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Vedi allegato

PRESS RELEASE

**THE BOARD OF DIRECTORS APPROVES  
THE ADDITIONAL FINANCIAL INFORMATION AS AT 31 MARCH 2024**

**REVENUE AT EUR 200.3 MILLION FROM EUR 183.0 MILLION  
AFTER THE CONSOLIDATION OF JUST ON BUSINESS**

**INCIDENCE OF THE FIRST CONTRIBUTION MARGIN OF 13.4% FROM 12.8% IN THE  
FIRST QUARTER OF 2023**

**POSITIVE PERFORMANCE CONFIRMED FOR THE  
SUBSIDIARY “FAMILY CARE” +11%**

**FINANCIAL ADVISOR APPOINTED IN VIEW OF THE PROMOTION, BY  
GROUPE CRIT, OF A MANDATORY PUBLIC TENDER OFFER ON THE  
COMPANY'S SHARES**

- **Total Revenue: EUR 200.3 million vs. EUR 183.0 million in Q1 2023**
- **EBITDA: EUR 7.1 million vs. EUR 6.0 million in Q1 2023 (adj. EBITDA Q1 2024 EUR<sup>1</sup> 7.2 million)**
- **EBIT: EUR 4.7 million vs. EUR 3.8 million in Q1 2023 (adj. EBIT Q1 2024 EUR 5.1 million)**
- **Net profit: EUR 2.7 million vs. EUR 2.3 million in the Q1 2023**
- **Net Indebtedness: EUR 70.1 million compared to EUR 36.1 million as at 31 December 2023, after the acquisition of Just On Business**

*Milan, 14 May 2024* – The Board of Directors of Openjobmetis S.p.A. (Borsa Italiana: **OJM**), one of the leading Employment Agencies, and the only one listed on the STAR segment of the Euronext Milan operated by Borsa Italiana, approved the Additional Financial Information as at 31 March 2024.

The Managing Director, Rosario Rasizza, commented: *“After only one quarter, Just On Business is fully integrated into the Group’s operations. Thanks to its contribution, we have achieved revenue of EUR 200.3 million*

<sup>1</sup> Gross of charges mainly referring to costs for professional consultancy and Tobin Tax in relation to acquisitions.

as at 31 March 2024. The contribution margin as a percentage of revenue, equal to 13.4%, represents the best result achieved to date in the first three months of a year.

I am honoured to have been confirmed as Managing Director of Openjobmetis in this phase of major changes resulting from the Crit Group's takeover bid on us.

I am excited to continue to lead the company to new successes, working with the entire team to meet future challenges and to seize the opportunities that will arise in our industry. I look to the future with confidence and am determined to take Openjobmetis to new heights of growth and prosperity. Thank you for the trust you have placed in me.”

## MAIN CONSOLIDATED ECONOMIC AND FINANCIAL RESULTS AS AT 31 MARCH 2024

| <i>thousands of euro</i>            | <b>3M 2024</b>    | <b>3M 2023</b>    | <b>Change %</b> |
|-------------------------------------|-------------------|-------------------|-----------------|
| <b>Revenue</b>                      | <b>200,304</b>    | <b>182,967</b>    | <b>+9.5%</b>    |
| <b>First contribution margin</b>    | <b>26,875</b>     | <b>23,340</b>     | <b>+15.1%</b>   |
| <b>EBITDA</b>                       | <b>7,120</b>      | <b>6,033</b>      | <b>+18.0%</b>   |
| <b>EBIT</b>                         | <b>4,684</b>      | <b>3,850</b>      | <b>+21.7%</b>   |
| <b>Profit (loss) for the period</b> | <b>2,684</b>      | <b>2,302</b>      | <b>+16.6%</b>   |
| <i>thousands of euro</i>            | <b>31/03/2024</b> | <b>31/12/2023</b> | <b>Change %</b> |
| <b>NFP</b>                          | <b>70,124</b>     | <b>36,133</b>     | <b>+94.1%</b>   |
| <b>Equity</b>                       | <b>144,097</b>    | <b>141,372</b>    | <b>+1.9%</b>    |

### INCOME STATEMENT

**Revenue** in the first three months of 2024 amounted to **EUR 200.3 million** compared to EUR 183.0 in the same period of the previous year. Net of the “Just on Business” transaction, which brought in higher revenue of Euro 27,107 thousand, the volumes of contract work are in line with the slight contraction of the market.

It should be noted that the subsidiary Family Care S.r.l. – Employment Agency, a company specialised in the provision of assistants to elderly people, recorded an increase in turnover of 11%.

**EBITDA** stood at **EUR 7.1 million**, compared to EUR 6.0 million in the first quarter of 2023.

**EBIT** stood at **EUR 4.7 million**, compared with EUR 3.8 million in the first quarter of 2023.

The **Net profit for the period** came to **EUR 2.7 million**, compared with EUR 2.3 million in the first quarter of 2023.

### STATEMENT OF FINANCIAL POSITION

**Equity** as at 31 March 2024 amounted to **EUR 144.1 million**, compared to EUR 141.4 million as at 31 December 2023.

The **Net financial position** as at 31 March 2024 was negative for **EUR 70.1 million**, (EUR 36.1 million as at 31 December 2023), impacted by EUR 46.3 million in connection with the acquisition of Just On Business.

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## SIGNIFICANT EVENTS IN THE FIRST QUARTER OF 2024 AND AFTER 31 MARCH 2024

On **15 January 2024**, Openjobmetis S.p.A. finalised the acquisition of Just on Business S.p.A. and its subsidiary Deine Group S.r.l. For further information, please refer to the relevant press release.

On **1 February 2024**, following the successful completion of the confirmatory due diligence activity, Groupe Crit S.A. confirmed the price of Euro 16.5 per OJM share in view of the direct or indirect purchase of all the shares of Openjobmetis held by the shareholders Omniafin S.p.A., M.T.I. Investimenti S.r.l. and Plavisgas S.r.l.

On **23 February 2024**, Groupe Crit S.A. announced that it had signed preliminary contracts for the purchase of the entire share capital of Plavisgas S.r.l., which holds a 34.14% stake in the capital of Openjobmetis S.p.A., and all the OJM shares held by Omniafin S.p.A. and M.T.I. Investimenti S.r.l., equal to 18.45% and 5.15% of the total share capital, respectively. Openjobmetis S.p.A. has also been informed of the execution of a preliminary contract for the purchase of the entirety of the OJM shares held by Quaestio Capital SGR S.p.A. equal to 6.91% of the share capital of OJM, at a price per share of EUR 16.5. For further information, please refer to the relevant press release.

On **19 April 2024**, Openjobmetis S.p.A. announced the fulfilment of the condition precedent relating to the golden power proceeding following the receipt of a specific communication from the Prime Minister's Office. For further information, please refer to the relevant press release.

On **24 April 2024**, the acquisition by Groupe Crit S.A. of the entirety of the OJM shares held by M.T.I Investimenti S.r.l. (no. 688,397 shares) was finalised at the price of Euro 16.50 per share, in execution of the preliminary purchase agreement signed by the parties on 22 February 2024.

On **29 April 2024**, the General Shareholders' Meeting approved the Financial Statements as at 31 December 2023 and resolved not to distribute a dividend, allocating the net profit for the financial year 2023 in full to other reserves.

The Shareholders' Meeting then appointed the new Board of Directors and Board of Statutory Auditors for the 2024-2026 years. For further information, please refer to the relevant press release.

On **29 April 2024**, following the purchase by Groupe Crit S.A. of the entire share capital of Plavisgas S.r.l. (no. 4,564,609 shares of Openjobmetis S.p.A.), the legal prerequisites for the promotion of a mandatory total takeover bid, pursuant to and in accordance with Articles 102 and

106, on all the ordinary shares of Openjobmetis S.p.A. that are not already owned by Crit or the Issuer, were met.

The obligation relating to the promotion is due to the fact that the 4,564,609 shares held by Plavisgas S.r.l. are in addition to the previous shares acquired on 24 April 2024 by M.T.I Investimenti S.r.l for a total of 688,397, by Rosario Rasizza for a total of 28,282 and by Biagio La Porta for a total of 8,026.

Crit declares its intention to promote the offer through Plavisgas S.r.l., whose capital is wholly owned by Crit, at a price per share of 16.50 for a maximum of 6,995,980 shares. For further information, please refer to the "Notices pursuant to Art. 102" on the website of Openjobmetis S.p.A. in the section "Total tender offer promoted by Plavisgas S.r.l."

On **30 April 2024**, Crit announced that it had executed the purchase of the Openjobmetis shares held by the company Quaestio Capital SGR S.p.A. for a total of 924,080, in fulfilment of the preliminary purchase agreement signed by the parties on 22 February 2024.

On **7 May 2024**, Crit announced that it had executed the purchase of the Openjobmetis shares held by Omniafin S.p.A. totalling 2,466,789, by Marco Vittorelli totalling 27,000 and by Corrado Vittorelli totalling 60,000, in execution of the preliminary purchase agreement signed by the parties on 22 February 2024.

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## OUTLOOK

In the first quarter of 2024, the Openjobmetis Group confirmed its leading role in the Italian contract work market, also strengthened by the consolidation of Just On Business and its subsidiary.

Unioncamere<sup>2</sup> estimated that there will be more than 1.5 million recruitment contracts planned by companies for the second quarter of the year, a positive increase compared to the previous year. Among the most sought-after professions are specialised textile and metal workers, sectors in which the Group is present for the provision of outsourced staff.

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It is noted that the Additional Financial Information of Openjobmetis S.p.A. as at 31 March 2024 will be published on the Company's website [www.openjobmetis.it](http://www.openjobmetis.it) (Investor Relations section), in accordance with the applicable laws and regulations.

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<sup>2</sup> Unioncamere, "Lavoro: sono 446mila le assunzioni previste dalle imprese ad aprile e 1,5 milioni entro giugno" ("Labour market: 446 thousand recruitments expected by companies in April and 1.5 million by June"), 12 April 2024

## FINANCIAL ADVISOR APPOINTED IN VIEW OF THE PROMOTION, BY GROUPE CRIT, OF A MANDATORY PUBLIC TENDER OFFER ON THE COMPANY'S SHARES

With reference to the mandatory public tender offer that will be promoted by Groupe Crit S.A. (the "Offer"), pursuant to Articles 102 and 106, section 1, of Italian Legislative Decree 58/1998 (Consolidated Law on Finance - TUF), on the ordinary shares of OJM, it must be noted that the Independent Directors of the Company have selected Lazard S.r.l. as independent financial advisor to support the valuations and the activities that will be required in relation to the Offer and the fairness of the consideration, pursuant to Article 39-bis of the regulation adopted with Consob resolution no. 11971/1999 ("Issuer Regulation").

The Board of Directors, which met today, resolved to make use – for the purposes of the valuation and activities under its responsibility in relation to Article 103, paragraph 3, of the Consolidated Law on Finance and Article 39 of the Issuer Regulation – of the fairness opinion that will be issued by the independent financial advisor designated by the Independent Directors.

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*Pursuant to paragraph 2 of Article 154-bis of the Consolidated Law on Finance (TUF), Alessandro Esposti, in his capacity as Manager in charge of financial reporting, hereby states that the financial information contained in this press release corresponds to the documented results, books and accounting records.*

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### Disclaimer

Certain statements contained in this press release could represent forecasts. These statements concern risks, uncertainties and other factors that could cause actual results to differ, even substantially, from expectations. These risks and uncertainties include, but are not limited to, the ability to manage the effects of the macroeconomic cycle, and to acquire new business and integrate it effectively, the ability to acquire new contracts, the ability to effectively manage relationships with customers, the ability to achieve and manage growth, currency fluctuations, changes in local conditions, IT systems issues, risks related to inventories, credit and insurance risks, changes in the tax regime, as well as other political, economic and technological factors and other risks and uncertainty.

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**Openjobmetis - an overview:** Openjobmetis is the Employment Agency established in 2011 as a result of the merger of Openjob SpA and Metis SpA, combining the unique skills and experiences for which they have always been known. Listed since December 2015, Openjobmetis SpA is the first and only Employment Agency in the STAR segment of Euronext Milan (EXM) operated by Borsa Italiana, and is positioned among the leading Italian operators in its field, with revenue of approximately EUR 748,8 million in the year ended 31 December 2023. Openjobmetis SpA, which provides temporary work employment, operates through a network of 160 branches and Specialized Divisions in a wide range of labour market sectors, including: Healthcare, Banking and Finance, Large-Scale Retail Trade, Big Clients, I&CT, Agro-Industrial and, as well as Techne specialized in aerospace, naval and energy thanks to the acquisition of Quanta SpA, a company merged into Openjobmetis with effect from 1 January 2022. Among the services offered, there are also research and selection solutions for direct entry into a company of qualified junior profiles through the Permanent Placement team and the division UNA Forza Vendite which deals with commercial figures and sales agents. Openjobmetis also has the following subsidiaries: (i) Openjob Consulting Srl, active in the management of the financed training activities; (ii) Seltis Hub Srl, the highly specialized vertical competence center focused on recruitment and selection that also operates through the digital platforms Meritocracy and Jobmetoo, (iii) Family Care Srl, APL dedicated to family assistance, (iv) Just On

Business SpA, Employment Agency specializing in the healthcare and engineering sectors, and its subsidiary Deine Group Srl. Finally (v) Lyve Srl, a 52.06% subsidiary, a training company.

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*Enclosed are the consolidated financial statements – Statement of Financial Position, Income Statement as at 31 March 2024 and Net Financial Indebtedness as at 31 March 2024.*

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| <i>(In thousands of euro)</i>   | 31/03/2024     | 31/12/2023     |
|---|----------------|----------------|
| <b>ASSETS</b>   |                |                |
| <b>Non-current assets</b>   |                |                |
| Property, plant and equipment   | 4,048          | 3,553          |
| Right of use for leases   | 15,950         | 14,007         |
| Intangible assets and goodwill  | 134,731        | 102,074        |
| Financial assets  | 396            | 174            |
| Deferred tax assets   | 20,776         | 20,435         |
| <b>Total non-current assets</b>   | <b>175,901</b> | <b>140,243</b> |
| <b>Current assets</b>   |                |                |
| Cash and cash equivalents   | 9,719          | 7,952          |
| Trade receivables   | 162,731        | 145,020        |
| Other assets  | 13,929         | 10,374         |
| Financial assets  | 7,527          | 2,672          |
| Current tax assets  | 443            | 116            |
| <b>Total current assets</b>   | <b>194,349</b> | <b>166,134</b> |
| <b>Total assets</b>   | <b>370,250</b> | <b>306,377</b> |
| <b>LIABILITIES AND EQUITY</b>   |                |                |
| <b>Non-current liabilities</b>  |                |                |
| Financial liabilities   | 26,464         | 13,402         |
| Lease liabilities   | 11,733         | 10,220         |
| Employee benefits   | 1,373          | 1,419          |
| Other liabilities   | 1,425          | 300            |
| <b>Total non-current liabilities</b>  | <b>40,995</b>  | <b>25,341</b>  |
| <b>Current liabilities</b>  |                |                |
| Bank loans and borrowings and other financial liabilities                   | 44,747         | 19,308         |
| Lease liabilities   | 4,426          | 3,827          |
| Trade payables  | 17,823         | 13,494         |
| Employee benefits   | 68,209         | 56,882         |
| Other liabilities   | 44,080         | 41,301         |
| Current tax liabilities   | 1,262          | 73             |
| Provisions  | 4,611          | 4,779          |
| <b>Total current liabilities</b>  | <b>185,158</b> | <b>139,664</b> |
| <b>Total liabilities</b>  | <b>226,153</b> | <b>165,005</b> |
| <b>EQUITY</b>   |                |                |
| Share capital   | 13,712         | 13,712         |
| Legal reserve   | 2,855          | 2,855          |
| Share premium reserve   | 31,193         | 31,193         |
| Other reserves  | 93,136         | 80,347         |
| Profit (loss) for the period attributable to the shareholders of the Parent | 2,761          | 12,748         |
| Equity attributable to:   |                |                |
| Shareholders of the Parent  | 143,657        | 140,855        |
| Non-controlling interests   | 440            | 517            |
| <b>Total equity</b>   | <b>144,097</b> | <b>141,372</b> |
| <b>Total liabilities and equity</b>   | <b>370,250</b> | <b>306,377</b> |

## CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| <i>(In thousands of euro)</i>  | 3M 2024       | 3M 2023       |
|--|---------------|---------------|
| Revenue  | 200,304       | 182,967       |
| Cost of contract work and outsourcing  | (173,429)     | (159,627)     |
| <b>First contribution margin</b>   | <b>26,875</b> | <b>23,340</b> |
| Other income   | 3,207         | 3,002         |
| Personnel expense  | (12,369)      | (11,491)      |
| Cost of raw materials and consumables  | (57)          | (64)          |
| Costs for services   | (10,196)      | (8,563)       |
| Amortisation/Depreciation  | (1,987)       | (1,633)       |
| Impairment losses on trade receivables and other assets                              | (449)         | (550)         |
| Other operating expenses   | (340)         | (191)         |
| <b>Operating profit</b>  | <b>4,684</b>  | <b>3,850</b>  |
| Financial income   | 847           | 2             |
| Financial expense  | (1,340)       | (384)         |
| <b>Profit (loss) before taxes</b>  | <b>4,191</b>  | <b>3,468</b>  |
| Income taxes   | (1,507)       | (1,166)       |
| <b>Profit (loss) for the period</b>  | <b>2,684</b>  | <b>2,302</b>  |
| <b>Other comprehensive income (expense)</b>  |               |               |
| Items that are or may subsequently be reclassified to profit or loss for the period: |               |               |
| Fair value gain (loss) on cash flow hedges   | (7)           | -             |
| Items that will not be reclassified to profit/loss for the period:                   |               |               |
| Actuarial gain (loss) on defined benefit plans                                       | -             | 1             |
| <b>Total other comprehensive income (expense) for the period</b>                     | <b>(7)</b>    | <b>1</b>      |
| <b>Total comprehensive income (expense) for the period</b>                           | <b>2,677</b>  | <b>2,303</b>  |
| Profit (loss) for the period attributable to:  |               |               |
| Shareholders of the Parent   | 2,761         | 2,392         |
| Non-controlling interests  | (77)          | (90)          |
| <b>Profit (loss) for the period</b>  | <b>2,684</b>  | <b>2,302</b>  |
| Comprehensive income (expense) for the period attributable to:                       |               |               |
| Shareholders of the Parent   | 2,754         | 2,393         |
| Non-controlling interests  | (77)          | (90)          |
| <b>Total comprehensive income (expense) for the period</b>                           | <b>2,677</b>  | <b>2,303</b>  |
| <i>Earnings (loss) per share (in EUR):</i>   |               |               |
| <i>Basic</i>   | 0.22          | 0.18          |
| <i>Diluted</i>   | 0.22          | 0.18          |

## NET FINANCIAL INDEBTEDNESS

|   | <i>(In thousands of euro)</i> |                 | 2024 vs 2023 Change |               |
|---|-------------------------------|-----------------|---------------------|---------------|
|   | 31/03/2024                    | 31/12/2023      | Value               | %             |
| A Cash  | 38                            | 31              | 7                   | 22.6%         |
| B Cash and cash equivalents                         | 9,681                         | 7,921           | 1,760               | 22.2%         |
| C Other current financial assets                    | 7,527                         | 2,672           | 4,855               | 181.7%        |
| <b>D Cash and cash equivalents (A+B+C)</b>          | <b>17,246</b>                 | <b>10,624</b>   | <b>6,622</b>        | <b>62.3%</b>  |
| E Current financial debt                            | (44,747)                      | (19,308)        | (25,439)            | 131.8%        |
| F Current portion of non-current financial debt     | (4,426)                       | (3,827)         | (599)               | 15.7%         |
| <b>G Current financial indebtedness (E+F)</b>       | <b>(49,173)</b>               | <b>(23,135)</b> | <b>(26,038)</b>     | <b>112.5%</b> |
| <b>H Net current financial indebtedness (G+D)</b>   | <b>(31,927)</b>               | <b>(12,511)</b> | <b>(19,416)</b>     | <b>155.2%</b> |
| I Non-current financial debt                        | (38,197)                      | (23,622)        | (14,575)            | 61.7%         |
| J Debt instruments                                  | -                             | -               | -                   | -             |
| K Trade payables and other non-current liabilities  | -                             | -               | -                   | -             |
| <b>L Non-current financial indebtedness (I+J+K)</b> | <b>(38,197)</b>               | <b>(23,622)</b> | <b>(14,575)</b>     | <b>61.7%</b>  |
| <b>M Total financial indebtedness (H+L)</b>         | <b>(70,124)</b>               | <b>(36,133)</b> | <b>(33,991)</b>     | <b>94.1%</b>  |

Fine Comunicato n.1803-52-2024

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