



Interim Report  
as at 30 September 2022

14 November 2022

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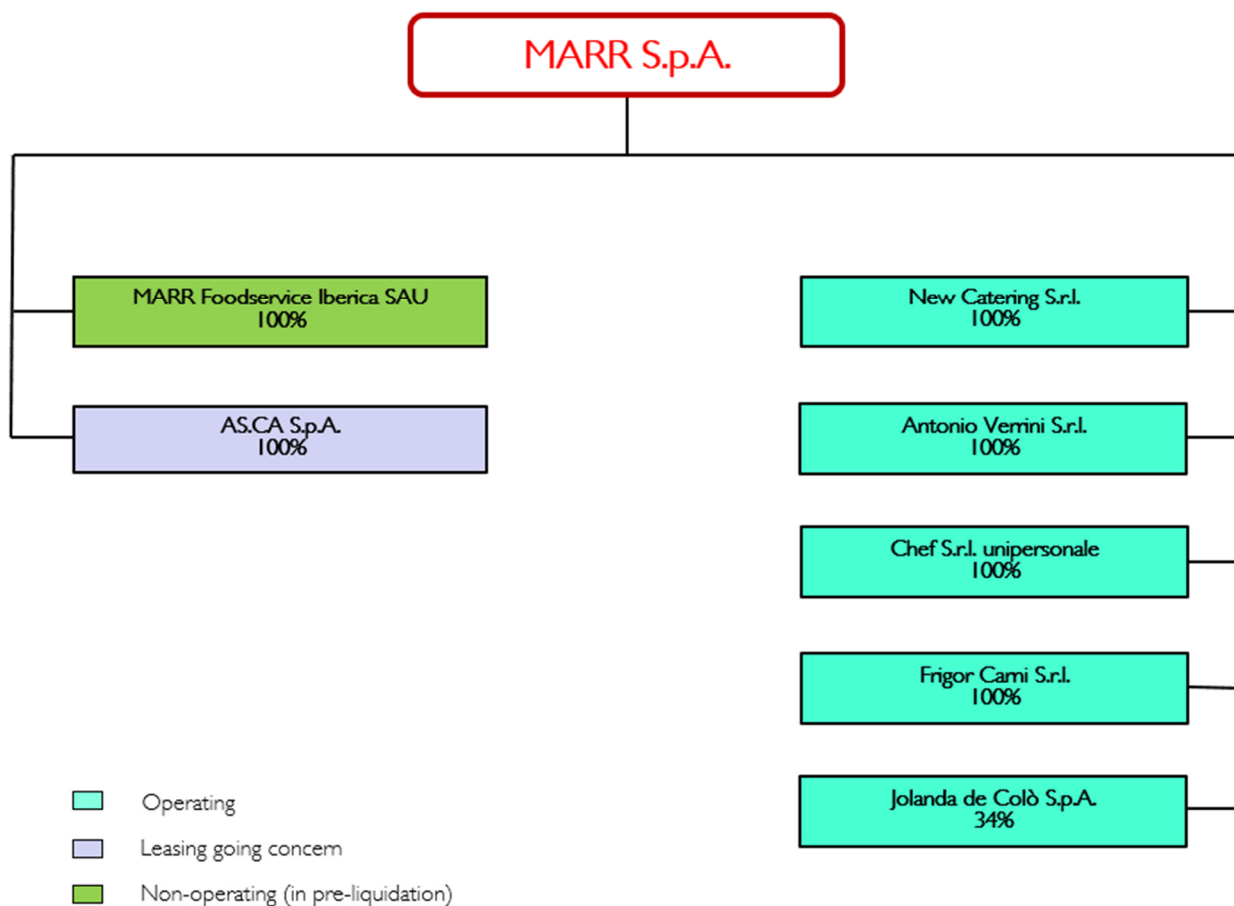
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Statement by the Responsible for the drafting of corporate accounting documents pursuant to Art. 154-bis paragraph 2 of Legislative Decree 58 dated 24 February 1998

## MARR GROUP ORGANISATION

as at 30 September 2022



The structure of the Group as at 30 September 2022 differs both from the situation as at 31 December 2021 and from that as at 30 September 2021 for the purchase, finalized on 1<sup>st</sup> April 2022 by the Parent Company MARR S.p.A., of all the shares of the company newly established Frigor Carni S.r.l., in which the activities of Frigor Carni S.a.s. have been conferred, a company based in Montepaone Lido (Catanzaro) and operating in the marketing and distribution of food products to the Foodservice, with a significant specialization in the offer of fish products, mainly to self-catering customers.

The MARR Group's activities are entirely dedicated to the foodservice distribution and are listed in the following table:

Company	Activity
MARR S.p.A. Via Spagna n. 20 – Rimini	Sale and distribution of perishable, non-perishable, frozen and deep-frozen food products for Foodservice operators.
New Catering S.r.l. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (RN)	Sale and distribution of food products to bars and fast food outlets.
Antonio Verrini S.r.l. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (RN)	Sale and distribution of fresh, frozen and deep-frozen fish products mainly in the Ligurian and Versilia areas.

Company	Activity
Chef S.r.l. unipersonale Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (RN)	Sale and distribution of fresh, frozen and deep-frozen fish products mainly in the Romagna Riviera.
Frigor Carni S.r.l. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (RN)	Sale and distribution of perishable, non-perishable, frozen and deep-frozen food products for Foodservice operators, mainly in the Calabria Region.
Jolanda de Colò S.p.A. Via 1° Maggio n. 21 – Palmanova (UD)	Production, sale and distribution of food products in the premium segment (high-end).
MARR Foodservice Iberica S.A.U. Calle Lagasca n. 106 1° centro - Madrid (Spagna)	Non-operating company.
AS.CA S.p.A. Via Pasquale Tosi n. 1300 - Santarcangelo di Romagna (RN)	Company that from February 1 <sup>st</sup> , 2020 exercises a business lease to the parent company MARR S.p.A..

All subsidiaries are fully consolidated.  
Associated companies are valued at equity.

## CORPORATE BODIES

### BOARD OF DIRECTORS

Office	Name and Surname	Executive	Non-executive	Member of Control and Risk Committee	Independence as provided by the Corporate Governance Code	Independence in accordance with art. 148 TUF
Chairman	Ugo Ravanelli		✓			✓
Chief Executive Officer	Francesco Ospitali	✓				
Director	Claudia Cremonini		✓			
Director	Paolo Ferrari		✓			✓
Director (independent)	Marinella Monterumisi		✓	✓	✓	✓
Director (independent)	Alessandro Nova		✓		✓	✓
Director (independent)	Rossella Schiavini		✓	✓	✓	✓

The functions of the Remuneration Committee and the Appointments Committee are attributed to the entire Board of Directors under the coordination of the Chairman, as required by the Corporate Governance Code and in compliance with the conditions and methods indicated therein (Recommendation No. 26).

### BOARD OF STATUTORY AUDITORS

Office	Name and Surname
Chairman	Massimo Gatto
Statutory Auditor	Andrea Foschi
Statutory Auditor	Simona Muratori
Alternate Statutory Auditor	Alvise Deganello
Alternate Statutory Auditor	Lucia Masini

### INDEPENDENT AUDITORS

PricewaterhouseCoopers S.p.A.

### MANAGER RESPONSIBLE FOR THE DRAFTING OF CORPORATE ACCOUNTING DOCUMENTS

Pierpaolo Rossi

## DIRECTORS' REPORT

### Group performance and analysis of the results for the third quarter of 2022 and as at 30 September 2022

The interim report as at 30 September 2022, not audited, has been prepared in accordance with the accounting policies and measurement criteria established by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Commission according to the procedures in art. 6 of (EC) Regulation 1606/2002 of the European Parliament and Council dated 19 July 2002, while for information and the purposes of this report, reference is made to article 154-ter of the Legislative Decree 58 dated 24 February 1998.

Total consolidated revenues in the third quarter of 2022 amounted to 620.7 million Euros, an increase compared to 534.9 million in 2021 and 509.1 million (pre-pandemic) in 2019.

Of these total revenues, the revenues from sales in the third quarter of 2022, which include 6.7 million Euros in sales of Frigor Carni S.r.l., consolidated since 1<sup>st</sup> April 2022, amounted to 611.2 million Euros, compared to 527.0 million in 2021 and 500.7 million in 2019.

The increase in sales in the third quarter compared to the same period in 2021 further shows an over-performance compared to the general trend of the reference market. On the basis of the findings of the Confindustria Studies Office (Survey no. 9, October 2022), the increase in consumption (by quantity) in "Hotels, meals and out-of-home food consumption" in Italy was +4.1% in the third quarter of 2022 compared to 2021.

In terms of sales by client type, those in the Street Market (restaurants and hotels not belonging to Chains and Groups) and National Account (operators in Canteens and Chains and Groups) segments amounted to 559.5 million Euros (456.4 million in 2021 and 445.7 million in 2019), while those to wholesalers (Wholesale segment), mainly regarding fished and frozen seafood products, amounted to 51.7 million Euros (70.6 million in 2021 and 55.0 million in 2019) and were affected by the continued temporary halts on certain fishing activities in North Africa. The reference market of sales to wholesalers was affected by a reduction in the gross margin during the period.

The trend in Group sales during the third quarter was influenced by the ongoing inflationary trends in the foodservice sector, which continue to significantly affect the majority of the categories of products sold by MARR. These trends are also reflected on the timing of the pass-through of the price increases to the market, albeit in different ways according to the type of client in question. Specifically, in the latter part of the third quarter, the process of adjusting the sales prices to the increase in the purchase price of the products also showed an improving trend in the Street Market category compared to the National Account category, the latter being penalised especially by the components of Canteens and direct supplies to Public Administrations.

The operating costs were also affected by the inflationary trends linked to the increase in energy costs, which affect the conservation and distribution of products, in addition to a general increase in logistical tariffs, with consequent effects on the handling activities.

In this context, during the course of the third quarter, which in terms of consumption seasonality is historically the most significant due to the tourism flows, MARR pursued the priority of safeguarding the continuity of customer relations during a phase of significant out-of-home food consumption, through enhancing the management of supplies and with operating modalities aimed at combining service levels and efficiency.

The consolidated Gross Operating Margin (EBITDA) in the third quarter of 2022 amounted to 32.4 million Euros and, as a result of the aforementioned trends on the gross margin and operating costs, decreased compared to 48.2 million Euros in 2021, which as a result of a significant recovery in consumption after the pandemic in early 2021, had also shown an improvement compared to 47.3 million during the pre-pandemic in 2019.

The consolidated Operating Result (EBIT) amounted to 21.9 million Euros (39.0 million in 2021 and 39.4 million in 2019), with depreciations, amortizations and provisions of 10.5 million Euros (9.2 million in 2021).

The consolidated net result for the third quarter amounted to 14.2 million Euros (27.2 million in 2021 and 27.3 million in 2019).

As regards the only sector of activity represented by “Distribution of food products to out-of-home food consumption”, the sales can be analysed in terms of client categories as follows, which shows the reconciliation with the revenues from sales of the Group as per the consolidated financial statements:

<b>MARR Consolidated</b> (€thousand)	<b>3rd quarter</b> <b>2022</b>	<b>3rd quarter</b> <b>2021*</b>	<b>30.09.22</b> <b>(9 months)</b>	<b>30.09.21*</b> <b>(9 months)</b>
<u>Revenues from sales and services by customer category</u>				
Street market	439,893	374,600	991,953	685,595
National Account	119,667	81,839	301,777	189,575
Wholesale	51,684	70,566	177,753	186,753
<b>Total revenues form sales in Foodservice</b>	<b>611,244</b>	<b>527,005</b>	<b>1,471,483</b>	<b>1,061,923</b>
(1) Discount and final year bonus to the customers	(6,186)	(3,750)	(14,403)	(8,793)
(2) Other services	110	105	243	233
(3) Other	96	35	217	104
<b>Revenues from sales and services</b>	<b>605,264</b>	<b>523,395</b>	<b>1,457,540</b>	<b>1,053,467</b>

Note

- (1) Discount and final year bonus not attributable to any specific customer category  
(2) Revenues for services (mainly transport) not referring to any specific customer category  
(3) Other revenues for goods or services/adjustments to revenues not referring to any specific customer category

\* It should be noted that the data as at 30 September 2021 have been restated in order to maintain comparability with the 2022 classification following the redefinition of the channels on some customers.

Sales to Street Market and National Account clients amounted to 1,293.7 million Euros, compared to 875.2 million in 2021 and benefit by about 11 million Euros from the contribution made by the Verrini Group, consolidated since 1<sup>st</sup> April 2021, and a further 11 million Euros from those of Frigor Carni S.r.l., consolidated since 1<sup>st</sup> April 2022. In the first nine months of 2019 (pre-pandemic), the sales to clients in the Street Market and National Account segments had amounted to 1,109.8 million Euros.

Sales in the Wholesale segment amounted to 177.7 million Euros (186.7 million in 2021 and 170.6 million in 2019).

Below are the figures re-classified according to current financial analysis procedures, with the income statement, the statement of financial position and the net financial position for the first nine months and the third quarter of 2022 compared with the respective periods of the previous year, compared to the same period of the previous year.

## Analysis of the re-classified income statement <sup>1</sup>

MARR Consolidated (€thousand)	3rd quarter 2022	%	3rd quarter 2021	%	% Change	30.09.22 (9 months)	%	30.09.21 (9 months)	%	% Change
Revenues from sales and services	605,264	97.5%	523,395	97.8%	15.6	1,457,540	97.5%	1,053,467	97.8%	38.4
Other earnings and proceeds	15,466	2.5%	11,536	2.2%	34.1	37,487	2.5%	23,442	2.2%	59.9
<b>Total revenues</b>	<b>620,730</b>	<b>100.0%</b>	<b>534,931</b>	<b>100.0%</b>	<b>16.0</b>	<b>1,495,027</b>	<b>100.0%</b>	<b>1,076,909</b>	<b>100.0%</b>	<b>38.8</b>
Cost of raw and secondary materials, consumables and goods sold	(437,968)	-70.6%	(410,700)	-76.8%	(6.6)	(1,209,110)	-80.9%	(869,405)	-80.8%	(39.1)
Change in inventories	(57,688)	-9.3%	(3,399)	-0.6%	(1,597.2)	13,544	0.9%	27,355	2.5%	(50.5)
Services	(80,970)	-13.0%	(61,698)	-11.5%	(31.2)	(196,855)	-13.2%	(135,150)	-12.5%	(45.7)
Leases and rentals	(157)	0.0%	(127)	0.0%	(23.6)	(407)	0.0%	(340)	0.0%	(19.7)
Other operating costs	(348)	-0.1%	(320)	-0.1%	(8.8)	(1,292)	-0.1%	(1,209)	-0.1%	(6.9)
<b>Value added</b>	<b>43,599</b>	<b>7.0%</b>	<b>58,687</b>	<b>11.0%</b>	<b>(25.7)</b>	<b>100,907</b>	<b>6.7%</b>	<b>98,160</b>	<b>9.1%</b>	<b>2.8</b>
Personnel costs	(11,166)	-1.8%	(10,460)	-2.0%	(6.7)	(33,439)	-2.2%	(26,697)	-2.5%	(25.3)
<b>Gross Operating result</b>	<b>32,433</b>	<b>5.2%</b>	<b>48,227</b>	<b>9.0%</b>	<b>(32.7)</b>	<b>67,468</b>	<b>4.5%</b>	<b>71,463</b>	<b>6.6%</b>	<b>(5.6)</b>
Amortization and depreciation	(5,069)	-0.8%	(4,651)	-0.9%	(9.0)	(14,834)	-1.0%	(13,199)	-1.2%	(12.4)
Provisions and write-downs	(5,421)	-0.9%	(4,554)	-0.8%	(19.0)	(12,379)	-0.8%	(12,147)	-1.1%	(1.9)
<b>Operating result</b>	<b>21,943</b>	<b>3.5%</b>	<b>39,022</b>	<b>7.3%</b>	<b>(43.8)</b>	<b>40,255</b>	<b>2.7%</b>	<b>46,117</b>	<b>4.3%</b>	<b>(12.7)</b>
Financial income	130	0.0%	158	0.0%	(17.7)	493	0.0%	464	0.0%	6.3
Financial charges	(2,229)	-0.3%	(1,731)	-0.3%	(28.8)	(5,391)	-0.3%	(4,984)	-0.4%	(8.2)
Foreign exchange gains and losses	(136)	0.0%	(86)	0.0%	(58.1)	(56)	0.0%	449	0.0%	112.5
Value adjustments to financial assets	(7)	0.0%	29	0.0%	124.1	(7)	0.0%	(125)	0.0%	94.4
<b>Result from recurrent activities</b>	<b>19,701</b>	<b>3.2%</b>	<b>37,392</b>	<b>7.0%</b>	<b>(47.3)</b>	<b>35,294</b>	<b>2.4%</b>	<b>41,921</b>	<b>3.9%</b>	<b>(15.8)</b>
Non-recurring income	0	0.0%	0	0.0%	0.0	0	0.0%	0	0.0%	0.0
Non-recurring charges	(400)	-0.1%	0	0.0%	(100.0)	(400)	-0.1%	(2,880)	-0.3%	86.1
<b>Profit before taxes</b>	<b>19,301</b>	<b>3.1%</b>	<b>37,392</b>	<b>7.0%</b>	<b>(48.4)</b>	<b>34,894</b>	<b>2.3%</b>	<b>39,041</b>	<b>3.6%</b>	<b>(10.6)</b>
Income taxes	(5,055)	-0.8%	(10,175)	-1.9%	50.3	(10,147)	-0.6%	(10,693)	-1.0%	5.1
<b>Total net profit</b>	<b>14,246</b>	<b>2.3%</b>	<b>27,217</b>	<b>5.1%</b>	<b>(47.7)</b>	<b>24,747</b>	<b>1.7%</b>	<b>28,348</b>	<b>2.6%</b>	<b>(12.7)</b>

The **Total consolidated revenues** for the first nine months of 2022 amounted to 1,495.0 million Euros, an increase compared to 1,076.9 million in the same period of 2021 and 1,302.1 million in 2019 (pre-pandemic).

In particular, the revenues from sales in the first nine months of 2022 amounted to 1,457.5 million Euros, compared to 1,053.5 million in 2021 and 1,280.4 million in 2019.

Total revenues at 30 September 2022 include the contribution from the sales of the subsidiary Frigor Carni S.r.l. (consolidated from 1<sup>st</sup> April 2022) for 10.6 million Euros.

It should be noted that at 30 September 2022 the item "Other revenues and income" includes 33.0 million Euros for the amount of contributions received from suppliers for the promotional and marketing activities carried out by the MARR Group towards them and for 2.2 million Euros for the electricity and gas tax credit accrued by the Group companies in relation to the second and third quarters of the year 2022.

<sup>1</sup> L'EBITDA (Margine Operativo Lordo) e l'EBIT (Risultato Operativo), sono due indicatori economici non definiti negli IFRS, adottati da MARR a partire dal bilancio d'esercizio al 31 dicembre 2005.

EBITDA is a measure used by Management to monitor and evaluate its operational performance. Management believes that EBITDA is an important parameter for measuring the Group's performance, as it is not influenced by the volatility due to the effects of the different criteria for determining taxable income, the amount and characteristics of the capital employed as well as the related policies of depreciation. As of today (after further investigation connected to the evolution of IFRS accounting practice) EBITDA (Earnings before interests, taxes, depreciation and amortization) is defined by MARR as Profit / Loss for the year gross of depreciation of tangible and intangible assets, provisions and write-downs, financial income and charges and income taxes. L'EBIT (Operating Result), an economic indicator of the Group's operating performance. EBIT (Earnings before interests and taxes) is defined by MARR as Profit / Loss for the year gross of financial income and charges, non-recurring items and income taxes.

Finally, it should be noted that the reclassified income statement does not contain any indication of the Other Profits / Losses (net of the tax effect) reported in the "Statement of other comprehensive income components", as required by IAS I revised applicable from 1 January 2009.

It should be noted that the item Total Revenues also includes the amount of contributions received from suppliers for promotional and marketing activities carried out by the MARR Group, which in the statements drawn up in accordance with International Accounting Standards are classified as a reduction of the "Cost of purchasing goods".



As anticipated, **Operating costs** are impacted by the inflation dynamics in progress on most of the product categories marketed, by the increase in energy costs that impact the conservation and distribution of products and by the general increase in logistic rates with effects on handling activities.

As a result of this, it is noted that the incidence of the cost of sales on total revenues is increasing, going from 78.3% at 30 September 2021 to 80% at 30 September 2022 (79.9% on the third quarter 2022 against 77.4 % on the third quarter of 2021). The cost of services also recorded an increase in the percentage incidence on total revenues, going from 12.5% at 30 September 2021 to 13.2% at 30 September 2022 (13.0% on the third quarter of 2022 against 11.5% on the third quarter of 2021) mainly due to the increase in energy costs and logistic tariffs.

The **Added value** at 30 September 2022 was positive for 100.9 million Euros (at the end of September 2021 it was positive for 98.2 million Euros), an increase of 2.7 million Euros (+2.8%).

The **Personnel cost** recorded an increase of 6.7 million Euros (+ 25.3%) compared to the same period of the previous year due to three joint effects: first of all the increase in the Group's workforce, secondly the timing entry of the new acquired companies into the consolidation area and finally the lower use of social safety nets.

As regards the number of employees, these went from 888 units as of 30 September 2021 to 996 units on 30 September 2022. The entry into the Group of the subsidiary Frigor Carni S.r.l. involved the entry of a number of employees equal to 33 units; the remaining increase is almost entirely attributable to the new hires made by the parent company MARR S.p.A. The different timing of entry of the acquired companies Antonio Verrini S.r.l., Chef S.r.l. unipersonale and Frigor Carni S.r.l., determines that the personnel cost of the subsidiaries Antonio Verrini S.r.l. and Chef S.r.l. unipersonale, consolidated from 1<sup>st</sup> April 2021, had a full impact on 30 September 2022 for a total of 4.4 million Euros, while on 30 September 2021 it had an impact of 3.4 million Euros corresponding to 6 months of operation. The subsidiary Frigor Carni S.r.l. instead, it was consolidated starting from 1<sup>st</sup> April 2022 and its personnel cost affected the total personnel cost as of 30 September 2022 for 653 thousand Euros. Finally, with regard to social safety nets, it should be noted that in the first nine months of 2021 the hours of social safety nets used amounted to 153,505 Euros while in 2022 they were not used.

The **Gross Operating result** at 30 September 2022 was positive for 67.5 million Euros compared to 71.5 million Euros at 30 September 2021, down by 4 million Euros (-5.6%) due to the aforementioned dynamics and the timing of the transfer of the price increase to the market. In particular, it should be noted that in the last part of the third quarter the process of adjusting the sales prices to the increase in the purchase costs of the products showed a better progress in the Street Market segment compared to that of the National Account, which is affected by the collective catering component of the difficulty of adjusting sales prices for supplies linked to Public Administration contracts.

**Amortization and Depreciation** at 30 September 2022 amounted to 14.8 million Euros (13.2 million Euros at 30 September 2021) and recorded an increase of 1.6 million Euros compared to the same period of the previous year mainly due to the effect of increase in the amortization rate of the right of use referred to the lease agreements of the companies Antonio Verrini S.r.l., Chef S.r.l. unipersonale and Frigor Carni S.r.l.. In comparison with the same period of the previous year, it must in fact be considered that since the companies Antonio Verrini S.r.l., Chef S.r.l. unipersonale were consolidated starting from 1<sup>st</sup> April 2021, as of 30 September 2021 the amortization quotas of the right of use of the lease contracts had accrued only in relation to 6 months. Furthermore, Frigor Carni S.r.l. was consolidated only starting from 1<sup>st</sup> April 2022. Compared to the previous period, at 30 September 2022 the amortization of the right of use of the lease contracts of the buildings of the new Logistic Platform in Piacenza, signed at end of financial year 2021, had an impact of 878 thousand Euros.

The item **Provisions and write-downs** amounted to 12.4 million Euros (12.1 million Euros as at 30 September 2021) and includes 12 million Euros of prudent allocation to the provision for bad debts and 371 thousand Euros of provision to the supplementary indemnity fund for customer's agents.

As a result of the above, the **Operating result** at 30 September 2022 was equal to 40.3 million Euros compared to 46.1 million Euros at 30 September 2021, a decrease of 5.9 million Euros (-12.7%).

The **Financial management result** of the first 9 months of 2022 is affected by the increase in interest rates and **non-recurring charges** show an amount of 400 thousand Euros which represents the estimate of the costs inherent in the closure of the activities of the subsidiary Chef S.r.l. unipersonale.

The **Pre-tax result** was positive for 34.9 million Euros, a decrease compared to the 39.04 million Euros of 30 September 2021 (-10.6%).

The balance of the **Tax components** is negative for a total of 10.1 million Euros.

The **net result of the Group** in the third quarter of 2022 was 14.2 million Euros, compared to 27.2 million Euros in the same period of the previous year. At the end of the first nine months, the Group's net result amounted to 24.7 million Euros (28.3 million in the same period of 2021).

## Analysis of the re-classified statement of financial position

<b>MARR Consolidated</b> (€thousand)	<i>30.09.22</i>	<i>31.12.21</i>	<i>30.09.21</i>
Net intangible assets	170,149	163,391	163,180
Net tangible assets	81,107	79,601	78,763
Right of use assets	77,723	72,015	64,197
Equity investments evaluated using the Net Equity method	1,821	1,828	1,828
Equity investments in other companies	175	175	175
Other fixed assets	18,558	22,850	27,216
<b>Total fixed assets (A)</b>	<b>349,533</b>	<b>339,860</b>	<b>335,359</b>
Net trade receivables from customers	414,833	321,280	403,079
Inventories	213,397	199,852	162,970
Suppliers	(478,151)	(380,958)	(434,015)
<b>Trade net working capital (B)</b>	<b>150,079</b>	<b>140,174</b>	<b>132,034</b>
Other current assets	68,887	56,977	56,604
Other current liabilities	(22,517)	(27,852)	(27,960)
<b>Total current assets/liabilities (C)</b>	<b>46,370</b>	<b>29,125</b>	<b>28,644</b>
Non-current assets held for sale (D)	0	0	0
<b>Net working capital (E) = (B+C+D)</b>	<b>196,449</b>	<b>169,299</b>	<b>160,678</b>
Other non current liabilities (F)	(3,177)	(2,529)	(2,165)
Staff Severance Provision (G)	(8,139)	(8,556)	(8,463)
Provisions for risks and charges (H)	(7,402)	(7,137)	(7,978)
<b>Net invested capital (I) = (A+E+F+G+H)</b>	<b>527,264</b>	<b>490,937</b>	<b>477,431</b>
Shareholders' equity attributable to the Group	(339,605)	(349,507)	(343,180)
<b>Consolidated shareholders' equity (J)</b>	<b>(339,605)</b>	<b>(349,507)</b>	<b>(343,180)</b>
(Net short-term financial debt)/Cash	123,436	152,693	132,648
(Net medium/long-term financial debt)	(230,147)	(219,331)	(200,949)
Net financial debt - before IFRS 16 (K)	(106,711)	(66,638)	(68,301)
Current lease liabilities (IFRS 16)	(10,807)	(10,074)	(9,266)
Non-current lease liabilities (IFRS 16)	(70,141)	(64,718)	(56,684)
IFRS 16 effect on Net financial debt (L)	(80,948)	(74,792)	(65,950)
<b>Net financial debt (M) = (K+L)</b>	<b>(187,659)</b>	<b>(141,430)</b>	<b>(134,251)</b>
<b>Net equity and net financial debt (N) = (J+M)</b>	<b>(527,264)</b>	<b>(490,937)</b>	<b>(477,431)</b>

## Analysis of the net financial position

The following represents the trend in net financial position<sup>2</sup>.

<b>MARR Consolidated</b> (€thousand)	<b>30.09.22</b>	<b>30.06.22</b>	<b>31.12.21</b>	<b>30.09.21</b>
A. Cash	7,535	7,465	6,505	7,576
Bank accounts	240,063	151,596	243,467	297,473
Postal accounts	0	0	22	20
B. Cash equivalent	240,063	151,596	243,489	297,493
<b>C. Liquidity (A) + (B)</b>	<b>247,598</b>	<b>159,061</b>	<b>249,994</b>	<b>305,069</b>
Current financial receivable due to Parent Company	472	3,680	5,787	3,924
Current financial receivable due to Related Companies	0	0	0	0
Others financial receivable	0	0	0	2,589
<b>D. Current financial receivable</b>	<b>472</b>	<b>3,680</b>	<b>5,787</b>	<b>6,513</b>
<b>E. Receivables for derivative/financial instruments</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
F. Current Bank debt	(17,968)	(48,835)	(45,987)	(25,716)
G. Current portion of non current debt	(103,971)	(77,026)	(52,227)	(127,425)
Financial debt due to Parent company	0	0	0	0
Financial debt due to Related Companies	0	0	0	0
Other financial debt	(2,695)	(3,163)	(4,874)	(25,793)
H. Other current financial debt	(2,695)	(3,163)	(4,874)	(25,793)
I. Current lease liabilities (IFRS16)	(10,807)	(10,802)	(10,074)	(9,266)
<b>J. Current financial debt (F) + (G) + (H) + (I)</b>	<b>(135,441)</b>	<b>(139,826)</b>	<b>(113,162)</b>	<b>(188,200)</b>
<b>K. Net current financial indebtedness (C) + (D) + (E) + (J)</b>	<b>112,629</b>	<b>22,915</b>	<b>142,619</b>	<b>123,382</b>
L. Non current bank loans	(128,079)	(78,889)	(119,489)	(99,113)
M. Non-current derivative/financial instruments	0	0	0	0
N. Other non current loans	(102,068)	(102,053)	(99,842)	(101,836)
O. Non-current lease liabilities (IFRS16)	(70,141)	(70,693)	(64,718)	(56,684)
<b>P. Non current financial indebtedness (L) + (M) + (N) + (O)</b>	<b>(300,288)</b>	<b>(251,635)</b>	<b>(284,049)</b>	<b>(257,633)</b>
<b>Q. Net financial indebtedness (K) + (P)</b>	<b>(187,659)</b>	<b>(228,720)</b>	<b>(141,430)</b>	<b>(134,251)</b>

Historically, the financial debt of the MARR Group reaches its highest level in the first half of the year and then falls at the end of the year, being influenced by the seasonality of the business which records a high requirement of working capital during the summer period.

Compared to 30 June 2022, total net financial debt recorded a decrease of 41.1 million Euros thanks to the cash flow generated by ordinary operations.

With regard to the changes in the structure of the components of the financial debt, it should be noted that during the third quarter the Parent Company MARR S.p.A. has carried out the following operations:

- on 1<sup>st</sup> July 2022, a medium / long-term loan agreement of 60 million Euros with a duration of 72 months (with 18 months of pre-amortization) was signed with BNL and Rabobank, disbursed on 28 July 2022;

<sup>2</sup> The Net Financial Position used as a financial indicator of debts is represented by the total of the following positive and negative components of the Statement of financial position:

Positive short term components: cash and equivalents; items of net working capital collectables; financial assets.

Negative short and long term components: payables to banks; payables to other financiers, payables to leasing companies and factoring companies; payables to shareholders for loans.

- on 10 August 2022, with disbursement on the same date, a medium / long-term loan agreement of 20 million Euros was signed with Iccrea Banca (lead bank and lender) and other 5 mutual banks (lending banks) with a duration 36 months of which the first 12 months in pre-amortization;
- on 11 August 2022 a medium / long-term loan agreement of 7 million Euros was signed with La Cassa di Ravenna for a duration of 60 months, with disbursement on the same date.

The item "Financial payables for IFRS 16 leases" did not undergo significant changes compared to 30 June 2022.

With regard to the other main financial movements that took place in the first nine months of 2022, in addition to the ordinary operational management and the disbursements relating to investments made at the branches of the Parent Company for approximately 7.4 million Euros, as better specified in the following paragraph " Investments ", we note the payment by the Parent Company of 4 million Euros for the purchase of all the shares of Frigor Cami S.r.l., the payment of 17.8 million Euros of taxes and the payment of 32 million Euros of dividends.

It should be noted that net of the effects of the application of the IFRS 16 accounting standard, the net financial position at the end of the first nine months of 2022 amounted to 106.7 million, compared to 68.3 million at 30 September 2021 and 128.5 million pre-pandemic in 2019.

The net financial position at 30 September 2022 remains in line with the Company's objectives.

## Analysis of the trade net working capital

<b>MARR Consolidated</b> (€thousand)	<i>30.09.22</i>	<i>30.06.22</i>	<i>31.12.21</i>	<i>30.09.21</i>
Net trade receivables from customers	414,833	409,347	321,280	403,079
Inventories	213,397	271,085	199,852	162,970
Payables to suppliers	(478,151)	(468,965)	(380,958)	(434,015)
<b>Trade net working capital</b>	<b>150,079</b>	<b>211,467</b>	<b>140,174</b>	<b>132,034</b>

The Trade net working capital as at 30 September 2022 was equal to 150.1 million Euros, an increase compared to the 132.0 million Euros of 30 September 2021 due to the increase in business volume.

In terms of composition, the Inventories component is affected by the aforementioned inflation dynamics and the change in the scope of consolidation.

The attention that the Company pays to the management of trade receivables is confirmed by implementing procedures tailored to the situations and needs of each territory and market segment; the goal remains to safeguard the corporate assets by maintaining a proximity to the customer which allows on the one hand a timely management of credit and on the other a strengthening of the relationship with the customer.

## Re-classified cash-flow statement

<b>MARR Consolidated</b> (€thousand)	<i>30.09.22</i>	<i>30.09.21</i>
Net result before minority interests	24,747	28,348
Amortization and depreciation	14,833	13,203
Change in Staff Severance Provision	(417)	1,188
<b>Operating cash-flow</b>	<b>39,163</b>	<b>42,739</b>
(Increase) decrease in receivables from customers	(93,553)	(104,229)
(Increase) decrease in inventories	(13,545)	(28,389)
Increase (decrease) in payables to suppliers	97,193	199,436
(Increase) decrease in other items of the working capital	(6,792)	12,561
<b>Change in working capital</b>	<b>(16,697)</b>	<b>79,379</b>
Net (investments) in intangible assets	(7,198)	(10,030)
Net (investments) in tangible assets	(7,228)	(6,156)
Flows relating to acquisitions of subsidiaries and going concerns	(4,038)	(4,684)
<b>Investments in other fixed assets and other change in non current items</b>	<b>(18,464)</b>	<b>(20,870)</b>
<b>Free - cash flow before dividends</b>	<b>4,002</b>	<b>101,248</b>
Distribution of dividends	(32,034)	0
Other changes, including those of minority interests	(3,383)	0
<b>Cash-flow from (for) change in shareholders' equity</b>	<b>(35,417)</b>	<b>0</b>
<b>FREE - CASH FLOW</b>	<b>(31,415)</b>	<b>101,248</b>
Opening net financial debt	(141,430)	(192,316)
Effect for change in liability for IFRS 16	(14,384)	(19,899)
Cash-flow for the period	(31,415)	101,248
Dividends approved and not distributed	(430)	(23,284)
<b>Closing net financial debt</b>	<b>(187,659)</b>	<b>(134,251)</b>

## Investments

Below is a summary of the investments made in the third quarter and in the first nine months of 2022.

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>30.09.22</i>
<b><i>Intangible assets</i></b>		
Patents and intellectual property rights	112	374
Concessions, licenses, trademarks and similar rights	0	10
Fixed assets under development and advances	68	186
Goodwill	0	6,628
<b>Total intangible assets</b>	<b>180</b>	<b>7,198</b>
<b><i>Tangible assets</i></b>		
Land and buildings	(86)	140
Plant and machinery	480	2,535
Industrial and business equipment	99	456
Other assets	141	1,141
Intangible assets in progress and advances	2,913	2,956
<b>Total tangible assets</b>	<b>3,547</b>	<b>7,228</b>
<b>Total</b>	<b>3,727</b>	<b>14,426</b>

With regard to investments, note the increase in the item "Fixed assets under development and advances" for approximately 2.5 million Euros due to the start of the works for the construction of the urbanization works relating to the Bottanuco land in which construction phase of a new distribution unit and for 420 thousand Euros at the beginning of the works for the completion of the third floor of the headquarters located in Santarcangelo di Romagna.

The items "Plant and machinery" "Industrial and business equipment" and "Other assets" increased due to the *revamping* interventions at some branches of the Parent Company.

Among the main increases that affected intangible assets, we note that of the item "Goodwill" for 6,628 thousand Euros, generated following the acquisition of all the shares in the company Frigor Carni S.r.l. which took place on 1<sup>st</sup> April 2022.

It should be noted that the indicated investment values do not take into account the amounts capitalized as a right of use following the application of IFRS 16 which at 30 September 2022 recorded an increase for a total of 15,131 thousand Euros, with an impact on the third quarter of 2022 for 3,372 thousand Euros.

## Other Information

The Company as at 30 September 2022 neither holds nor has ever held shares or quotas of parent companies, even through third party persons and/or companies; consequently, during 2022, the company never purchased or sold the above-mentioned shares and/or quotas.

As of 30 September 2022, MARR purchased 268,530 own shares at an average price of 12.55 Euros and equal to approximately 0.4% of the share capital.

During the first 9 months of 2022, the Group did not carry out atypical or unusual transactions, as the acquisition of the company Frigor Carni S.r.l. on 1<sup>st</sup> April 2022 it is part of the usual growth project of the MARR Group also for external lines.

## Significant events that occurred in the third quarter of 2022

On 5 October 2022, the Board of Directors approved, pursuant to art. 2505 second paragraph of the Civil Code, the merger by incorporation into MARR S.p.A. of the wholly owned company Chef S.r.l. unipersonale. Reference should be made to the Half-Year Financial Report for the significant events that occurred during the first half of the year.

## Subsequent events after the end of the quarter

No significant events occurred after the end of the quarter.

## Outlook

The performance of MARR sales in October compared to the same period of last year witnesses that in the Street Market and National Account segments the growth trend accelerated compared to the third quarter. The performance in October also benefitted from a positive trend in consumption linked to tourism, a sector that the recent ISTAT data (October 2022) confirm as a driving force, with the number of tourists in Italy up by +75% in January-August 2022 compared to last year and with a significant surge in the number of foreign tourists (+171% of non-resident tourists).

The centrality of the food and wine sector to Italian tourism also represents a further impulse to the structural growth of out-of-home food consumption, a market with high levels of penetration of the "full service restaurant" concept, a segment in which Italy is the leading market in Europe (Foodservice Market Monitor - Deloitte, 2022).

Notwithstanding in recent weeks there has been an attenuation in the inflationary trends for certain families of goods and for energy costs, the evolution of the inflationary scenario is still uncertain.

In this context, MARR is continuing the process of adjusting prices to the increase in cost of food products, a process which in October again highlighted a better result in the Street Market segment.

With the seasonal peak now ended, and safeguarding the objective of continuing to increase its market presence, the level of customer service is managed more selectively, with a forecast containment of operating costs, accompanied by efficiency policies of a structural nature.

The implementation of the investment plan announced in October last year will also lead to gains in terms of efficiency in the future. In this context, the works for the construction of a new distribution centre in Lombardy began in the third quarter, and this structure is expected to be operational by the end of the first quarter of 2024. This investment is aimed at increasing the presence in the area, the level of customer service and the distribution efficiency in what is the most important region in terms of out-of-home food consumption in Italy.

The definition of the activities for the construction of the new logistics platform is also continuing, structure representing almost half of the aforementioned investment plan. The work is currently expected to begin by the end of the first quarter of 2024 and the construction of the structure is expected to increase the efficiency of storage and redistribution and also enhance the level of customer service, also through an expansion of the range of products.

The focus of the management is concentrated on the opportunities of a foodservice market that is once again proving to be resilient and reactive and on cost containment and the implementation of efficiency policies aimed at recovering profitability.

## Going concern

In consideration of the aforementioned market trend and the soundness of its financial structure, the Company considers the use of the going concern assumption appropriate and correct.



Interim Condensed  
Consolidated Financial Statements

MARR Group

Interim Report  
as at 30 September 2022

## STATEMENT OF CONSOLIDATED FINANCIAL POSITION

<i>(€thousand)</i>	30.09.22		31.12.21*		30.09.21*	
<b>ASSETS</b>						
<b>Non-current assets</b>						
Tangible assets	81,107		79,601		78,763	
Right of use	77,723		72,015		64,197	
Goodwill	167,010		160,382		160,594	
Other intangible assets	3,139		3,009		2,586	
Investments at equity value	1,821		1,828		1,828	
Investments in other companies	175		175		175	
Non-current financial receivables	130		750		1,129	
Non-current derivative/financial instruments	0		0		0	
Deferred tax assets	10		0		1,546	
Other non-current assets	23,954		29,766		33,261	
<b>Total non-current assets</b>	<b>355,069</b>		<b>347,526</b>		<b>344,079</b>	
<b>Current assets</b>						
Inventories	213,397		199,852		162,970	
Financial receivables	472		5,787		6,513	
relating to related parties	472	100.0%	5,787	100.0%	3,924	60.2%
Current derivative/financial instruments	0		0		0	
Trade receivables	409,297		313,615		394,359	
relating to related parties	22,632	5.5%	13,312	4.2%	8,999	2.3%
Tax assets	3,608		6,234		7,766	
relating to related parties	12	0.3%	12	0.2%	12	0.2%
Cash and cash equivalents	247,598		249,994		305,069	
Other current assets	40,975		29,598		33,088	
relating to related parties	208	0.5%	177	0.6%	87	0.3%
<b>Total current assets</b>	<b>915,347</b>		<b>805,080</b>		<b>909,765</b>	
<b>Non-recurring assets held for sale</b>	<b>0</b>		<b>0</b>		<b>0</b>	
<b>TOTAL ASSETS</b>	<b>1,270,416</b>		<b>1,152,606</b>		<b>1,253,844</b>	
<b>LIABILITIES</b>						
<b>Shareholders' Equity</b>						
Share capital	339,605		349,507		343,180	
Share capital	33,128		33,263		33,263	
Reserves	260,249		262,833		263,229	
Profit for the period	46,228		53,411		46,688	
<b>Total Shareholders' Equity</b>	<b>339,605</b>		<b>349,507</b>		<b>343,180</b>	
<b>Non-current liabilities</b>						
Non-current financial payables	230,147		219,330		200,949	
Non-current lease liabilities (IFRS 16)	70,141		64,718		56,684	
relating to related parties	7,136	10.2%	5,181	8.0%	5,372	9.5%
Non-current derivative/financial instruments	0		0		0	
Employee benefits	8,139		8,556		8,463	
Provisions for risks and costs	7,402		6,994		7,978	
Deferred tax liabilities	0		143		0	
Other non-current liabilities	3,177		2,530		2,165	
<b>Total non-current liabilities</b>	<b>319,006</b>		<b>302,271</b>		<b>276,239</b>	
<b>Current liabilities</b>						
Current financial payables	124,633		103,088		178,889	
relating to related parties	0	0.0%	0	0.0%	11,741	6.6%
Current lease liabilities (IFRS 16)	10,807		10,074		9,266	
relating to related parties	975	9.0%	755	7.5%	750	8.1%
Current derivative/financial instruments	0		0		45	
Current tax liabilities	6,421		14,764		13,697	
relating to related parties	3,631	56.5%	11,489	77.8%	9,638	70.4%
Current trade liabilities	453,847		359,814		418,265	
relating to related parties	36,211	8.0%	35,003	9.7%	51,332	12.3%
Other current liabilities	16,097		13,088		14,263	
relating to related parties	343	2.1%	437	3.3%	480	3.4%
<b>Total current liabilities</b>	<b>611,805</b>		<b>500,828</b>		<b>634,425</b>	
<b>TOTAL LIABILITIES</b>	<b>1,270,416</b>		<b>1,152,606</b>		<b>1,253,844</b>	

\* For comparative purposes, the amounts of 31 December 2021 and 30 September 2021 have been restated to reflect the reclassification of the amount of promotional and marketing contributions from the item "Other current assets" to reduce the item "Current trade liabilities".

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

<i>(€thousand)</i>	Note	3rd quarter 2022	3rd quarter 2021*	30 September 2022	30 September 2021*
Revenues	1	605,264	523,395	1,457,540	1,053,467
<i>relating to related parties</i>		26,801 4.4%	12,637 2.4%	59,495 4.1%	24,598 2.3%
Other revenues	2	3,226	460	4,627	2,039
<i>relating to related parties</i>		32 1.0%	6 1.3%	108 2.3%	16 0.8%
Changes in inventories		(57,688)	(3,399)	13,544	27,355
Purchase of goods for resale and consumables	3	(425,728)	(399,624)	(1,176,250)	(848,002)
<i>relating to related parties</i>		(59,245) 13.9%	(46,588) 11.7%	(150,935) 12.8%	(89,922) 10.6%
Personnel costs	4	(11,166)	(10,461)	(33,439)	(26,697)
Amortizations, depreciations and provisions	5	(5,668)	(4,961)	(15,605)	(14,061)
Losses due to impairment of financial assets	6	(5,222)	(4,243)	(12,008)	(11,409)
Other operating costs	7	(81,475)	(62,145)	(198,554)	(136,700)
<i>of which profits and losses deriving from the accounting elimination of financial assets valued at amortized cost relating to related parties</i>		(33)	(112)	(137)	(174)
<i>of which profits and losses deriving from the accounting elimination of financial assets valued at amortized cost relating to related parties</i>		(690) 0.8%	(751) 1.2%	(2,407) 1.2%	(2,266) 1.7%
Financial income and charges	8	(2,235)	(1,659)	(4,954)	(6,951)
<i>of which profits and losses deriving from the accounting elimination of financial assets valued at amortized cost relating to related parties</i>		(521)	(196)	(1,174)	(473)
<i>of which profits and losses deriving from the accounting elimination of financial assets valued at amortized cost relating to related parties</i>		(123) 5.5%	(50) 3.0%	(223) 4.5%	(114) 1.6%
Income (charge) from associated companies		(7)	29	(7)	0
<b>Result before taxes</b>		<b>19,301</b>	<b>37,392</b>	<b>34,894</b>	<b>39,041</b>
Taxes	9	(5,055)	(10,175)	(10,147)	(10,693)
<b>Result for the period</b>		<b>14,246</b>	<b>27,217</b>	<b>24,747</b>	<b>28,348</b>
Attributable to:					
Shareholders of the Parent Company		14,246	27,217	24,747	28,348
Minority interests		0	0	0	0
		<b>14,246</b>	<b>27,217</b>	<b>24,747</b>	<b>28,348</b>
Basic Shares numbers		66,475,970	66,525,120	66,452,670	66,525,120
basic Earnings per Share (euro)	10	0.21	0.41	0.37	0.43
diluted Earnings per Share (euro)	10	0.21	0.41	0.37	0.43

\* For comparative purposes, the amounts of 30 September 2021 have been restated to reflect the reclassification of the amount of promotional and marketing contributions from the item "Other revenues" to reduce the item "Purchase of goods resale and consumables".

## CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

<i>(€thousand)</i>	Note	3rd quarter 2022	3rd quarter 2021*	30 September 2022	30 September 2021*
<b>Result for the period (A)</b>		<b>14,246</b>	<b>27,217</b>	<b>24,747</b>	<b>28,348</b>
<i>Items to be reclassified to profit or loss in subsequent periods:</i>					
Efficacious part of profits/(losses) on cash flow hedge instruments, net of taxation effect		0	(43)	0	8
<i>Items not to be reclassified to profit or loss in subsequent periods:</i>					
Actuarial (losses)/gains concerning defined benefit plans, net of taxation effect		0	0	0	0
<b>Total Other Profits/Losses, net of taxes (B)</b>	<i>11</i>	<b>0</b>	<b>(43)</b>	<b>0</b>	<b>8</b>
<b>Comprehensive Result (A) + (B)</b>		<b>14,246</b>	<b>27,174</b>	<b>24,747</b>	<b>28,356</b>
Attributable to:					
Shareholders of the Parent Company		14,246	27,174	24,747	28,356
Minority interests		0	0	0	0
		<b>14,246</b>	<b>27,174</b>	<b>24,747</b>	<b>28,356</b>

**CONSOLIDATED STATEMENT OF CHANGES IN THE CONSOLIDATED SHAREHOLDERS' EQUITY**  
(Euro thousands)

Description	Share Capital	Other reserves											Retained earnings	Total Group net equity		
		Share premium reserve	Legal reserve	Revaluation reserve	Shareholders contributions on capital	Extraordinary reserve	Reserve for exercised stock options	Reserve for transition to IAS/IFRS	Cash-flow hedge reserve	Trading on share reserve	Reserve for profit (losses) on own share	Reserve ex art. 55 (dpr 597-917)			Reserve IAS 19	Total Reserves
<b>Balance at 1<sup>st</sup> January 2021</b>	<b>33,263</b>	<b>63,348</b>	<b>6,652</b>	<b>13</b>	<b>36,496</b>	<b>170,460</b>	<b>1,475</b>	<b>7,290</b>	<b>134</b>			<b>1,453</b>	<b>(811)</b>	<b>286,510</b>	<b>18,339</b>	<b>338,112</b>
Distribution of MARR S.p.A. dividends						(23,283)								(23,283)		(23,283)
Other minor variations												(8)		(6)	1	(5)
- Profit for the period															28,348	28,348
- Other Profits/Losses, net of taxes									8					8		8
Consolidated comprehensive income (1/1 -30/09/2021)														8		<b>28,356</b>
<b>Balance at 30 September 2021</b>	<b>33,263</b>	<b>63,348</b>	<b>6,652</b>	<b>13</b>	<b>36,496</b>	<b>147,177</b>	<b>1,475</b>	<b>7,290</b>	<b>142</b>			<b>1,445</b>	<b>(811)</b>	<b>263,229</b>	<b>46,688</b>	<b>343,180</b>
Distribution of MARR S.p.A. dividends																
Other minor variations												(1)		(1)		(1)
- Profit for the period															6,723	6,723
- Other Profits/Losses, net of taxes									(142)				(253)	(395)		(395)
Consolidated comprehensive income (1/10-31/12/2021)																<b>6,328</b>
<b>Balance at 31 December 2021</b>	<b>33,263</b>	<b>63,348</b>	<b>6,652</b>	<b>13</b>	<b>36,496</b>	<b>147,177</b>	<b>1,475</b>	<b>7,290</b>				<b>1,444</b>	<b>(1,064)</b>	<b>262,833</b>	<b>53,411</b>	<b>349,507</b>
Allocation of 2021 profit						663								664	(664)	
Distribution of MARR S.p.A. 2021 dividends															(31,266)	(31,266)
Effect of the trading of own shares		(135)								(7)	(3,237)			(3,244)		(3,379)
Other minor variations								2				(5)		(4)		(4)
- Profit for the period															24,747	24,747
- Other Profits/Losses, net of taxes																
Consolidated comprehensive result (1/1 -30/09/2022)																<b>24,747</b>
<b>Balance at 30 September 2022</b>	<b>33,128</b>	<b>63,348</b>	<b>6,652</b>	<b>13</b>	<b>36,496</b>	<b>147,840</b>	<b>1,475</b>	<b>7,292</b>		<b>(7)</b>	<b>(3,237)</b>	<b>1,439</b>	<b>(1,064)</b>	<b>260,249</b>	<b>46,228</b>	<b>339,605</b>

## CONSOLIDATED CASH FLOWS STATEMENT (INDIRECT METHOD)

<b>Consolidated</b> (€thousand)	<b>30.09.22</b>	<b>30.09.21*</b>	
Result for the Period	24,747	28,348	
<i>Adjustment:</i>			
Amortization/Depreciation	6,161	5,652	
IFRS 16 depreciation	8,676	7,551	
Change in deferred tax	(525)	(1,967)	
Allocation of provision for bad debts	12,008	11,284	
Provision for risk and loss fund	400	590	
Provision for supplementary clientele severance indemnity	371	272	
Write-downs of investments non consolidater on a line - by - line basis	7	125	
Capital profit/losses on disposal of assets	(77)	164	
<i>relating to related parties</i>	0	0.0%	0
Financial (income) charges net of foreign exchange gains and losses	4,899	7,400	
<i>relating to related parties</i>	223	4.6%	114
Foreign exchange evaluated (gains)/losses	(260)	(82)	
<b>Total</b>	<b>31,660</b>	<b>30,989</b>	
Net change in Staff Severance Provision	(903)	(374)	
(Increase) decrease in trade receivables	(107,690)	(121,503)	
<i>relating to related parties</i>	(9,320)	8.7%	(2,957)
(Increase) decrease in inventories	(13,545)	(27,355)	
Increase (decrease) in trade payables	94,033	195,685	
<i>relating to related parties</i>	1,208	1.3%	42,133
(Increase) decrease in other assets	(4,798)	4,151	
<i>relating to related parties</i>	(30)	0.6%	84
Increase (decrease) in other liabilities	3,027	1,710	
<i>relating to related parties</i>	(94)	(3.1%)	222
Net change in tax assets / liabilities	12,440	12,300	
<i>relating to related parties</i>	6,917	55.6%	9,916
Interest paid	(5,391)	(7,864)	
<i>relating to related parties</i>	(234)	4.3%	(129)
Interest received	492	464	
<i>relating to related parties</i>	12	2.4%	15
Foreign exchange evaluated gains	303	82	
Foreign exchange evaluated losses	(43)	0	
Income tax paid	(17,785)	(1,464)	
<i>relating to related parties</i>	(14,775)	83.1%	(1,048)
<b>Cash-flow from operating activities</b>	<b>16,547</b>	<b>115,169</b>	
(Investments) in other intangible assets	(552)	(161)	
Devaluation of goodwill	0	0	
(Investments) in tangible assets	(6,931)	(8,348)	
Net disposal of tangible assets	125	2,283	
Outgoing for acquisition of subsidiaries or going concerns during the year (net of liquidity purchased)	(4,048)	(4,640)	
Liquidity acquired from business combinations	10	0	
<b>Cash-flow from investment activities</b>	<b>(11,396)</b>	<b>(10,866)</b>	
Distribution of dividends	(32,034)	0	
Other changes, including those of third parties	(3,383)	4	
Net change in liabilities (IFRS 16)	(5,388)	(1,783)	
<i>relating to related parties</i>	2,175	(40.4%)	2,028
Net change in financial receivables / payables for derivatives	0	1,808	
Net change in financial payables (excluding the new non-current loans received)	(33,310)	(47,218)	
<i>relating to related parties</i>	0	0.0%	0
New non-current loans received	102,000	190,000	
<i>relating to related parties</i>	0	0.0%	0
Repayment of other long-term debt	(41,367)	(193,384)	
<i>relating to related parties</i>	0	0.0%	0
Net change in current financial receivables	5,315	(93)	
<i>relating to related parties</i>	5,315	100.0%	1,870
Net change in non-current financial receivables	620	(59)	
<i>relating to related parties</i>	0	0.0%	0
<b>Cash-flow from financing activities</b>	<b>(7,547)</b>	<b>(50,725)</b>	
<b>Increase (decrease) in cash-flow</b>	<b>(2,396)</b>	<b>53,578</b>	
Opening cash and equivalents	249,994	251,491	
<b>Closing cash and equivalents</b>	<b>247,598</b>	<b>305,069</b>	

\* It should be noted that the changes in the balances as at 30 September 2021 have been restated for comparative purposes in order to reflect the reclassification of promotional and marketing contributions to suppliers.

For the reconciliation between the opening figures and closing figures with the relevant movements of the financial liabilities deriving from financing activities (as required by paragraph 44A of IAS 7), see Appendix I to the following explanatory notes.

## EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### Corporate information

MARR S.p.A. (the "Company" or the "Parent Company") and its subsidiaries (the "MARR Group" or the "Group") operate entirely in the marketing and distribution of food products to the Foodservice.

In particular, the Parent Company, with headquarters in Via Spagna 20, Rimini, operates in the commercialisation and distribution of fresh, dried and frozen food products to the Foodservice.

The Parent Company is controlled by Cremonini S.p.A. hold the 50.42% of the share capital.

The consolidated interim report as at 30 September 2022 were authorised for publication by the Board of Directors on 14 November 2022.

### Structure and contents of the consolidated financial statements

The interim condensed consolidated financial statements at 30 September 2022 have been prepared in accordance with the accounting policies and measurement criteria established by the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Commission according to the procedures in art. 6 of (EC) Regulation 1606/2002 of the European Parliament and Council dated 19 July 2002.

The IFRS also include all of the international accounting standards ("IAS/IFRS") and interpretation of the IFRS Interpretations Committee ("IFRIC"), formerly known as the "Standing Interpretations Committee" (SIC).

Specifically, this interim financial report has been drawn up in a condensed form, within the framework of the options envisaged by IAS 34 ("Interim Financial Reporting"). This condensed interim financial statements therefore do not include all the information required by the annual financial statements and must be read together with the annual financial statements prepared for the year ended 31 December 2021.

In particular, the same accounting principles adopted in the preparation of the consolidated financial statements at 31 December 2021 were applied in the preparation of these interim condensed consolidated financial statements, with the exception of the adoption of the new standards, amendments and interpretations in force from 1<sup>st</sup> January 2022, described below.

The interim condensed consolidated financial statements at 30 September 2022 were prepared on the basis of the going concern assumption, based on the assessments made by the Directors and illustrated in the following paragraph "Going concern".

It is also specified that the Group has applied the provisions of CONSOB Resolution no. 15519 of July 27, 2006 and of CONSOB Communication no. 6064293 of 28 July 2006 and the recommendations of ESMA 2013/319.

For the purposes of applying IFRS 8, it is noted that the Group operates in the only sector of "Distribution of food products to non-domestic catering"; this sector is subject to seasonal dynamics mainly linked to the flows of the tourist season, which are more concentrated in the summer months and during which the increase in activity and therefore in net working capital historically generates an absorption of cash with a consequent increase in financial requirements.

With regard to performance levels in the first nine months of 2022, see what described in the Directors' Report.

The interim management report at 30 September 2022 was prepared on the basis of the cost principle, except for derivative financial instruments which are recognized at *fair value*.

In observance of that provided by Consob, the figures in the Statement of profit or loss are provided with regard to both the nine months (period between the beginning of the year and the closing date of the report, progressive figure) and the third quarter of the reference period; they are compared with the figures for the same periods of the previous business year. The figures in the Statement of financial position concerning the closing date of the first nine months are compared with the closing data of the last year and the nine months of the previous year. Therefore, the comment on the income statement items is made with a comparison to the same periods of the previous year (30 September and third quarter 2021).

The following classifications have been used:

– "Statement of financial position" by current/non-current items

- “Statement of profit or loss” by nature
- “Cash flows statement” (indirect method)

These classifications are deemed to provide information which is better suited to represent the economic and financial situation of the Group.

The figures are expressed in Euros.

For easier reading, the statements and tables contained in this half-year report are shown in thousands of Euros.

The interim report is unaudited.

This report has been prepared using the principles and accounting policies illustrated below.

It should be noted that starting from 30 June 2022 the company proceeded to reclassify the amount of contributions received from suppliers for promotional and marketing activities carried out in relation to its suppliers (marketing contributions, promotional contributions fixed and variable, centralization of flows), in compliance with the provisions of International Accounting Standards.

In particular, the amount relating to the contribution from suppliers for promotional and marketing activities, which until last 31 December 2021 was classified at the economic level under the item "Other revenues" and at the equity level under the item "Other current assets" starting from 30 June 2022 was reclassified in Profit and Loss statement in reduction to the item "Purchase of goods for resale and consumables" and in the statement of Financial Position in reduction to the item "Current commercial liabilities". In the diagrams of the balance sheet and financial position and profit / (loss) for the period, in order to present the comparative data, the economic and balance sheet items for comparison were then correctly reclassified as at 30 September 2021 and 31 December 2021 respectively.

The amount of bonuses received from suppliers for the achievement of certain turnover targets or purchase volumes was already correctly reclassified at an economic level, reducing the item "Purchase of goods for resale and consumables" and at the balance sheet level as a reduction of the item "Current trade liabilities".

## Consolidation principles

Consolidation is carried out using the line-by-line method which consists in incorporating all the assets and liabilities items in their entirety. The main consolidation criteria adopted for the application of this method are set out below.

- Subsidiaries are consolidated from the date on which control was effectively transferred to the Group, and cease to be consolidated on the date on which control is transferred outside the Group.
- The assets and liabilities, charges and income of companies consolidated with the global integration method are fully included in the consolidated financial statements; the book value of the equity investments is eliminated against the corresponding fraction of the shareholders' equity of the investee companies by attributing to the individual elements of the assets and liabilities their current value at the date of acquisition of control (purchase method as defined by IFRS 3 "Business combination"). Any residual difference, if positive, is recorded under the asset item "Goodwill"; if negative, to the income statement.
- The reciprocal debt and credit relationships, costs and revenues, between consolidated companies and the effects of all significant transactions between them are eliminated.
- The shares of shareholders' equity and the results for the period of minority shareholders are shown separately in the consolidated shareholders' equity and income statement: this interest is determined on the basis of the percentage held by them in the fair value of the assets and liabilities recognized at the date of original acquisition and in changes in shareholders' equity after that date.
- Subsequently, the profits and losses are attributed to the minority shareholders on the basis of the percentage held by them and the losses are attributed to the minorities even if this implies that the minority shares have a negative balance.
- Changes in the controlling interest in a subsidiary that do not result in the loss of control are accounted for as capital transactions.
- If the parent company loses control of a subsidiary, it:
  - eliminates the assets (including any goodwill) and liabilities of the subsidiary,
  - eliminates the book values of any minority interest in the former subsidiary,
  - eliminates the accumulated exchange differences recognized in equity,
  - recognizes the fair value of the consideration received,
  - recognizes the fair value of any stake held in the former subsidiary,
  - recognizes any profit or loss in the income statement,



- reclassifies the portion attributable to the parent company of the components previously recognized in the comprehensive income statement in the income statement or in retained earnings, as appropriate.

## Scope of consolidation

The consolidated interim report as at 30 September 2022 includes the accounts of the Parent Company MARR S.p.A. and those of the companies it has direct or indirect control over.

The complete list of subsidiaries included in the scope of consolidation as at 30 September 2022, with an indication of the method of consolidation, is reported in the Group organisation.

The consolidated financial statements have been prepared on the basis of the financial statements as at 30 September 2022 prepared by the subsidiaries included in the scope of consolidation and adjusted, if necessary, in order to align them to the accounting Group policies and classification criteria, in accordance with IFRS.

The consolidation area as at 30 September 2022 differs both from the situation as at 31 December 2021 and from that as at 30 September 2021 for the purchase, finalized on 1<sup>st</sup> April 2022 by the Parent Company MARR S.p.A., of all the shares of the company newly established Frigor Carni S.r.l., in which the activities of Frigor Carni S.a.s. have been conferred, a company based in Montepaone Lido (Catanzaro) and operating in the marketing and distribution of food products to the Foodservice, with a significant specialization in the offer of fish products, mainly to self-catering customers.

## Accounting principles

The accounting principles and criteria adopted for the preparation of the interim report as at 30 September 2022 comply with those used for the preparation of the financial report as at 31 December 2021, to which reference should be made for further information.

The amendments and interpretations to the accounting principles and criteria in force from 1<sup>st</sup> January 2022 are reported below:

- Amendments to IFRS 3 Business Combinations; IAS 16 Property, Plant and Equipment; IAS 37 Provisions, Contingent Liabilities and Contingent Assets; and Annual Improvements 2018-2020 (All issued 14 May 2020)

The Group does not expect significant impacts on the equity, economic and financial situation deriving from the application of the aforementioned principles.

## Accounting standards issued but not yet in force

Listed below are the other standards and interpretations which, at the date of preparation of this document, had already been issued but were not yet in force:

- IFRS 17 Insurance Contracts (issued on 18 May 2017); including Amendments to IFRS 17
- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Classification of Liabilities as Current or Non-current - Deferral of Effective Date
- Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies
- Amendments to IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates
- Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The Group does not expect significant impacts on the equity, economic and financial situation deriving from the application of the aforementioned principles.

## Main estimates adopted by Management and discretionary assessments

As part of the preparation of the condensed interim consolidated financial statements, the Directors of the Group companies have made discretionary assessments, estimates and assumptions that affect the values of revenues, costs, assets and liabilities, and the indication of potential liabilities at the balance sheet date. However, the uncertainty about these assumptions and estimates could lead to outcomes that will require, in the future, an adjustment, even significant, on the book value of these assets and / or liabilities.

### Estimates and hypotheses used

The following are the key assumptions regarding the future and other important sources of uncertainty in the estimates at the closing date of the financial statements that could produce significant adjustments in the book values of assets and liabilities in the coming years. The results that will be realized could differ from these estimates. The estimates and assumptions are periodically reviewed and the effects of each change are reflected in the income statement.

- Impairment test on goodwill: non-financial assets with an indefinite useful life are not amortized, but are subjected to impairment tests annually or whenever there are indications of impairment. In this regard, it should be noted that the trends in the first nine-months of 2022 did not determine the identification of any indicators of lasting losses in value.
- Expected credit losses (bad debts): the attention that the Company pays to the management of trade receivables remains high, implementing procedures tailored to the situations and needs of each territory and market segment; the goal remains to safeguard the company assets by maintaining proximity to the customer that allows for timely credit management and strengthening the relationship with the customer.
- Economic-financial plans: the Company in the 2022 Budget had formalized the economic and financial forecasts and the forecasts of financial flows at the basis of the impairment test for the next three years. These forecasts may be further influenced in the coming months by developments related to the evolution of pandemic waves and the associated containment measures, by the trend of inflation and the price of energy raw materials. The company's attention to monitoring economic and financial performance remains high.
- Deferred tax assets: deferred tax assets are recognized to the extent that it is probable the existence of adequate future tax profits against which the temporary differences or any tax losses can be used within a reasonable time frame.

Other elements of the financial statements that have been the subject of estimates and assumptions by the Management are the inventory write-down provision, the provision for specific risks and the determination of depreciation.

These estimates, although supported by well-defined company procedures, nevertheless require assumptions to be made concerning mainly the future realizable value of the inventories, as well as the residual useful life of the assets, which can be influenced both by market trends and by the information available to the Direction.

## Management of financial risks

The financial risks to which the Group is exposed in carrying out its business are as follows:

- market risk (including exchange rate risk, interest rate risk, price risk);
- credit risk;
- liquidity risk.

The Group uses derivative financial instruments for the sole purpose of hedging, on the one hand, certain non-functional currency exposures and, on the other, part of the variable rate financial exposure.

### Market risk

(i) Currency risk: Exchange rate risk arises when recognized assets and liabilities are expressed in a currency other than the functional currency of the company (the Euro). The Group operates internationally and is therefore exposed to exchange rate risk, especially as regards commercial transactions denominated in US dollars. The Group's way of managing this risk consists on the one hand in carrying out forward contracts for the purchase / sale of foreign currency specifically intended to cover individual commercial transactions, if the forward exchange rate is favorable with respect to that of the transaction date.

(ii) Interest rate risk: the risks relating to changes in interest rates refer to loans. Long-term loans from banks are mostly at variable rates and expose the Group to the risk of changes in cash flows due to interest. Against this risk, the Parent Company has historically stipulated specifically correlated Interest Rate Swap contracts for partial or total hedging of some loans. Fixed rate loans expose the Group to the risk of changes in the fair value of the loans.

As for the use of other short-term credit lines, the attention of management is aimed at safeguarding and consolidating relations with credit institutions in order to stabilize the spread applied to the Euribor as much as possible.

(iii) Price risk: the Group makes purchases and sales worldwide and is therefore exposed to the normal risk of price fluctuations typical of the sector.

## Credit risk

The Group only deals with known and reliable customers. It is the Group's policy that customers requesting deferred payment conditions are subject to procedures for verifying their class of merit. In addition, the balance of receivables is monitored during the year so that the amount of non-performing positions is not significant.

The credit quality of unexpired financial assets that have not suffered impairment can be assessed by referring to the internal credit management procedure.

The customer monitoring activity is mainly divided into a preliminary phase, in which data and information on new customers are collected and a phase subsequent to activation, in which a credit is recognized and the evolution of the credit position.

The preliminary phase consists in finding the administrative / fiscal data essential to allow a complete and correct assessment of the risks that the new customer entails. Customer activation is subject to the completeness of the aforementioned data and approval, after any further investigation, by the Customer Office.

Each new customer is granted an overdraft facility: the concession is bound to further supplementary information (years of activity, payment conditions, customer name) which are essential for assessing the solvency level. Once the overall framework has been prepared, the documentation on the potential customer is submitted for approval by the various corporate bodies. The Credit Procedure and Credit Management Guidelines make it possible to define those rules and operational mechanisms that guarantee to generate a flow of payments such as to guarantee the Group's solvency and the profitability of the relationship.

## Liquidity risk

The Group manages liquidity risk with a view to maintaining a level of liquidity adequate for operational management. The constant monitoring of the centralized treasury of the collection and payment flows of all the companies is aimed at continuously controlling the flows of resources generated and absorbed by normal operating activities.

Given the dynamic nature of the sector, to cope with the ordinary management and seasonality of the business, the finding of liquidity is favoured through the use of adequate credit lines.

As regards the management of resources absorbed by investment activities, the finding of sources through specific long-term loans is generally preferred.

## Comments to the main items included in the consolidated statement of profit or loss

### I. Revenues

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Net revenues from sales - Goods	605,084	523,255	1,457,105	1,053,129
Revenues from Services	72	55	141	108
Advisory services to third parties	60	21	168	80
Manufacturing on behalf of third parties	7	11	15	17
Rent income (typical management)	3	3	9	9
Other services	38	50	102	124
<b>Total revenues</b>	<b>605,264</b>	<b>523,395</b>	<b>1,457,540</b>	<b>1,053,467</b>

Total revenues in the third quarter of 2022 amounted to 605.3 million Euros, compared to 523.4 million Euros in the same period of the previous year. The contribution to revenues for the sale of goods and services provided by the subsidiary Frigor Carni S.r.l. (it became part of the MARR Group from 1<sup>st</sup> April 2022) was 10.6 million Euros.

For an analysis of the revenue trend of the third quarter of 2022 and a comparison with the same period of the previous year, see the Directors' Report.

The breakdown of the revenues from sales of goods and from services by geographical area is as follows:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Italy	581,459	495,382	1,379,876	986,124
European Union	18,139	17,441	50,342	42,097
Extra-EU countries	5,666	10,572	27,322	25,246
<b>Total</b>	<b>605,264</b>	<b>523,395</b>	<b>1,457,540</b>	<b>1,053,467</b>

### 2. Other revenues

The Other revenues are broken down as follows:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Contributions from suppliers and others	37	75	114	123
Other Sundry earnings and proceeds	2,836	159	3,300	1,280
Reimbursement for damages suffered	199	157	796	368
Reimbursement of expenses incurred	85	56	265	212
Recovery of legal taxes	14	12	66	40
Capital gains on disposal of assets	55	1	86	16
<b>Total other revenues</b>	<b>3,226</b>	<b>460</b>	<b>4,627</b>	<b>2,039</b>

The item "Other Sundry earnings and proceeds" includes the electricity and gas tax credit accrued by the Group companies in relation to the second and third quarters of the year 2022 for 2.2 million Euros.

It should be noted that on 30 September 2021 the item "Contributions from suppliers and others" was shown for the amount of 21,526 thousand Euros and included the amount of contributions received from suppliers for promotional and marketing activities (marketing contributions, contributions fixed and variable promotions, centralization of flows) which for comparative purposes has been reclassified as a reduction of the item "Purchase of goods".

### 3. Purchase of goods for resale and consumables

This item is composed of:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Purchase of goods	422,829	397,465	1,168,429	843,465
Purchase of packages and packing material	2,236	1,572	5,776	3,200
Purchase of stationery and printed paper	172	227	728	560
Purchase of promotional and sales materials and catalogues	46	33	158	73
Purchase of various materials	155	140	452	313
Fuel for industrial motor vehicles and cars	290	187	707	391
<b>Total purchase of goods for resale and consumables</b>	<b>425,728</b>	<b>399,624</b>	<b>1,176,250</b>	<b>848,002</b>

With regard to the trend in the cost of purchases of goods intended for marketing, please see the Directors' Report.

At 30 September 2022, the item "Purchases of goods" is shown net of both the bonuses recognized by suppliers upon reaching certain turnover targets and purchase volumes, and the contributions received from suppliers for promotional and marketing activities carried out for them, for a total amount of 40,605 thousand Euros (26,505 thousand Euros at 30 September 2021).

### 4. Personnel costs

The item amounts to 33,439 thousand Euros as of 30 September 2022 (26,697 as of 30 September 2021) and includes all expenses for employees, including holiday accruals and additional monthly payments as well as related social security charges, in addition to the provision for severance indemnity and other contractually provided costs.

As detailed in the Directors' Report, the increase is the result of three joint effects: the lower use of social safety nets, the increase in the Group's workforce, the timing of entry of the new companies acquired into the consolidation area and the consequent weight of the personnel cost on the total personnel cost of the Group in the comparison of the two periods.

### 5. Amortizations, depreciations and provisions

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Depreciation of tangible assets	1,990	1,857	5,717	5,310
Amortization of intangible assets	158	123	440	338
Depreciation of right of use	2,920	2,672	8,676	7,551
Adjustment to provision for supplementary clientele severance indemnity	200	31	372	272
Provision for risk and loss fund	400	278	400	590
<b>Total amortization, depreciation and provisions</b>	<b>5,668</b>	<b>4,961</b>	<b>15,605</b>	<b>14,061</b>

Depreciation at 30 September 2022 amounted to 14,833 thousand Euros (13,199 thousand Euros at 30 September 2021), and recorded an increase mainly due to the increase in amortization of the "Right of use".

The latter increased by 1,125 thousand Euros mainly due to two effects: the amortization of the right of use associated with the lease contracts of the buildings of the Logistic Platform in Piacenza signed at the end of 2021 (878 thousand Euros) and the timing of entry of new companies acquired within the consolidation area both during the year 2021 and during 2022 which determined in the comparison between the two periods a different weight of the respective amortization of the rights of use of the lease contracts accounted for according to the IFRS 16.

The item "Provision for other risks and loss fund" equal to 400 thousand of Euros which represents the estimate of the costs inherent in the closure of the activities of the subsidiary Chef S.r.l. unipersonale.

## 6. Losses due to impairment of financial assets

This item is composed of:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Allocation of taxable provisions for bad debts	4,877	3,538	10,300	9,489
Allocation of non-taxable provisions for bad debts	345	705	1,708	1,795
Depreciation of investments in other companies	0	0	0	125
<b>Total Losses due to impairment of financial assets</b>	<b>5,222</b>	<b>4,243</b>	<b>12,008</b>	<b>11,409</b>

The provision for bad debts for a total of 12,008 thousand Euros reflects a prudent adjustment of receivables to their presumed realizable value and the increase is due to the increase in sales volumes and associated trade receivables.

## 7. Other operating costs

Details of the main items of "Other operating costs" are shown below:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Operating costs for services	80,970	61,698	196,855	135,150
Operating costs for leases and rentals	156	127	406	341
Operating costs for other operating charges	349	320	1,293	1,209
<b>Total other operating costs</b>	<b>81,475</b>	<b>62,145</b>	<b>198,554</b>	<b>136,700</b>

Operating costs for services, at 30 September 2022, amounted to 196,855 thousand Euros and mainly include the following items: sale expenses, distribution and logistics costs for 159,990 thousand Euros (112,822 thousand Euros in 2021), utility costs for 22,327 thousand Euros (9,589 thousand Euros in 2021), costs for third party work for 2,713 thousand Euros (2,248 thousand Euros in 2021) and maintenance costs of 4,450 thousand Euros (3,657 thousand Euros in 2021) general and administrative services for 4,903 thousand Euros (4,936 thousand Euros in 2021).

In the quarter, the breakdown of the main items of operating costs is as follows: sale expenses, distribution and logistics costs for 63,816 thousand Euros (50,439 thousand Euros in 2021), utility costs for 12,069 thousand Euros (4,461 thousand Euros in 2021), costs for third party work for 1,144 thousand Euros (894 thousand Euros in 2021) and maintenance costs of 1,392 thousand Euros (1,323 thousand Euros in 2021).

It is noted that the increase in absolute terms of the sale expenses, distribution and logistics costs is connected to the increase in sales volumes compared to the previous year and is affected by the increase in logistic tariffs, while the increase in energy and utility costs reflects the impact of the increase in electricity prices used mainly for conservation activities. At Group level, the cost of electricity compared to the same period of the previous year has increased by 12,366 thousand Euros, going from 8,207 thousand Euros at 30 September 2021 to 20,573 thousand Euros at 30 September 2022. Qualifying the companies of the Marr Group as non-energy-intensive companies, they benefited from the tax credit for electricity and gas for the second and third quarters of 2022 to a reduced extent and for a total amount at Group level of 2,219 thousand Euros. The latter amount that was shown within the "Other Sundry earnings and proceeds" grouping of the income statement item "Other revenues".

The item "Costs for the leases and rentals" amounts to 406 thousand Euros in the nine months and 156 thousand Euros in the quarter and represents the lease contracts not within the scope of application of IFRS 16 accounting standard.

The operating costs for other operating charges at 30 September 2022 amounted to 1,293 thousand Euros and mainly include the following items: "other indirect taxes, taxes and similar charges" for 612 thousand Euros, "local council duties and taxes" for 167 thousands of Euro and "expenses for credit recovery" for 187 thousand Euros.

## 8. Financial income and charges

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Financial charges	2,207	1,731	5,369	7,864
Financial income	(107)	(158)	(470)	(464)
Foreign exchange (gains)/losses	135	86	55	(449)
<b>Total financial (income) and charges</b>	<b>2,235</b>	<b>1,659</b>	<b>4,954</b>	<b>6,951</b>

Preliminarily, it should be noted that as at 30 September 2021 the item "Financial charges" included the amount of approximately 2.9 million Euros referring to the *make whole* penalty resulting from the early repayment on 23 July 2021 of the last tranche of the residual debt of 33 million dollars relating to the USPP bond loan signed in July 2013 and with an original maturity in July 2023.

In the third quarter of 2022, financial charges amounted to 2,207 thousand Euros and the increase compared to the third quarter of 2021 (1,731 thousand Euros) is mainly attributable to the financial component of the right of use which increases due to the new lease agreements signed at the end of 2021 for the buildings of the Logistic Platform in Piacenza.

The net effect of foreign exchange mainly reflects the performance of the Euro compared to the US dollar, which is the currency for imports from non-EU countries.

## 9. Taxes

The balance of the tax components at 30 September 2022 is negative for 10,147 thousand Euros and detailed as shown in the table below:

<i>(€thousand)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Ires-Ires charge transferred to Parent Company	3,747	9,327	8,463	10,338
Irap	941	1,733	2,172	2,382
Previous years tax	37	(60)	37	(60)
Net provision for deferred tax liabilities	330	(825)	(525)	(1,967)
<b>Total taxes</b>	<b>5,055</b>	<b>10,175</b>	<b>10,147</b>	<b>10,693</b>

## 10. Earnings per share

The following table is the calculation of the basic and diluted Earnings:

<i>(Euros)</i>	<i>3rd quarter 2022</i>	<i>3rd quarter 2021</i>	<i>30.09.22 (9 months)</i>	<i>30.09.21 (9 months)</i>
Basic Earnings Per Share	0.21	0.41	0.37	0.43
Diluted Earnings Per Share	0.21	0.41	0.37	0.43

It should be pointed out that the calculation is based on the following data:

Earnings:

<i>(€thousand)</i>	<b>3rd quarter 2022</b>	<i>3rd quarter 2021</i>	<b>30.09.22 (9 months)</b>	<i>30.09.21 (9 months)</i>
Profit/(Loss) for the period	14,246	27,217	24,747	28,348
Minority interests	0	0	0	0
Profit/(Loss) used to determine basic and diluted earnings per share	<b>14,246</b>	<b>27,217</b>	<b>24,747</b>	<b>28,348</b>

Number of shares:

<i>(number of shares)</i>	<b>3rd quarter 2022</b>	<i>3rd quarter 2021</i>	<b>30.09.22 (9 months)</b>	<i>30.09.21 (9 months)</i>
Weighted average number of ordinary shares used to determine basic earnings per share	66,475,970	66,525,120	66,452,670	66,525,120
Adjustments for share options	0	0	0	0
Weighted average number of ordinary shares used to determine diluted earnings per share	<b>66,475,970</b>	<b>66,525,120</b>	<b>66,452,670</b>	<b>66,525,120</b>

## 11. Other profits/losses

At 30 September 2021 the value of the other profits / losses contained in the consolidated comprehensive income statement referred to the effective part of the hedging transactions in derivatives.

As at 30 September 2022, there are no hedging transactions in place.

These profits / losses have been accounted for, consistently with the provisions of IFRS, in shareholders' equity and highlighted (as required by IAS 1 revised, applicable from 1<sup>st</sup> January 2009) in the statement of comprehensive consolidated income.

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Rimini 14 November 2022

The Chairman of the Board of Directors  
Ugo Ravanelli



## Appendices

These appendices contain additional information compared to that reported in the Notes, of which they constitute an integral part.

- **Appendix I** - Reconciliation of liabilities deriving from financing activities as at 30 September 2022 and at 30 September 2021.

## RECONCILIATION OF LIABILITIES DERIVING FROM FINANCING ACTIVITIES AS AT 30 SEPTEMBER 2022 AND AT 30 SEPTEMBER 2021

	30 September 2022	Cash flows	Other changes/ reclassifications	Non-financial changes Purchases	Exchange rates variations	Fair value variation	31 December 2021
Current payables to bank	17,968	(28,019)	0	0	0	0	45,987
Current portion of non current debt	103,971	(37,562)	89,306	0	0	0	52,227
Current financial payables for bond private placement in EUR	265	(697)	285	0	0	1	676
Other current financial payables	0	0	0	0	0	0	0
Current payables for the purchase of shares in Frigor Cami	0	(4,048)	0	4,048	0	0	0
Current payables for the purchase of shares in Antonio Vemini Srl	2,000	(1,000)	0	0	0	0	3,000
Current financial payables for IFRS 16 lease contracts	10,807	(8,205)	6,099	2,839	0	0	10,074
Current financial payables for dividends approved and not distributed	430	(32,034)	31,266	0	0	0	1,198
<b>Total current financial payables</b>	<b>135,441</b>	<b>(111,565)</b>	<b>126,956</b>	<b>6,887</b>	<b>0</b>	<b>1</b>	<b>113,162</b>
Current payables/(receivables) for hedging financial instruments	0	0	0	0	0	0	0
<b>Total current financial instruments</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-current payables to bank	128,079	98,195	(89,605)	0	0	0	119,489
Non-current financial payables for bond private placement in EUR	99,868	0	0	0	0	26	99,842
Non-current financial payables for IFRS 16 lease contracts	70,141	0	5,423	0	0	0	64,718
Non-current financial payables for purchase of quotas or shares	2,200	0	0	2,200	0	0	0
<b>Total non-current financial payables</b>	<b>300,288</b>	<b>98,195</b>	<b>(84,182)</b>	<b>2,200</b>	<b>0</b>	<b>26</b>	<b>284,049</b>
Non-current payables/(receivables) for hedging financial instruments	0	0	0	0	0	0	0
<b>Total non-current financial instruments</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total liabilities arising from financial activities</b>	<b>435,729</b>	<b>(13,370)</b>	<b>42,774</b>	<b>9,087</b>	<b>0</b>	<b>27</b>	<b>397,211</b>
<b>Reconciliation of variations with Cash Flows Statement (Indirect Method)</b>							
Cash flows (net of outgoing for acquisition of subsidiaries)	(8,322)						
Cash flows for payment of residual debt for the acquisition of share in Antonio Vemini Srl	(1,000)						
Other changes/ reclassification	42,774						
Exchange rates variations	0						
Fair value variation	27						
<b>Total detailed variations in the table</b>	<b>33,479</b>						
Other changes in financial liabilities	(33,310)						
Net change in financial liabilities for IFRS 16	6,156						
New non-current loans received	102,000						
Net change in financial instruments/derivates	0						
Non-current loans repayment	(41,367)						
<b>Total changes shown between financing activities in the Cash Flows Statement</b>	<b>33,479</b>						

	Non-financial changes							31 December 2020
	30 September 2021	Cash flows	Other changes/ reclassifications	Dividends approved and not distributed	Purchases	Exchange rates variations	Fair value variation	
Current payables to bank	25,716	(40,968)	0	0	0	0	0	66,684
Current portion of non current debt	127,425	(88,077)	115,377	0	0	0	0	100,125
Current financial payables for bond private placement in US dollars	0	(28,860)	27,386	0	0	876	0	597
Current financial payables for bond private placement in EUR	164	0	164	0	0	0	0	0
Other current financial payables	1,200	0	1,200	0	0	0	0	0
Current financial payables for IFRS 16 lease contracts	9,266	(7,411)	2,527	0	5,622	0	0	8,528
Current financial payables for leasing contracts	0	(56)	56	0	0	0	0	56
Current financial payables for purchase of quotas or shares	1,000	(4,930)	0	0	5,930	0	0	0
Current financial payables for dividends approved and not distributed	23,384	0	0	23,384	0	0	0	0
<b>Total current financial payables</b>	<b>188,155</b>	<b>(170,302)</b>	<b>146,710</b>	<b>23,384</b>	<b>11,552</b>	<b>876</b>	<b>0</b>	<b>175,990</b>
Current payables/(receivables) for hedging financial instruments	45	(6)	45	0	0	0	45	6
<b>Total current financial instruments</b>	<b>45</b>	<b>(6)</b>	<b>45</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>45</b>	<b>6</b>
Non-current payables to bank	99,113	10,000	(115,141)	0	0	0	0	204,254
Non-current financial payables for bond private placement in US dollars	99,836	100,000	(26,976)	0	0	0	0	26,812
Non-current financial payables for IFRS 16 lease contracts	56,684	0	11,750	0	0	0	0	44,934
Non-current financial payables for leasing contracts	0	0	0	0	0	0	0	0
Non-current financial payables for purchase of quotas or shares	2,000	0	0	0	2,000	0	0	0
<b>Total non-current financial payables</b>	<b>257,633</b>	<b>110,000</b>	<b>(130,367)</b>	<b>0</b>	<b>2,000</b>	<b>0</b>	<b>0</b>	<b>276,000</b>
Non-current payables/(receivables) for hedging financial instruments	0	(49)	0	0	0	0	0	49
<b>Total non-current financial instruments</b>	<b>0</b>	<b>(49)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>49</b>
<b>Total liabilities arising from financial activities</b>	<b>445,833</b>	<b>(60,357)</b>	<b>16,388</b>	<b>23,384</b>	<b>13,552</b>	<b>876</b>	<b>45</b>	<b>452,045</b>
<b>Reconciliation of variations with Cash Flows Statement (Indirect Method)</b>								
Cash flows (net of outgoing for acquisition of subsidiaries)	(55,427)							
Other changes/ reclassification	16,388							
Exchange rates variations	876							
Fair value variation	45							
<b>Total detailed variations in the table</b>	<b>(38,118)</b>							
Other changes in financial liabilities	(47,218)							
Net change in financial liabilities for IFRS 16	12,494							
New non-current loans received	190,000							
Net change in financial instruments/derivates	(10)							
Non current loans repayment	(193,384)							
<b>Total changes shown between financing activities in the Cash Flows Statement</b>	<b>(38,118)</b>							

**STATEMENT BY THE RESPONSIBLE FOR THE DRAFTING OF CORPORATE ACCOUNTING DOCUMENTS PURSUANT TO ART. 154-BIS PARAGRAPH 2 OF LEGISLATIVE DECREE 58 DATED 24 FEBRUARY 1998**

The manager responsible for preparing the company's financial reports, Pierpaolo Rossi, declares, pursuant to paragraph 2 of Article 154-bis of the Consolidated Law on Finance that the accounting information contained in this interim report corresponds to the document results, books and accounting records.

Rimini, 14 November 2022

Pierpaolo Rossi  
Manager responsible for the drafting  
of corporate accounting documents