the DNF.
In particular, we have conducted interviews and discussions with the management of Il Sole 24 ORE S.p.A. and we have performed limited documentary evidence procedures, in order to collect information about the processes and procedures that support the collection, aggregation, processing and transmission of non-financial data and information to the management responsible for the preparation of the DNF.

Furthermore, for significant information, considering the Group activities and characteristics:

- at group level:
 - a) with reference to the qualitative information included in the DNF, and in particular to the business model, policies implemented and main risks, we carried out inquiries and acquired supporting documentation to verify its consistency with the available evidence;
 - b) with reference to quantitative information, we have performed both analytical procedures and limited assurance procedures to ascertain on a sample basis the correct aggregation of data.
- for the site of Milano (viale Sarca) of Il Sole 24 ORE S.p.A., that we have selected based on its activities and its relevance to the consolidated performance indicators, we have carried out remote interviews during which we have had discussions with management and have obtained evidence about the appropriate application of the procedures and the calculation methods used to determine the indicators.

Conclusion

Based on the procedures performed, nothing has come to our attention that causes us to believe that the DNF of the 24 ORE Group for the year ended on December 31st, 2023 has not been prepared, in all material aspects, in accordance with the requirements of articles 3 and 4 of the Decree and the GRI Standards.

Our above conclusions do not refer to the information included in the paragraph “The European Taxonomy” of the DNF of the Group, that is required by art.8 of the European Regulation 2020/852.

Milan, April 5th, 2024

EY S.p.A.
Signed by: Agostino Longobucco (Auditor)

This report has been translated into the English language solely for the convenience of international readers.

24 ORE

Report of the Board of
Statutory Auditors to the
Shareholders' Meeting of
Il Sole 24 ORE S.p.A

**REPORT OF THE BOARD OF STATUTORY AUDITORS ON THE FINANCIAL STATEMENTS AS AT
31 DECEMBER 2023
PURSUANT TO ART. 153 OF LEGISLATIVE DECREE 58/1998 AND ART. 2429, PARAGRAPH 2
OF THE CIVIL CODE**

Dear Shareholders,

During the financial year ending 31 December 2023, the Board of Statutory Auditors of Il Sole 24 Ore S.p.A. (hereinafter referred to as “the Company” and, together with its subsidiaries, “the Group”), in compliance with article 149 of Legislative Decree 58/98 ("TUF"), and article 2403 of the Civil Code, carried out its supervisory activities, also taking into account the "Rules of Conduct for the Board of Statutory Auditors of Listed Companies", recommended by the National Council of Certified Public Accountants and Accounting Experts and Consob Communications on corporate controls and the activities of the Board of Statutory Auditors (in particular, Communication no. DAC/RM 97001574 of 20 February 1997, and Communication no. DEM 1025564 of 6 April 2001, subsequently supplemented by Communication no. DEM 3021582 of 4 April 2003 and Communication no. DEM/6031329 of 7 April 2006 and Warning Notice no. 1/21 of 16 February 2021), as well as the Principles and Recommendations contained in the Corporate Governance Code.

The current Board of Statutory Auditors was appointed by the Shareholders' Meeting of 27 April 2022, in compliance with provisions of law, regulations and the articles of association in force, and its term of office will come to an end with the Shareholders' Meeting called to approve the financial statements as at 31 December 2024.

The members of the Board of Statutory Auditors complied with the limit on number of offices that may be held, as established in article 144-*terdecies* of the Issuers' Regulation.

The independent audit, pursuant to the TUF and Legislative Decree 39/2010, is carried out by EY S.p.A. (hereinafter “EY” or the “Auditing Firm”), as approved by the Shareholders' Meeting of 29 April 2016 for the duration of nine financial years (2016- 2024).

First of all please note that, pursuant to article 149 of the Consolidated Law on Finance, the Board of Statutory Auditors supervises:

- compliance with the law and the articles of association;
- compliance with the principles of proper administration;

- the adequacy of the Company's organisational structure for the aspects under its responsibility, the internal control system and the administrative-accounting system, as well as the reliability of the latter in accurately representing operating events;
- the methods of concrete implementation of the corporate governance rules established by codes of conduct drawn up by companies managing regulated markets or by trade associations, with which the Company declares that it complies, by means of public disclosures;
- the adequacy of the instructions given by the Company to its subsidiaries pursuant to article 114, paragraph 2 of the TUF.

▪ *Supervision of compliance with the law and the articles of association*

The Board of Statutory Auditors acquired the information required for the performance of the supervisory duties it is assigned by participating in meetings of the Board of Directors and Board committees, interviewing the directors of the Company and the Group, exchanging information with the Auditing Firm, and during the additional control activities performed.

In particular, the Board of Statutory Auditors, with reference to the activities under its responsibility carried out during the financial year ended 31 December 2023, declares that it:

- Held seven meetings in order to acquire the information required to perform its supervisory tasks;
- attended all meetings of the Board of Directors since taking office, obtaining adequate information from the directors, on a more than quarterly basis, on the general performance of operations and the business outlook, as well as on the most significant operations, in terms of size and characteristics, carried out by the Company and its subsidiaries;
- acquired the details necessary to verify compliance with the law, the articles of association, the principles of proper administration and the adequacy and functioning of the Company's organisational structure, by obtaining documents and information from the heads of the functions concerned and through periodic exchanges of information with the Auditing Firm;
- attended, at least through its Chairman or another member, all meetings of the Control and Risk and Related Parties Committee, the Appointments and Remuneration Committee, the ESG and Technological Innovation Committee and the Committee on

compliance with the 24 ORE Group's Editorial Mission, and met with the Supervisory Board for the reciprocal exchange of information;

- monitored the functioning and effectiveness of the internal control system and the adequacy of the administrative and accounting system, particularly with regard to the reliability of the latter to represent operating events, meeting periodically with the Head of Internal Auditing;
- promptly exchanged relevant data and information with the heads of the Auditing Firm for the performance of their respective duties pursuant to article 150, paragraph 3 of the TUF, including by reviewing the results of the work performed and receiving the reports set forth in art. 14 of Legislative Decree 39/2010 and art. 11 of Reg. (EU) 2014/537;
- monitored the functioning of the control system of the Group companies and the adequacy of the instructions given to them, also pursuant to art. 114, paragraph 2 of the TUF;
- acknowledged the preparation of the Remuneration Report pursuant to art. 123-ter of the TUF and art. 84-quater of the Issuers' Regulation, without making any remarks;
- confirmed the compliance of the articles of association with provisions of law and regulations;
- monitored the concrete implementation of the corporate governance rules adopted by the Company in compliance with the Corporate Governance Code (as set forth in the Corporate Governance Report) promoted by the Corporate Governance Committee of Borsa Italiana S.p.A.;
- supervised the compliance of the internal procedure concerning Related Party Transactions with the principles set forth in the Regulation approved by Consob with resolution no. 17221 of 12 March 2010 as amended, as well as the observance, pursuant to art. 4, paragraph 6, of such Regulation;
- supervised the corporate reporting process, verifying the directors' compliance with the procedural rules concerning the preparation, approval and publication of the financial statements;
- confirmed the adequacy, in terms of method, of the impairment testing process carried out in order to identify the existence of any impairment losses on assets recorded in the financial statements;

- verified that the Directors' Report on Operations for the financial year 2023 complied with regulations in force, and was also consistent with the resolutions adopted by the Board of Directors and with the facts presented in the separate and consolidated financial statements;
- acknowledged the content of the Consolidated Half-Year Report, without it being necessary to make any comments, and confirmed that such Report had been made public in the manner prescribed by law;
- took note of the content of Quarterly Reports, without the need to express any observations.

In the course of the supervisory activity carried out by the Board of Statutory Auditors in the manner described above, no facts emerged from which it could be inferred that provisions of law and the articles of association had not been complied with or such as to justify reporting to the Supervisory Authorities or mention in this Report.

▪ *Supervision of compliance with the principles of proper administration*

The Board of Statutory Auditors monitored compliance with the principles of proper administration, ensuring that the transactions approved and carried out by the directors complied with the above-mentioned rules and principles, in addition to being inspired by principles of cost effectiveness and not clearly imprudent or risky, in conflict of interest with the Company, in contrast with the resolutions passed by the Shareholders' Meeting, or such as to compromise the integrity of the Company's assets. The Board of Statutory Auditors believes that the governance tools and mechanisms adopted by the Company represent a valid safeguard of compliance with the principles of proper administration.

The additional information required by Consob Communication no. DEM/1025564 of 6 April 2001, as amended, is provided below.

- I. The most significant transactions carried out by the Company from the economic, financial and capital perspective have been described in detail in the Report on Operations of Il Sole 24 Ore for the year 2023. Based on the information provided by the Company and the data acquired in connection with the above-mentioned transactions, the Board of Statutory Auditors deems it appropriate to point out the following:

- On 27 March 2024, the Company's Board of Directors approved the 2024-2027 Business Plan, which confirms the strategic direction of the previous 2023-2026 Plan approved on 21 February 2023, of which it represents an update and development.

The forecasts in the 2024 - 2027 Plan took into account the current geopolitical (characterized by an increase in ongoing conflicts compared to last year), economic and market environment.

The Plan confirms constant and sustainable Group growth over the Plan period, albeit with a more gradual development compared to the 2023 - 2026 Plan, through the three lines of development already identified in the 2023 - 2026 Plan:

- II. In the course of its audits during the financial year ended 31 December 2023, the Board of Statutory Auditors did not detect any atypical and/or unusual transactions with third parties, Group companies or related parties, as defined by Consob Communication no. DEM/6064293 of 28 July 2006
- III. The characteristics of intercompany and related party transactions carried out by the Company and its subsidiaries during 2023, the parties involved and the respective economic effects are fully disclosed in the Consolidated and Separate Financial Statements, which should be referred to for the details. The Company regularly engages in commercial and financial transactions with its subsidiaries, represented by Group companies, which consist of transactions falling within the scope of ordinary activities, concluded under market contractual and economic terms and conditions.

On the whole, the Board of Statutory Auditors assesses the information provided in the ways indicated regarding the above-mentioned transactions to be adequate and, on the basis of the data acquired, to appear consistent and in keeping with the company's interests.

- *Supervision of the adequacy of the company's organisational structure, internal control system*

Supervision of the adequacy of the organisational structure of the Company and the Group was carried out based on knowledge of the Company's administrative structure and the

exchange of data and information with the heads of the various corporate functions, the heads of Internal Audit, the Supervisory Board and the Auditing Firm.

In light of the checks carried out, in the absence of any critical issues identified, the organisational structure of the Company appears to be adequate in view of its purpose, characteristics and size.

With reference to the supervision of the adequacy and efficiency of the internal control system, also pursuant to art. 19 of Legislative Decree 39/2010, the Board of Statutory Auditors held periodic meetings with the Internal Auditing Function in order to assess the audit plan and its results, both in the preparation phase and in the phase of analysis of the audits performed and the associated follow-ups; the Board of Statutory Auditors also held additional meetings with the other corporate functions, including through the participation of at least one of its members in the respective meetings with the Control and Risk and Related Parties Committee and with the Supervisory Board.

The Board of Statutory Auditors noted that the Company's internal control system is based on a structured and organic set of rules, procedures and organisational structures aimed at preventing or limiting the consequences of unexpected results and enabling the achievement of strategic and operational objectives (i.e. consistency of activities with objectives, effectiveness and efficiency of activities and safeguarding of corporate assets), compliance with applicable laws and regulations and correct and transparent internal and market information (reporting).

The guidelines of this system are defined by the Board of Directors, with the assistance of the Control and Risk and Related Parties Committee. The Board of Directors also assesses, at least annually, its adequacy and proper functioning.

In continuity with the past, the Board of Statutory Auditors, to the extent of its responsibility, confirmed the timely activation of internal control systems, also in the subsidiaries, where this was necessary or even only appropriate in relation to the applicable circumstances.

Il Sole 24 Ore S.p.A. has adopted the organisational model set forth in Legislative Decree 231/2001 ("*231 Model*"), of which the Code of Ethics is an integral part, aimed at preventing the commission of relevant criminal offences pursuant to the decree and, as a result, the attribution of administrative liability to the Company.

The Group's 231 Model requires an update, in relation to the offences included from time to time within the scope of Legislative Decree 231/2001, in its general part.

The Board of Statutory Auditors also acknowledges that the Company has adopted organisational cybersecurity safeguards and, in its Code of Ethics, has established procedures concerning the use of email and the internet, and access to computer systems, in addition to a Social Media Policy.

On the basis of the information and evidence gathered, also with the support of the preliminary activity of the Control and Risk and Related Parties Committee, the Board of Directors carried out an overall assessment of the adequacy of the internal control and risk management system for the 2023 financial year, deeming it to be suitable on the whole to allow, with reasonable certainty, for the adequate management of the main risks identified. In the opinion of the Board of Statutory Auditors, in light of the information acquired, the Company's internal control and risk management system appears to be adequate, effective and effectively operational.

▪ *Supervision of the adequacy of the administrative and accounting system and independent auditing activities*

The Board of Statutory Auditors monitored the adequacy and reliability of the administrative-accounting system with respect to the correct representation of operating events, obtaining information from the heads of the respective functions, examining company documents and analysing the results of the work carried out by the Auditing Firm. The Manager in charge of financial reporting has been assigned the functions established by law and provided with adequate powers and means for the performance of the respective duties.

The Board of Statutory Auditors acknowledged the certifications issued by the Chief Executive Officer and the Manager in charge of financial reporting, regarding the adequacy of the administrative and accounting system in relation to the characteristics of the business and the effective application of the administrative and accounting procedures for the preparation of the financial statements of Il Sole 24 Ore S.p.A. and the consolidated financial statements of the Sole 24 Ore Group.

The Board of Statutory Auditors assessed the company's administrative-accounting system as adequate on the whole and reliable to correctly represent operating events.

The Board of Statutory Auditors notes that the Auditing Firm EY issued its report on 5 April 2024 pursuant to arts. 14 and 16 of Legislative Decree 39/2010 and art. 10 of Reg. (EU) no. 2014/537 whereby it certified that:

- the separate financial statements of the Company and the consolidated financial statements of the Group as at 31 December 2023 provide a true and fair view of the balance sheet, results of operations and cash flows for the year ended on that date in accordance with the IFRSs adopted by the European Union;
- the Report on Operations and the information pursuant to art. 123-bis of the TUF contained in the Report on Corporate Governance and Ownership Structure are consistent with the Company's financial statements and the Group's consolidated financial statements and have been prepared in accordance with the law;
- the opinion on the separate and consolidated financial statements expressed in the above-mentioned Reports is in line with what is set forth in the Additional Report prepared pursuant to art. 11 of Reg. (EU) no. 2014/537.
- The consolidated non-financial statement as at 31 December 2023, prepared pursuant to art. 3, paragraph 10 of Legislative Decree no. 254 of 30 December 2016 and art. 5 of Consob Regulation no. 20267 of 18 January 2018, does not include any elements that would suggest that all significant aspects have not been prepared in compliance with arts. 3 and 4 of the above-mentioned decree.

In the above-mentioned Reports of the Auditing Firm, there are no remarks or requests for information or statements made pursuant to art. 14, paragraph 2, letters d) and e) of Legislative Decree 39/2010.

During the periodic meetings held by the Board of Statutory Auditors with the Auditing Firm, pursuant to art. 150, paragraph 3 of the TUF, no aspects emerged that need to be highlighted in this Report.

Furthermore, the Board of Statutory Auditors did not receive any information from the Auditing Firm on material facts considered objectionable in the performance of the independent audit of the separate and consolidated financial statements.

The Company's consolidated financial statements as at 31 December 2023 were prepared in XHTML format and have been marked up together with the explanatory notes in all significant aspects in accordance with the provisions of EU Delegated Regulation 2019\815.

In a specific paragraph of the report, the Auditing Firm also stated that on the basis of the procedures performed, it emerged that some information contained in the notes to the consolidated financial statements prepared in ESEF format, extracted from XHTML format in

an XBRL instance, might not be reproduced identically due to mere technical problems with respect to what is contained in the consolidated financial statements in XHTML format.

During the 2023 financial year, the Board of Statutory Auditors did not receive any complaints pursuant to art. 2408 of the Civil Code, or reports from shareholders or third parties.

During 2023, in addition to the duties established by regulations for listed companies, the Auditing Firm received additional assignments for services other than the independent audit, the fees for which are specified in the notes to the financial statements as required by art. 149-*duodecies* of the Issuers' Regulation. Permitted non-audit services were approved in advance by the Board of Statutory Auditors, which assessed their consistency and appropriateness with reference to the criteria set forth in EU Regulation 537/2014.

Furthermore, the Board of Statutory Auditors:

- a) verified and monitored the independence of the Auditing Firm, pursuant to arts. 10, 10-bis, 10-ter, 10-quater and 17 of Legislative Decree 39/2010 and art. 6 of Regulation (EU) no. 2014/537, ensuring compliance with the regulatory provisions in force on the matter;
- b) reviewed the Transparency Report and the Additional Report prepared by the Auditing Firm in compliance with the provisions of Regulation (EU) 2014/537, noting that, on the basis of the information acquired, no critical aspects emerged in relation to the independence of the Auditing Firm;
- c) received confirmation in writing that the Auditing Firm, during the period between 1 January 2023 and the moment when the statement of independence was issued, did not encounter any situations that might compromise its independence from Il Sole 24 ore S.p.A. pursuant to the joint provisions of arts. 6, par. 2, letter A) of Regulation (EU) 2014/537, 10 and 17 of Legislative Decree 39/2010 as well as arts. 4 and 5 of Regulation (EU) 2014/537;
- d) discussed with the Auditing Firm any risks to its independence and the measures taken to mitigate them, pursuant to art. 6, paragraph 2, letter b) of Regulation (EU) no. 2014/537.

▪ *Supervision of the methods of actual implementation of corporate governance rules*

With respect to what is set forth in art. 149, paragraph 1, letter c-bis, of the TUF concerning supervision by the Board of Statutory Auditors “*on the methods of concrete implementation*

of the corporate governance rules established by codes of conduct drawn up by companies managing regulated markets or by trade associations, with which the Company declares that it complies, by means of public disclosures”, the Board of Statutory Auditors confirms the following:

- the Company follows and applies the Corporate Governance Code;
- pursuant to the Rules of Conduct for the Board of Statutory Auditors of Listed Companies, the Board of Statutory Auditors is required to monitor the independence of the Auditing Firm (Standard Q.3.12) and the correct application of the assessment criteria and procedures adopted by the Board of Directors to evaluate the independence of its members (Standard Q.3.9). In this last regard, the Board of Statutory Auditors verified the fulfilment of independence requirements by the non-executive directors qualified as independent;
- the Company's Board of Directors currently consists of eleven directors. Its composition is compliant with gender balance legislation.

The independent directors promoted and held a meeting of independent directors only on 15 March 2024 (previously on 22 March 2023).

The Board of Directors performed a self-assessment on the size, composition and functioning of the Board and its Committees, the results of which were presented at the Board meeting of 27 March 2024 and are set forth in the Report on Corporate Governance and Ownership Structure.

With regard to the procedure followed by the Board of Directors in order to verify the independence of its directors, the Board of Statutory Auditors carried out the assessments for which it is responsible, confirming the proper application of the criteria and procedures for evaluating the independence requirements set forth by law, the Board of Directors Regulation and the Corporate Governance Code, and compliance with requirements regarding the composition of the administrative body as a whole;

- finally, in accordance with the provisions of Standard Q.1.1. "*Self-Assessment of the Board of Statutory Auditors*" of the Rules of Conduct for the Board of Statutory Auditors of Listed Companies, arts. 6 and 9 of the Corporate Governance Code and current regulations, the Board of Statutory Auditors assessed the suitability of the members and the adequate composition of the body, with reference to the

requirements of professionalism, competence, integrity and independence established by regulations. The Board of Statutory Auditors acknowledged that each standing member provided the information required to perform the annual self-assessment of the Board of Statutory Auditors and that, based on the statements made and the analysis carried out by the Board of Statutory Auditors on that date, none of the causes of ineligibility and disqualification established by laws in force and the Articles of Association apply to any of them.

The Board of Statutory Auditors also verified that the members of the Board of Statutory Auditors continued to meet the independence requirements established for directors, and informed the Company's Board of Directors of this on 27 March 2024.

▪ *Supervision of transactions with related parties*

Pursuant to art. 2391-*bis* of the Civil Code and Consob resolution no. 17221 of 12 March 2010, as amended, containing the Regulation of Transactions with Related Parties (hereinafter also referred to as the "Regulation"), Il Sole 24 Ore has adopted the Procedures for Transactions with Related Parties (the "Procedures"), as an addition to the Organisational Regulation of the Control and Risk and Related Parties Committee, in order to implement the changes introduced by the Regulation and the Corporate Governance Code on the subject of transactions with related parties.

Transactions with related parties are adequately described in the financial statements; in particular, information on transactions with related parties is presented on pages 303 and 304 of the Annual Financial Report, in which the amounts, type and counterparties are reported, including specific details concerning services rendered to Directors and the services rendered or received from companies associated with them, and in the "Additions at the request of Consob pursuant to article 114 of Legislative Decree no. 58/1998".

▪ *Supervision of the adequacy of the instructions given by the Company to its subsidiaries*

Pursuant to art. 114, paragraph 2 of the TUF: (i) listed issuers shall give the necessary instructions to the subsidiaries so that they provide all the information required to meet the reporting obligations established by law; (ii) the subsidiaries shall provide the required information in a timely manner.

The Board of Statutory Auditors monitored the adequacy of the instructions issued to the subsidiaries, having ascertained that the Company is able to promptly and regularly meet its reporting obligations as required by law; this was also achieved by collecting information from the heads of the organisational functions, for the purpose of the mutual exchange of relevant data and information. In this regard, there are no particular observations to report.

In addition, the administrative bodies of the subsidiaries include Directors of the parent company with operating powers, who ensure coordinated management and an adequate flow of information, also supported by appropriate accounting information.

- *Supervision of the financial reporting process, proposals regarding the annual financial statements and their approval, and matters under the responsibility of the Board of Statutory Auditors*

The Board of Statutory Auditors verified the existence of rules and procedures underlying the process of preparing and disclosing financial information, and, in this regard, the Report on Corporate Governance and Ownership Structure sets out the reference guidelines for the establishment and management of the financial reporting process.

In particular, the Board of Statutory Auditors examined the proposals that the Board of Directors, during its meeting of 27 March 2024, decided to submit to the Shareholders' Meeting, and states that it has no observations in this regard.

Lastly, the Board of Statutory Auditors carried out its own checks on compliance with legal standards concerning the preparation of the draft separate financial statements and consolidated financial statements of the Group as of 31 December 2023, the respective explanatory notes and the Report on Operations, also making use of the information shared by functions heads and the information obtained from the Auditing Firm. In particular, the Board of Statutory Auditors, on the basis of the controls carried out and the information provided by the Company, within the limits of its responsibilities pursuant to art. 149 of the TUF, acknowledges that the separate financial statements and the consolidated financial statements of Il Sole 24 Ore S.p.A. as at 31 December 2023 were prepared in compliance with provisions of law governing their preparation and layout and with the International Financial Reporting Standards, issued by the International Accounting Standards Board, based on the text published in the Official Journal of the European Union.

The separate and consolidated financial statements are accompanied by the required

statements of compliance signed by the Chief Executive Officer and the Manager in charge of financial reporting.

On the basis of the foregoing, based on the overall supervisory activity carried out during the year, the Board of Statutory Auditors did not identify any specific critical issues, omissions, objectionable facts or irregularities and has no observations or proposals to make to the Shareholders' Meeting pursuant to art. 153 of the TUF, for the issues under its responsibility, as it has not identified any reasons to prevent the approval of the resolution proposals submitted by the Board of Directors to the Shareholders' Meeting.

Therefore, the Board of Statutory Auditors, in light of the considerations made and for the aspects under its responsibility, does not find any reasons to object to the approval of the Financial Statements as at 31 December 2023 and the proposal for the allocation of the profit for the year made by the Board of Directors.

Milan, 5 April 2024

The Board of Statutory Auditors

Ms Tiziana Vallone Chairwoman

Ms Myriam Amato Standing Auditor

Mr Giuseppe Crippa Standing Auditor