



HALF-YEAR FINANCIAL REPORT

AT 30 June 2025





DIRECTORS' REPORT ON OPERATING PERFORMANCE

AT 30 June 2025

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Half-Year Financial Report at 30 June 2025 – NewPrinces Group

This report is available online at: www.newprinces.it

NewPrinces SpA

Registered Office in Reggio Emilia, Via J.F. Kennedy, 16,

Paid-in share capital: Euro 43,935,050.00

Tax and VAT ID 00183410653 / no. 277595 on the Economic and Administrative Index (REA) of Reggio Emilia

Company subject to management and coordination by NewPrinces Group S.A. pursuant to Articles 2497 et seq. of the Italian Civil Code.

Acquisitions

On 24 July 2025 a binding agreement was signed with Carrefour Nederland B.V. and Carrefour S.A. for the acquisition of 100% of the share capital of Carrefour Italia S.p.A. on the basis of an enterprise value of around 1 billion euros. This transaction, subject to the usual authorisations by the competent authorities, is part of the broader strategic plan of growth and vertical integration of NewPrinces Group, aimed at strengthening its presence in the Italian market and accelerating the convergence between the industrial channel and the distribution network. With the acquisition of Carrefour Italia, NewPrinces becomes the second Italian food group by revenue and the leading food operator in terms of employment, with 13,000 direct employees in Italy and more than 18,000 worldwide, in addition to a further 11,000 people engaged in ancillary activities provided by external companies. The closing of the transaction is expected by the end of the third quarter of 2025, subject to regulatory approvals and the fulfilment of the conditions precedent set out in the contract.

The acquisition of Carrefour Italia represents a key milestone in the growth trajectory of our Group. It is the outcome of a strategy built with discipline, industrial vision and long-term commitment. With this transaction, we are taking a decisive step towards vertical integration between production and distribution, strengthening our ability to generate value across the entire supply chain. We have chosen to invest decisively in a strategic asset for Italy, with the goal of relaunching a widespread network and maximising synergies between retail and industry. Our intention is clear: to build a sustainable, solid and long-term model capable of delivering tangible benefits to customers, employees, suppliers and shareholders. This result is the fruit of a collective effort, of an entrepreneurial culture based on real commitment and responsibility. We are ready to inaugurate a new phase of development for the NewPrinces Group, with deep roots and an ambitious vision for the future.

The acquisition of Carrefour Italia represents a fundamental step in the strategic transformation of NewPrinces, historically active in industrial production in the food & beverage sector, towards an integrated model combining production, distribution and direct engagement with the consumer. Through this transaction, NewPrinces will be able to:

- Access the final consumer directly, expanding its presence throughout the value chain.
- Optimise synergies between production and distribution, improving the efficiency of logistics and reducing operating costs.
- Promote the Group's existing brand portfolio within the retail network.
- Develop new omnichannel platforms for the sale and delivery of fresh and packaged products.
- Strengthen its position in key European markets, building on a solid infrastructure deeply rooted in the Italian territory.

The enterprise value (EV) of the transaction is 1 billion euros. Taking into account items related to IFRS 16, other extraordinary adjustments of the same nature and the one-off contribution paid by Carrefour, the equity value amounts to 1 euro.

The target recorded revenue of around 3.7 billion euros as at 31 December 2024, with an EBITDA of 115 million euros. The EV/EBITDA multiple of the transaction is approximately 8.7x.

Despite the significance of the financial commitment, the transaction does not materially affect the Group's ND/EBITDA ratio, which, according to year-end forecasts, will continue to benefit from improved cash generation and a stronger financial profile in the coming months, also thanks to the contribution of Carrefour Italia.

Following completion of the acquisitions carried out, NewPrinces Group's combined consolidated revenue will reach around 6.9 billion euros, confirming its position among the leading European players in the integrated food & retail sector.

On 9 July 2025 a binding agreement was signed for the acquisition – from Heinz Italia S.p.A. – of 100% of the share capital of a newly incorporated company to which the business relating to the production, packaging, marketing, sale and distribution of baby food and food for special medical purposes and specialist nutrition will be transferred, marketed under the brands Plasmon, Nipiol, BiAglut, Aprotin and Dieterba. The transaction marks an important strategic step for NewPrinces, completing the process launched in 2015 with the acquisition from Kraft Heinz of the Ozzano Taro (PR) plant, specialised in the production of liquid and powdered milk for infants – the only active plant in Italy for the latter – and products with special dietary requirements. Thanks to this transaction, the company will bring together the target's main historic production platforms, strengthening its leadership in the baby food and specialised products segment in Italy and Europe.

The deal significantly strengthens NewPrinces's position in a key, high-margin segment such as infant and speciality food, generating important industrial, commercial and innovation synergies. Indeed, the company will be able to:

- Leverage the integrated R&D centre to accelerate the development of new formulations – including those with postbiotic ingredients – and expand the offer in the premium and organic segment.
- Increase production capacity and operating flexibility by integrating innovative formats such as pouches and baby snacks.
- Accelerate the international expansion of Italian baby food by leveraging NewPrinces's established commercial presence in over 60 countries and its distribution network in key markets such as the United Kingdom, Germany, the Netherlands and Poland.
- Extend the product range through the development of complete meals, biscuits and bakery products, new lines of infant pasta, sauces and ready meals, to accompany consumers from early infancy through advanced weaning.
- Maximise the use of the production capacity of the Ozzano Taro plant in liquid and powdered milk for infants.

The enterprise value (EV) of the transaction is 120 million euros, on a cash-free and debt-free basis. The purchase price will be paid in cash. Completion of the transaction is scheduled for 1 January 2026, subject to the fulfilment of the conditions envisaged. The target recorded revenue of around 170 million euros as at 31 December 2024, with EBITDA of 17 million euros and positive NWC of 25 million euros, included in the EV.

On 24 June 2025 a definitive sale and purchase agreement was signed for the acquisition of 100% of the share capital of Diageo Operations Italy S.p.A., which includes the Italian production plant at Santa Vittoria d'Alba (CN).

The enterprise value (EV) of the transaction will be determined on the basis of Diageo Italy's financial statements as at 30 September 2025, on a cash-free and debt-free basis. The purchase price will be paid in cash. Completion of the transaction is expected in the second half of 2025, subject to the fulfilment of the conditions envisaged. The target recorded revenue of around 230, with an EBITDA of 20.4 million euros.

The acquisition increases NewPrinces's operating flexibility and innovation capacity in various beverage formats, enabling the Group to:

- Accelerate entry into high-margin categories such as spirits and RTD products, leveraging existing commercial channels and R&D infrastructure.
- Leverage its distribution platform for non-alcoholic drinks in the United Kingdom, promoting cross-selling of an expanded product portfolio including alcoholic and functional beverages.
- Optimise production and logistics costs by integrating the Italian site into a wider European network.
- Broaden its beverage portfolio by including both alcoholic and non-alcoholic offerings, increasing appeal across different demographics and consumption occasions.

In the financial year ended June 2024, the Company generated revenue of approximately 229.8 million euros, with EBITDA of 20.4 million euros and net profit of 18.3 million euros.

On 21 July 2025 Princes Limited completed the purchase of its historic headquarters, the Royal Liver Building ("RLB") in Liverpool, as part of an investment of 60 million pounds. The transaction is part of a broader property plan with a total value of 83 million pounds, which also includes the acquisition of the Symington's site in Cross Green, Leeds, for 23 million pounds, confirming the Group's long-term commitment in the United Kingdom. This important milestone strengthens Princes' ties with its origins in Liverpool, representing a bold, decisive step in the company's long-term growth plan. The transaction has a neutral impact on Princes' ND/EBITDA ratio thanks to recurring annual savings resulting from: (i) the elimination of rental costs and (ii) the rental income from current tenants. The transaction was supported by HSBC UK, which granted Princes a long-term loan of 50 million pounds.

Group performance as at 30 June 2025

With reference to the half-year data, the Group confirmed its strong ability to increase profitability (EBITDA margin of 7.7% as at 30 June 2025, compared with 5.6% as at 30 June 2024 on a combined basis) thanks to synergies achieved in procurement and distribution, as well as targeted initiatives to improve efficiency at production sites in the Drinks and Fish sectors, which generated economies of scale and streamlined overhead costs.

The financial figures once again confirm the Group's great ability to generate cash from operations and to significantly improve its net financial position (+Euro +61 million) from Euro 346 million at 31 December 2024 to Euro 285 million at 30 June 2025. Excluding lease liabilities, the Group's net financial position amounted to Euro 183.6 million, a net improvement of Euro 62.6 million.

Cash conversion as at 30 June 2025 stood at 79%, a sharp increase compared with the same period of the previous year.

H1 2025 closed with a net profit after tax of Euro 22 million, sharply up (+122%) compared to H1 2024.

This figure is all the more significant considering the slight decline in revenue (-3.4%) recorded in the first half, mainly due to the termination of certain low-margin contracts and a general decrease in the average selling price in the Group's main business units, partially offset by higher sales volumes in the Drinks and Italian Products sectors, particularly in the Olive Oil category.

Outlook

The acquisition of the Carrefour Group will enable the Group to achieve economies of scale and economic synergies in terms of sales and logistics and consolidate the excellent results achieved in H1 2025 despite an international landscape that remains very complex. Based on the available indicators, the Group expects turnover for the entire financial year to be substantially stable compared to last year, and in terms of margins the Group will strive to improve on its performance in 2024 and in the first half of 2025.

The Group will continue to pay particular attention to cost controls and financial management in order to maximise the generation of free cash flow, to be allocated both to organic growth externally and to the remuneration of Shareholders, also in view of the recent acquisitions.

Going concern

With reference to the content of the previous paragraph, even taking into account the complexity of a rapidly evolving market, the Group feels it is fair and reasonable to assume its status as a going concern in view of its ability to generate cash flows from operating

activities and fulfil its obligations in the foreseeable future, particularly in the next 12 months, based on the solid financial structure as described below:

- The considerable level of cash reserves available at 30 June 2025.
- The presence of authorised and unused Group credit lines.
- The continual support given by the leading banks to the NewPrinces Group, partly because of its market-leading status.

Note that the Group's economic and financial performance in H1 2025 was higher than budgeted. It should also be noted that the cash and cash equivalents, amounting to Euro 661 million, the credit lines currently available and the cash flows that will be generated by operational management are considered more than sufficient to fulfil obligations and finance the Group's operations.

EVENTS AFTER THE END OF H1 2025

As highlighted in the acquisitions section, on 24 July 2025 a binding agreement was signed with Carrefour Nederland B.V. and Carrefour S.A. for the acquisition of 100% of the share capital of Carrefour Italia S.p.A. on the basis of an enterprise value of around 1 billion euros.

On 9 July 2025 a binding agreement was signed for the acquisition – from Heinz Italia S.p.A. – of 100% of the share capital of a newly incorporated company to which the business relating to the production, packaging, marketing, sale and distribution of baby food and food for special medical purposes and specialist nutrition will be transferred, marketed under the brands Plasmon, Nipiol, BiAglut, Aproten and Dieterba.

On 24 June 2025 a definitive sale and purchase agreement was signed for the acquisition of 100% of the share capital of Diageo Operations Italy S.p.A., which includes the Italian production plant at Santa Vittoria d'Alba (CN).

BOARDS AND OFFICERS

Board of Directors

Name and Surname	Position	Place and date of birth
Angelo Mastrolia	Executive Chairman of the Board of Directors and Director (**)	Campagna (SA), 5 December 1964
Giuseppe Mastrolia	Chief Executive Officer and Director (**)	Battipaglia (SA), 11 February 1989
Stefano Cometto	Chief Executive Officer and Director (**)	Monza, 25 September 1972
Benedetta Mastrolia	Director (***)	Rome, 18 October 1995
Maria Cristina Zoppo	Director (*) (***)	Turin, 14 November 1971
Valentina Montanari	Director (*) (***)	Milan, 20 March 1967
Eric Sandrin	Director (*) (***)	Saint-Amand-Montrond, 13 August 1964

(*) Independent director pursuant to article 148 of the Consolidated Law on Finance (TUF) and article 3 of the Corporate Governance Code, who took office when the Company's shares began to trade on the STAR segment of the MTA, i.e. 29 October 2019.

(**) Executive Director.

(***) Non-executive director.

The members of the Board of Statutory Auditors are as follows:

Name and Surname	Position	Place and date of birth	Date first appointed
Massimo Carlomagno	Chair	Agnone (IS), 22 September 1965	28.02.2005
Ester Sammartino	Standing Auditor	Agnone (IS), 23 May 1966	28.02.2005
Antonio Mucci	Standing Auditor	Montelongo (CB), 24 March 1946	30.07.2009
Giovanni Rayneri	Alternate Auditor	Turin, 20 July 1963	28.04.2022
Cinzia Voltolina	Alternate Auditor	Moncalieri (TO), 26 April 1983	28.04.2022

Control and Risks Committee

Name and surname	Position	Place and date of birth	Date first appointed
Valentina Montanari	Chair	Milan, 20 March 1967	29.10.2019
Maria Cristina Zoppo	Member	Turin, 14 November 1971	25.09.2020
Eric Sandrin	Member	Saint-Amand-Montrond, 13 August 1964	29.10.2019

Remuneration and Appointments Committee

Name and surname	Position	Place and date of birth	Date first appointed
Eric Sandrin	Chair	Saint-Amand-Montrond, 13 August 1964	29.10.2019
Maria Cristina Zoppo	Member	Turin, 14 November 1971	25.09.2020
Valentina Montanari	Member	Milan, 20 March 1967	29.10.2019

Committee for transactions with related parties

Name and surname	Position	Place and date of birth	Date first appointed
Maria Cristina Zoppo	Chair	Turin, 14 November 1971	25.09.2020
Valentina Montanari	Member	Milan, 20 March 1967	29.10.2019
Eric Sandrin	Member	Saint-Amand-Montrond, 13 August 1964	29.10.2019

Supervisory Board pursuant to Italian Legislative Decree 231/01

Name and surname	Position	Place and date of birth	Date first appointed
Massimo Carlomagno	Chair	Agnone (IS), 22 September 1965	27.12.2016
Ester Sammartino	Member	Agnone (IS), 23 May 1966	27.12.2016

Rocco Sergi is the Financial Reporting Officer.

PricewaterhouseCoopers S.p.A. is the independent auditor appointed for the years 2019-2027.

General information

NewPrinces S.p.A. is incorporated in Italy in the form of a public limited company operating under Italian law. The Company has its registered office at 16, Via J. F. Kennedy, Reggio Emilia.

The NewPrinces Group is a group operating in the food sector with a large and structured product portfolio organised into the following business units:

- Dairy Products
- *Foods*
- *Drinks*
- *Fish*
- *Italian Products*
- *Oils*
- Other Products.

The Company is subject to management and coordination by the parent Newlat Group S.A., a company that as at 30 June 2025 directly owns 55.52% of the share capital, while the remaining part (43.69%) is held primarily by institutional investors and 0.79% by NewPrinces SpA.

This report on operations contains economic, equity and financial information of the NewPrinces Group at 30 June 2025, 31 December 2024 and 30 June 2024.

Alternative performance indicators

The following financial report presents and comments on some financial indicators and reclassified statements (relating to the statement of financial position and the statement of cash flows) not defined by IFRSs.

These amounts, defined below, are used to comment on the Group's business performance in compliance with the provisions of the Consob Communication of 28 July 2006 (DEM 6064293), as subsequently amended and supplemented (Consob Communication no. 0092543 of 3 December 2015 implementing the ESMA/2015/1415 guidelines).

The alternative performance indicators listed below constitute additional information beyond IFRS requirements to help users of the financial report to better understand the Group's results, assets and liabilities and cash flows. Note that NewPrinces SpA's method of calculating these indicators, which is consistent from one year to the next, may differ from the methods used by other companies.

Financial indicators used to measure the economic performance of the Group:

- Gross operating income (EBITDA): the operating income (OI) before depreciation, amortisation and write-downs, as well as income from business combinations.
- Gross Income (GI) / Profit (Loss) before taxes: operating income less financial expense.
- Net profit (NP): gross profit less taxes.
- Cash conversion: the ratio of EBITDA to the difference between EBITDA and total investments.

Net financial position is given by the algebraic sum of:

- Cash and cash equivalents
- Current financial assets
- Current financial liabilities
- Non-current financial liabilities
- Current lease liabilities
- Non-current lease liabilities

Reclassified statement of cash flows

A cash flow that represents a measure of the Group's self-financing and is calculated from the cash flow generated by operating activities, adjusted for net interest paid and cash flow absorbed by investments, less income from the realisation of fixed assets. The statement of cash flows is presented using the indirect method.

The Group presents the income statement by destination (otherwise known as "at cost of sales"), which is considered more representative than the so-called presentation by nature of expenditure, which is also reported in the notes to the Annual Financial Report. The form chosen is, in fact, compliant with the internal reporting and business management methods.

Corporate governance

Corporate governance is the set of rules, systems and mechanisms designed to effectively implement the organisation's decision-making processes in the interest of all Group stakeholders. The parent company NewPrinces complies with the Corporate Governance Code for Listed Companies, which was last updated in January 2020. A traditional governance system is in place which includes three structures: the Shareholders' Meeting, the Board of Directors and the Board of Statutory Auditors.

Board of Directors

The Board of Directors is the body charged with administering the company using the powers allocated to it by law and by the articles of association. It is structured and operates to ensure that its functions are performed efficiently and effectively. Directors act and make decisions to create value for shareholders, and they report on operations during the Shareholders' Meeting. With regard to appointing and replacing the entire Board of Directors and/or some of its members, the Company's Articles of Association require board members to be elected on the basis of candidate lists in accordance with the methods outlined in more detail in the Report on Corporate Governance and Ownership Structure and in compliance with existing legislation on gender representation. On 28 April 2023, the Shareholders' Meeting appointed a four-person Board of Directors, increased to seven when the Company's shares began trading on the MTA, which will remain in office until the financial statements as at 31 December 2025 are approved.

Board Committees

The Board of Directors has no internal committees other than those required by the Corporate Governance Code, with the exception of the Related Party Transactions Committee, in order to comply with the provisions of the Related Parties Regulation. The Company has not set up any committees that carry out the functions of two or more of the committees set out in the Corporate Governance Code, nor has it reserved these functions for the entire Board of Directors, under the coordination of the Chairman, or divided them differently to the way set out in the Corporate Governance Code.

The Board of Directors' internal committees are as follows:

- The Control and Risks Committee helps the Board of Directors to assess and make decisions regarding the Internal Control and Risk Management System, the approval of annual and half-year financial statements and relations between the Company and the independent auditor, where support is provided in the form of an adequate investigative phase. For this purpose, the Committee has three members with sufficient financial and accounting experience: Valentina Montanari, as Chair, Maria Cristina Zoppo and Eric Sandrin, all of whom are non-executive and independent directors.

- The Remuneration and Appointments Committee plays an advisory and recommendatory role, with investigative functions, in the assessments and decisions relating to the composition of the Board of Directors and to the remuneration of directors and managers with strategic responsibilities, overseeing their application and making general recommendations on the matter. The Remuneration Committee is composed of three members, all of whom are non-executive and independent directors. All members have suitable financial and accounting experience and knowledge. With regard to determining remuneration for board members, the Shareholders' Meeting allots a salary for the duration of the mandate which may consist of a fixed portion and a variable portion commensurate with the achievement of certain targets and/or with the Company's financial results. To be able to list on the STAR segment, exchange regulations require the Remuneration Committee to ensure that a significant share of the pay for executive directors and senior managers be incentive-linked.

Please see the report on remuneration published in accordance with article 123-ter of the Consolidated Law on Finance (TUF) for information on the general remuneration policy and the remuneration of executive directors, managers with strategic responsibilities and non-executive directors. For this purpose, the Committee has three members with sufficient financial and accounting experience: Eric Sandrin, as Chair, Maria Cristina Zoppo and Valentina Montanari, all of whom are non-executive and independent directors.

- The Related Party Transactions Committee (hereinafter also the "RPT Committee") is responsible for ensuring the integrity of transactions with related parties by giving an opinion on the Company's interest in completing a specific transaction, as well as on the suitability and fairness of the corresponding conditions. This committee comprises three non-executive and independent directors: Maria Cristina Zoppo as Chair, Valentina Montanari and Eric Sandrin.

Board of Statutory Auditors

Members of the Board of Auditors are selected on the basis of their ability to meet requirements of professionalism, independence and integrity in accordance with legislation and regulations. The Company's Board of Statutory Auditors was appointed during the Shareholders' Meeting on 28 April 2023 and will remain in office until the approval of the financial statements as at 31 December 2025.

Internal Control and Risk Management System

The Internal Control and Risk Management System (ICRMS) is the set of rules, procedures and organisational structures designed to enable the Company to conduct its business correctly and in line with set objectives, using a suitable process for identifying, measuring, managing and monitoring the main risks. The Board of Directors identified the nature and level of risk compatible with the Group's strategic objectives when it drew up its strategic, industrial and financial plans. This assessment included all and any risks that may become significant in terms of sustaining the Company's activities in the medium to long term. In

support of the ICRMS and the Control and Risks Committee, on 8 July 2019 the Board of Directors appointed Angelo Mastrolia as the director responsible for the ICRMS who will perform the functions listed in point 7.C.4. of the Corporate Governance Code. With the help of the Control and Risks Committee, the Board of Directors has also drawn up guidelines for the ICRMS, identifying the system itself as a cross-sectional process integral to all business activities and based on the international principles of Enterprise Risk Management (ERM).

The purpose of the ICRMS is to help the Group achieve its performance and profit objectives, obtain reliable economic and financial information and ensure compliance with existing laws and regulations, while shielding the Company from reputational damage and financial loss. In this process, particular importance is given to identifying corporate objectives and classifying and controlling related risks by implementing specific containment actions.

There are various types of potential business risks - strategic, operational (related to the effectiveness and efficiency of business operations), reporting (related to the reliability of economic/financial information), compliance (related to compliance with existing legislation and regulations to avoid damage to the company's reputation and/or financial losses).

In view of this, the Internal Audit Department verifies the suitability of the ICRMS through an audit schedule that is approved by the Board of Directors and makes provision for regular reports containing sufficient information on the performance of its activities, as well as timely reports on events of particular importance.

The Board of Directors annually assesses the effectiveness of the ICRMS and its suitability in view of the characteristics of the business based on information and evidence received with the support of the investigative activities performed by the Control and Risks Committee, the Head of Internal Audit and the Supervisory Board pursuant to Italian Legislative Decree 231/2001.

Organisational Model pursuant to Italian Leg. Decree 231/2001, Code of Ethics and fight against corruption

NewPrinces S.p.A.'s Board of Directors approved its Organisation, Management and Control Model in accordance with Italian Legislative Decree 231/2001 (hereinafter also "231 Model") on 30 March 2016, updating it most recently on 13 May 2022. The Model was drawn up on the basis of guidelines issued by Confindustria (the Italian industry confederation) in accordance with the relevant legislation, and sets out standards for behaviour, procedures and control activities, in addition to powers and mandates designed to prevent the offences outlined in Italian Legislative Decree 231/2001.

The Organisational Model was published and communicated to all personnel, third-party contractors, customers, suppliers and partners.

No reports of non-compliant behaviour or violations of the Code of Ethics were received during the year.

In order to ensure that the Model is correctly implemented, a Supervisory Body (SB) has been established, currently comprising Massimo Carlomagno, as Chair, and Ester Sammartino.

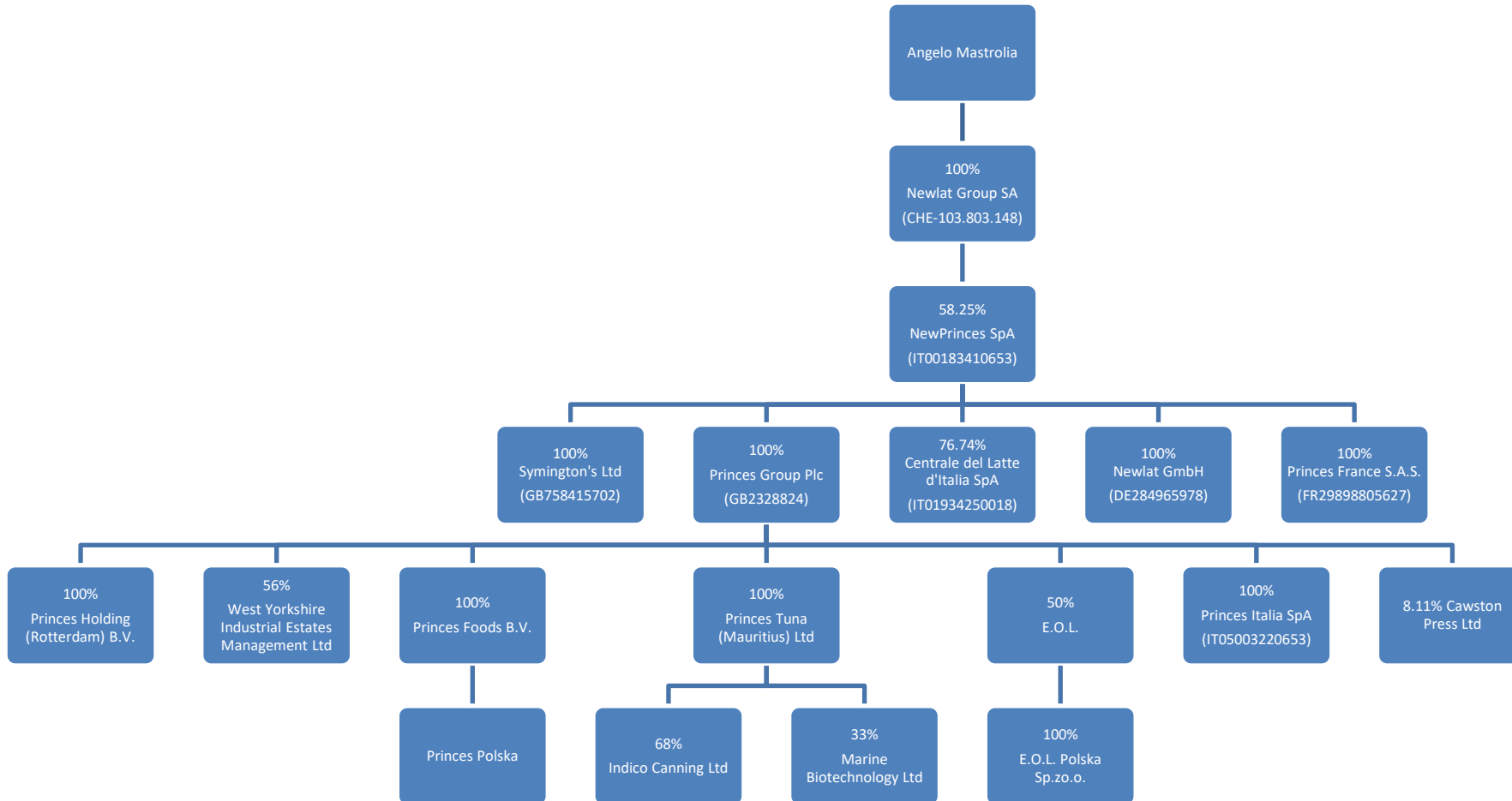
The SB sends the Board of Directors a written report every six months on how the Model 231 is being implemented and disseminated within each Company department. The implementation of adequate regular and/or sporadic information flows to the SB is another important tool helping it to fulfil its legal monitoring responsibilities and ensuring that the Model serves its purpose of preventing liability.

No breaches of the Model or irregularities have emerged after examining the information received from managers of the various areas of the Company, and no acts or conduct have come to light that constitute an infringement of the provisions of Italian Legislative Decree 231/2001.



Half-Year Financial Report at 30 June 2025 – NewPrinces Group

Group structure as at 30 June 2025



The table below shows the main information regarding the NewPrinces Group companies as at 30 June 2025:

Name	Registered Office	Currency	Share capital at 30 June 2025	Control percentage at 30 June 2025	Control percentage at 31 December 2024
NewPrinces SpA.	Italy - Via J.F. Kennedy 16, Reggio Emilia	EUR	43,935,050	Parent company	Parent company
Princes France Sas (*)	951 Rue Denis Papin, 54710 Ludres, France	EUR	1,000,000	100%	100%
Symington's Limited	2528254 Dartmouthway, Leeds	GBP	100,000	100%	100%
NewPrinces Deutschland	Germany - Franzozenstraße 9, Mannheim	EUR	1,025,000	100%	100%
Centrale del Latte d'Italia	Italy - Via Filadelfia 220, Turin	EUR	28,840,041	67.74%	67.74%
Princes Limited	Royal Liver Building Pier Head Liverpool	GBP	7,000,000	100%	100%

A brief description of the subsidiaries' activities is provided below:

- Newlat GmbH (Deutschland) is active in the production and sale in Germany of traditional forms of German pasta (*spätzle* and flavoured pasta), instant cups and sauces, as well as the marketing of pasta produced by Princes Italia SpA.
- Centrale del Latte d'Italia S.p.A. is a company active in the production and marketing of about 120 products ranging from milk and its derivatives to yoghurt and plant-based beverages that are distributed under the trademarks TappoRosso, Mukki, Tigullio and Vicenza in the reference territories at over 16,000 points of sale, both mass-market retailers and traditional traders. Its shares are listed on the Euronext Milan segment of the Mercato Telematico Azionario organised and managed by Borsa Italiana S.p.A.
- Symington's Ltd is active in the production and sale of a wide range of products, including:
 - Instant noodles, where it is the leader in the authentic and Asian inspiration segment
 - Soups and various ready meals, rice and couscous ready meals
 - Baked goods including toasted breads for desserts and cakes
 The company has three production plants and a logistics distribution centre, and its markets are United Kingdom, United States and Australia.
- Princes France Sas, a leading manufacturer of baking and dessert mixes.
- Princes Limited: a group active in the production and sale of products related to canned vegetables, tuna, oils, beverages, tomatoes and pasta.

It should be noted that at the reference dates of the Consolidated Financial Statements, all the companies included within the scope were consolidated using the line-by-line method.

The following table summarises, with reference to the companies (joint operations) proportionally included in the scope of the Consolidated Financial Statements, the information relating to the company name, registered office, functional currency and share capital at 30 June 2025:

Name	Registered Office	Currency	Share capital at 30 June 2025
Edible Oils Limited	Royal Liver Building Pier Head Liverpool	GBP	8,626,000
Edible Oils Polska SP. Z.O.O.	ul. B. Chrobrego 29, 64-500 Szamotuły, POLAND	ZL	70,155,000

In preparing the Consolidated Financial Statements, all balances and transactions carried out between the companies included in the scope have been eliminated and therefore the Consolidated Financial Statements do not include any of the transactions in question. Finally, note that the Group directly or indirectly holds non-controlling interests in:

- Mercafir, a consortium company that manages the Multipurpose Food Centre in Florence, 25% through the company Centrale del Latte d'Italia S.p.A. in Mercafir equal to 25% and was valued using the equity method.
- Marine Biotechnology, a company specialising in the production of fishmeal and fish oil, held 33% through Princes Tuna Mauritius and was valued using the equity method.



Half-Year Financial Report at 30 June 2025 – NewPrinces Group

HALF-YEAR FINANCIAL REPORT

DIRECTORS' OBSERVATIONS ON PERFORMANCE AT 30 June 2025

MANAGEMENT REPORT

The NewPrinces Group is an important player in the Italian and European agri-food sector. In particular, as at 30 June 2025 the Group has a strong position in the English market and a significant presence in the German and Italian markets.

The NewPrinces Group operates mainly through the following business units:

- Dairy Products
- Foods
- Drinks
- Fish
- Italian Products
- Oils
- Other Products

For a more clear representation of business performance, the comparative figures as at 30 June 2024 are presented on a combined basis, i.e. including the Princes Group as if it had been acquired from 1 January 2024 (compared with the actual acquisition date of 31 July 2024).

The following table contains the Group's consolidated combined income statement:

<i>(In thousands of euros and as a percentage of revenue from contracts with customers)</i>	Half-year ended 30 June					
	2025	%	2024 (combined)	%	2025 v 2024	%
Revenue from contracts with customers	1,314,206	100.0%	1,360,067	100.0%	(45,860)	(3.4%)
Cost of sales	(1,053,296)	(80.1%)	(1,119,917)	(82.3%)	66,621	(5.9%)
Gross operating profit/(loss)	260,910	19.9%	240,150	17.7%	20,760	8.6%
Sales and distribution costs	(87,393)	(6.6%)	(97,144)	(7.1%)	9,751	(10.0%)
Administrative costs	(117,282)	(8.9%)	(120,362)	(8.8%)	3,080	(2.6%)
Net write-downs of financial assets	(669)	(0.10%)	(311)	0.00%	(358)	115.2%
Other revenues and income	1,074	0.1%	5,298	0.4%	(4,224)	(79.7%)
Other operating costs	(3,843)	(0.3%)	(3,242)	(0.2%)	(600)	18.5%
Operating profit/(loss) (EBIT)	52,797	4.0%	24,389	1.8%	28,408	116.5%
Financial income	14,180	1.1%	6,334	0.5%	7,846	123.9%
Financial expenses	(35,800)	(2.7%)	(29,218)	(2.1%)	(6,581)	22.5%
Profit/(loss) before taxes	31,177	2.4%	1,504	0.1%	29,673	1,972.7%
Income taxes	(8,928)	(0.7%)	(2,795)	(0.2%)	(6,133)	219.5%
Net profit/(loss)	22,249	1.7%	(1,290)	(0.1%)	23,539	(1,825.3%)

Operating profit amounted to Euro 52.8 million, a sharp increase compared to the same period of the previous financial year (+116.5%), mainly due to the first synergies realised with the Princes Group and consequently a clear improvement in margins.

In absolute terms, EBITDA increased by Euro 25 million (+32.6%), while the EBITDA margin went from 5.6% to 7.7%.

The following is a brief commentary on the most significant changes to the main income statement items that occurred in the periods under review:

Revenue from contracts with customers

Revenue from contracts with customers contains the contractual fees to which the Group is entitled in exchange for the transfer of the promised goods or services to customers. The contractual fees may include fixed or variable amounts or both and are recognised net of rebates, discounts and promotions, such as contributions to the mass distribution channel. In particular, in the context of existing contractual relations with mass distribution operators, contributions are expected to be recognised as year-end bonuses linked to the achievement of certain turnover volumes or amounts related to the positioning of products.

SEGMENT REPORTING

The table below provides a breakdown of revenue from contracts with customers by business unit as monitored by management.

(In thousands of euros and as a percentage)	Half-year as at 30 June 2025				Changes	
	2025	%	2024 (combined)	%	2025 v 2024	%
Dairy Products	163,315	12.4%	157,993	11.6%	5,322	3%
Foods	366,662	27.9%	393,438	28.9%	(26,776)	(7%)
Drinks	186,601	14.2%	178,263	13.1%	8,339	5%
Fish	217,863	16.6%	232,375	17.1%	(14,511)	(6%)
Italian Products	211,173	16.1%	216,317	15.9%	(5,143)	(2%)
Oils	161,354	12.3%	174,607	12.8%	(13,253)	(8%)
Other Products	7,239	0.6%	7,076	0.5%	163	2%
Revenue from contracts with customers	1,314,206	100.0%	1,360,068	100.0%	(45,860)	(3.4%)

Revenue from the **Milk & Dairy Products** segment was up compared to the same period of the previous year due to the combined effect of an increase in sales volumes in the milk sector and an increase in the average sales price.

Revenue from the **Foods** segment decreased mainly due to lower sales volumes in the food services sector following the termination of certain low-margin contracts, particularly in the baked beans category.

Revenue from the **Drinks** segment increased as a result of higher sales volumes due to new contracts signed during 2025.

Revenue from the **Fish** segment decreased due to lower sales volumes and a lower average sales price compared to the same period last year.

Revenue from the **Italian Products** segment showed a slight decrease due to lower sales volumes in the tomato category following the termination of certain low-margin contracts, offset by higher volumes in the olive oil category. In the Pasta and Bakery categories revenue decreased due to a lower average selling price compared with the same period of the previous year, while in the Special Products category sales volumes increased.

Revenues in the **Oils** segment were down compared to the same period of the previous year due to a decrease in the average sales price in the Olive Oil category.

The following table provides a breakdown of revenue from contracts with customers by distribution channels, as monitored by management:

(In thousands of euros and as a percentage)	Half-year as at 30 June 2025				Changes	
	2025	%	2024 (combined)	%	2025 v 2024	%
Mass Distribution	1,049,962	79.9%	1,092,792	80.3%	(42,830)	(4%)
B2B partners	140,510	10.7%	128,497	9.4%	12,013	9%
Normal trade	40,655	3.1%	41,105	3.0%	(450)	(1%)
Food services	83,079	6.3%	97,674	7.1%	(14,594)	(15%)
Total revenue from contracts with customers	1,314,206	100.0%	1,360,067	100.0%	(45,861)	(3.4%)

Revenue in the **Mass Distribution** channel decreased due to the reduced turnover in the Foods and Fish segments.

Revenue from the **B2B partners** channel recorded an increase due to several new contracts secured during 2025 in the Drinks segment.

Revenues from the **Normal Trade** channel were in line with the same period of the previous year, recovering in the second quarter.

Revenue from the **Food Services** channel declined due to lower sales volumes in the Foods sector and lower average selling prices in the Oils and Italian Products sectors compared with the same period of the previous year.

The following table provides a breakdown of revenue from contracts with customers by geographical area as monitored by management:

(In thousands of euros and as a percentage)	Half-year as at 30 June 2025				Changes	
	2025	%	2024 (combined)	%	2025 v 2024	%
Italy	206,763	15.7%	211,726	15.6%	(4,963)	-2%
Germany	85,026	6.5%	91,934	6.8%	(6,908)	-8%
United Kingdom	823,002	62.6%	853,949	62.8%	(30,947)	-4%
Other countries	199,415	15.2%	202,457	14.9%	(3,042)	-2%
Total revenue from contracts with customers	1,314,206	100%	1,360,067	100.0%	(45,860)	(3.4%)

Revenue from **Italy** decreased slightly, mainly due to lower average selling prices in the Pasta and Bakery categories and reduced volumes in the Fish sector, partially offset by higher sales volumes in the shelf-stable milk category.

Revenue in **Germany** decreased due to lower sales in the tomato and legume segments following the termination of some low-margin private label contracts.

Revenue in the **United Kingdom** decreased due to lower volumes in the Food, Fish and Oil segment, partially offset by an increase in volumes in the Drinks segment.

Revenue from **Other Countries** declined mainly due to lower average selling prices in the Group's operating segments, with the exception of the Oils category.

Operating costs

The following table lists the operating costs as shown in the income statement by destination:

(In thousands of euros)	Half-year ended 30 June	
	2025	2024 (combined)
Cost of sales	(1,053,296)	(1,119,917)
Sales and distribution costs	(87,393)	(97,144)
Administrative costs	(117,282)	(120,362)
Total operating costs	(1,257,971)	(1,337,424)

Cost of sales represented 80.15% of sales revenues (82.3% as at 30 June 2024) and decreased sharply in the first half of 2025 due to the first synergies achieved with the entry of the Princes Group in terms of procurement.

Selling and distribution expenses were sharply down compared with the same period of the previous year due to improved economic conditions in distribution and transport, particularly in the Pasta and Fish sectors.

Administrative expenses decreased compared to the same period of the previous year due to a rationalisation of costs and/or projects no longer considered "core" as well as the departure of employees due to resignations, which for the time being was not followed by any new hires.

EBITDA was Euro 101.8 million (or 7.7% of sales revenue) compared to Euro 76.7 million as of 30 June 2024 (or 5.6% of sales revenue), with a clear increase both in absolute terms and in terms of margins thanks to the Group's ability to optimise its supply chain and to having initiated the first synergies already noted at the time of the Princes Group acquisition.

The following table shows EBITDA by activity segment:

(In thousands of euros)	Half-year as at 30 June 2025							Consolidated Financial Statements total
	Milk products	Foods	Drinks	Fish	Italian Products	Oils	Other Products	
Revenue from contracts with customers (third parties)	163,315	366,662	186,601	217,863	211,173	161,354	7,239	1,314,206
EBITDA (*)	14,945	36,088	10,242	9,259	24,638	6,203	393	101,767
EBITDA margin	9.15%	9.84%	5.49%	4.25%	11.67%	3.84%	5.43%	7.74%
Amortisation, depreciation and write-downs	7,693	14,601	8,233	3,910	8,992	1,057	3,816	48,301
Net write-downs of financial assets							669	669
Operating profit/(loss)	7,252	21,487	2,009	5,349	15,646	5,147	(4,092)	52,797
Financial income	-	-	-	-	-	-	14,180	14,180
Financial expenses	-	-	-	-	-	-	(35,800)	(35,800)
Profit/(loss) before taxes	7,252	21,487	2,009	5,349	15,646	5,147	(25,711)	31,177
Income taxes	-						(8,928)	(8,928)
Net profit/(loss)	7,252	21,487	2,009	5,349	15,646	5,147	(34,640)	22,249

(In thousands of euros)	Half-year as at 30 June 2024							Total Combined Financial Statements
	Milk products	Foods	Drinks	Fish	Italian Products	Oils	Other Products	
Revenue from contracts with customers (third parties)	157,993	393,438	178,263	232,375	216,317	174,607	7,076	1,360,068
EBITDA (*)	15,404	31,509	5,805	10,538	20,583	6,047	(13,150)	76,736
EBITDA margin	9.75%	8.01%	3.26%	4.53%	9.52%	3.46%	(185.84%)	5.65%
Amortisation, depreciation and write-downs	7,321	16,274	8,449	3,943	9,700	816	6,157	52,660
Net write-downs of financial assets							(311)	(311)
Operating profit/(loss)	8,083	15,235	(2,644)	6,595	10,883	5,231	(18,996)	24,387
Financial income	-						6,334	6,334
Financial expenses	-						(29,218)	(29,218)
Profit/(loss) before taxes	8,083	15,235	(2,644)	6,595	10,883	5,231	(41,880)	1,503
Income taxes	-						(2,795)	(2,795)
Net profit/(loss)	8,083	15,235	(2,644)	6,595	10,883	5,231	(44,675)	(1,292)

Operating profit (EBIT) amounted to 52.8 million euros (4% of sales), compared with 24.4 million euros as at 30 June 2024 (1.8% of sales), a sharp improvement driven by synergies achieved in procurement and distribution.

The tax rate was 28.6%.

Net profit as at 30 June 2025 was Euro 22.2 million, a sharp increase from 30 June 2024.

EBITDA

The table below provides a reconciliation of EBITDA, the EBITDA margin and cash conversion at 30 June 2025 and 2024.

<i>(In thousands of euros and as a percentage)</i>	At 30 June	
	2025	2024 (combined)
Operating profit/(loss) (EBIT)	52,797	24,387
Amortisation, depreciation and write-downs	48,301	52,660
Net write-downs of financial assets	669	(311)
EBITDA (*) (A)	101,767	76,736
Revenue from contracts with customers	1,314,206	1,360,068
EBITDA margin (*)	7.7%	5.6%
investments (B)	21,149	30,014
Cash conversion [(A) - (B)]/(A)	79.2%	60.9%

(*) Operating profit/(loss) (EBIT), EBITDA, the EBITDA margin and the cash conversion are alternative performance indicators not identified as an accounting measure under IFRS and, therefore, should not be considered alternative measures to those provided by the Group's financial statements when assessing the Group's results.

To assess performance, management monitors, among other things, EBITDA by business unit as shown in the table below.

<i>(In thousands of euros and as a percentage of revenue from contracts with customers)</i>	Half-year ended 30 June				Changes	
	2025	%	2024	%	2025 v 2024	%
Dairy Products	14,945	9.2%	15,404	9.7%	(459)	(3.0%)
Foods	36,088	9.8%	31,509	8.0%	4,579	14.5%
Drinks	10,242	5.5%	5,805	3.3%	4,437	76.4%
Fish	9,259	4.2%	10,538	4.5%	(1,279)	(12.1%)
Italian Products	24,638	11.7%	20,583	9.5%	4,055	19.7%
Oils	6,203	3.8%	6,047	3.5%	156	2.6%
Other Products	393	5.4%	(13,150)	(185.8%)	13,543	(103.0%)
EBITDA	101,767	7.7%	76,736	5.6%	25,031	32.6%

The EBITDA in the **Dairy Products** sector recorded a slight decrease due to a lower average selling price in the fresh milk and mascarpone categories, partially offset by higher sales volumes in the shelf-stable milk category.

The EBITDA in the **Foods** sector recorded a significant increase due to lower direct costs and the discontinuation of certain foodservice contracts with negative margins.

The EBITDA in the **Drinks** sector recorded a significant increase due to lower direct costs and improved production processes, with clear benefits in terms of reduced production waste and inventory losses.

The EBITDA in the **Fish** sector decreased due to lower sales volumes in Europe and a lower average selling price in the United Kingdom, partially offset by improved production efficiency at the Mauritius sites.

The EBITDA in the **Italian Products** sector increased due to higher sales volumes in the olive oil category and greater efficiency in distribution and transport costs in the Pasta category.

The EBITDA in the **Oils** sector increased due to a higher average selling price, partially offset by lower margins in the Polish market due to increased promotional activity.

The EBITDA in the **Other Products** sector increased due to costs incurred by Princes Limited in H1 2024 relating to the disposal of the Group.

In order to evaluate the business performance, the Company's management monitors, among other things, the normalized EBITDA, as shown in the following table:

<i>(In thousands of euros and as a percentage)</i>	At 30 June	
	2025	2024 (combined)
Operating profit/(loss) (EBIT)	52,797	24,387
Amortisation, depreciation and write-downs	48,301	52,660
Net write-downs of financial assets	669	(311)
EBITDA (*) (A)	101,767	76,736
Non recurring items	2,801	13,065
EBITDA Normalized	104,576	89,801
Revenue from contracts with customers	1,314,206	1,360,068
EBITDA Margin Normalized	8.0%	6.6%

(*) Operating profit/(loss) (EBIT), EBITDA, the EBITDA margin and the cash conversion are alternative performance indicators not identified as an accounting measure under IFRS and, therefore, should not be considered alternative measures to those provided by the Group's financial statements when assessing the Group's results.

Net financial debt

The following table provides details of the composition of the Group's net financial debt as at 30 June 2025 and 31 December 2024, determined in accordance with the provisions of Consob Communication DEM/6064293 of 28 July 2006 and in accordance with paragraph 175 et seq. of the recommendations contained in the document prepared by ESMA, no. 32-382-1138 of 4 March 2021 (guidelines on disclosure requirements under Regulation EU 2017/1129, so-called "Prospectus Regulation"):

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<i>(In thousands of euros)</i>	At 30 June	At 31 December
Net financial debt	2025	2024
A. Cash and cash equivalents	561,320	455,135
B. Cash equivalents	100,000	-
C. Other current financial assets	139,956	265,351
D Cash and cash equivalents (A)+(B)+(C)	801,277	720,486
E. Current financial payables	(292,952)	(361,009)
F. Current portion of non-current financial debt	(61,642)	(44,708)
G. Current financial indebtedness (E)+(F)	(354,594)	(405,717)
H. Net current financial indebtedness (G)+(D)	446,683	314,770
I. Non-current financial payables	(188,840)	(461,756)
J. Debt instruments	(547,401)	(199,231)
K. Trade and other non-current payables	(175,374)	(206,100)
L. Non-current financial indebtedness (I)+(J)+(K)	(911,615)	(867,087)
M. Net financial indebtedness (H)+(L)	(464,932)	(552,316)
Shareholder Loan	175,374	206,100
Treasury shares	4,463	
N. Adjusted net financial debt	(285,095)	(346,216)

Comparing the net financial position at 30 June 2025 with the corresponding data at 31 December 2024 demonstrates a significant improvement of Euro 61.1 million thanks to the NewPrinces Group's ability to generate cash flows from operations and the improvement in net working capital.

Without considering lease liabilities, the positive net financial position was as follows:

<i>(In thousands of euros)</i>	At 30 June	At 31 December
	2025	2024
Net financial debt	(285,095)	(346,216)
Current lease liabilities	28,512	20,230
Non-current lease liabilities	72,973	79,758
Net Financial Position	(183,610)	(246,228)

INVESTMENTS

The following table provides a breakdown of the Group's investments in property, plant and equipment and intangible assets in the half year ended 30 June 2025:

<i>(In thousands of euros and as a percentage)</i>	At 30 June			
	2025	%	2024	%
Land and buildings	62	0.3%	379	3.8%
Plant and machinery	4,978	28.9%	5,387	53.4%
Industrial and commercial equipment	126	0.7%	1,157	11.5%
Other assets	315	1.8%	10	0.1%
Assets under construction and payments on account	11,055	64.2%	2,455	24.3%
Investments in property, plant and equipment	16,535	96.0%	9,388	93.1%
Patents and intellectual property rights	687	4.0%	27	0.3%
Concessions, licences, trademarks and similar rights	-	0.0%	112	1.1%
Other assets		0.0%	562	5.6%
Investments in intangible assets	687	4.0%	700	7.0%
Total investments	17,233	100.0%	10,088	100.0%

During the reporting period, the Group made investments totalling Euro 21,837 thousand. The Group's investment policy is aimed at innovation and diversification in terms of product supply. In particular, the Group attaches importance to the development of new products, with the aim of continuously improving customer satisfaction.

Investments in property, plant and equipment mainly relate to purchases of plant and machinery, mainly attributable to projects to update and renovate production and packaging lines, as well as the construction of the new warehouse in Germany, which will bring benefits in terms of finances and economies of scale.

The following table provides a breakdown by business unit of the Group's investments in H1 2025:

<i>(In thousands of euros and as a percentage)</i>	At 30 June			
	2025	%	2024	%
Dairy Products	792	4.6%	2,505	24.8%
Foods	780	4.5%	2,800	27.8%
Drinks	7,674	44.6%		
Fish	6	0.0%		0.0%
Italian Products	7,484	43.5%	4,586	
Oils	102	0.6%		
Other products	386	2.2%	197	2.0%
Total investments	17,223	100.0%	10,088	54.5%

OTHER INFORMATION

Policy for analysing and managing risks connected with the activities of the Group

This section provides information on exposure to risks connected with the activities of the Group as well as the objectives, policies and processes for managing such risks and the methods used to assess and to mitigate them. The guidelines for the Group's ICRMS, defined by the Board of Directors, identify the internal control system as a cross-sectional process integral to all business activities. The purpose of the ICRMS is to help the Group achieve its performance and profit objectives, obtain reliable economic and financial information and ensure compliance with existing laws and regulations, while shielding the Company from reputational damage and financial loss. In this process, particular importance is given to identifying corporate objectives, classifying (based on combined assessments regarding the probability and the potential impact) and controlling related risks by implementing specific containment actions. There are various types of potential business risks: strategic, operational (related to the effectiveness and efficiency of business operations), reporting (related to the reliability of economic-financial information), compliance (related to the observance of the laws and regulations in force, to shield against damage to its image or and/or economic losses) and, lastly, financial. Those in charge of the company departments identify and assess the risks within their jurisdiction, whether these originate within or outside the Group, and identify actions to limit and reduce them (so-called "first-level control").

On top of this come the activities of the Financial Reporting Officer and their staff (so-called "second-level control") and those of the Manager of the Internal Audit function (so-called "third-level control") who continuously monitors the efficiency and effectiveness of the internal audit and risk management system through risk assessment activities, the performance of audit operations and the subsequent management of follow up.

The results of the risk identification procedures are reported and discussed to and discussed by the Group's senior management so that they can be covered and insured and the residual risk can be evaluated.

The following paragraphs describe the risks considered to be significant and connected with the activities of the Group (the order in which they are listed does not imply any classification, in terms of either probability of occurrence or possible impact):

STRATEGIC RISKS

Risks relating to the macroeconomic and sector situation

The activity of the Group is influenced by the general conditions of the economy in the various markets where it operates. A period of economic crisis, with a consequent slow-down in consumption, can have a negative impact on the sales trends of the Group. The current macroeconomic context causes significant uncertainty regarding forecasts, with the resulting risk that reduced performance could impact margins in the short term. The Group pursues its aim of increasing its industrial efficiency and improving its production capacity while reducing overheads.

Risks connected with the external growth strategy

The Group has so far based its growth strategy on acquisitions of other companies, businesses or business units, and the plan is to continue this external growth strategy. The Group is therefore exposed to the risk of not being able to identify suitable companies or businesses in the future in order to feed its external growth strategy, or of not having the financial resources necessary to acquire the identified entities. The Group is also exposed to the risk that its past or future acquisitions will bring about unexpected costs and/or liabilities that prevent it from achieving its objectives.

OPERATING RISKS

Risks related to the high level of competitiveness of the sector

The food & beverage market in which the Group operates is characterised by a particularly significant level of competition, competitiveness and dynamism. This market is characterised in particular by (i) increasing competitiveness of companies that produce so-called private label products with prices lower than those charged by the Group; (ii) increasing prevalence of online sales (where the Group is starting to have a presence) resulting in a decrease in product prices, especially in the mass distribution channel, through which the Group generates a significant percentage of its revenues, namely 80% at 30 June 2025; (iii) frequent promotional campaigns over time and with significant discounts; (iv) consolidation of existing operators (through M&As), especially in the mass distribution channel. The Group pursues its aim of increasing its industrial efficiency and improving its production capacity while reducing overheads and being competitive in its reference markets. Moreover, thanks to the presence of some "unique" products, the Group is able to face the competition.

ENVIRONMENTAL AND CLIMATE RISKS

Two standards were published in June 2023 that set out the basic requirements for financial reporting related to sustainability (IFRS S1) and the disclosure of information about climate-specific risks and opportunities (IFRS S2), starting with financial years beginning on 1 January 2024. These impacts were taken into account by the Company in the application of international accounting standards for the closure of the annual report as at 31 December 2024 when material, assessing their effects both in the application of individual accounting standards and on the company's ability to continue as a going concern. In this context, note that no material risks have arisen for the Company from the application of the individual standards, and no doubts or uncertainties have arisen with regard to events or conditions that might call into question its ability to operate as a going concern. Specifically, the Group constantly monitors the latest regulations on climate-related issues. At this time no laws have been passed that have a direct impact on the Company, which will adjust the key assumptions used in the value-in-use calculations and the sensitivity to changes in assumptions should a change become necessary.

The impact of climate change assessment and the target of zero net carbon emissions for the activities of the Group by 2030 have been taken into account in the evaluation of estimates and judgements in the preparation of the Group's financial statements. The details of the climate risk assessment were deemed proportionate to the nature of the business, and the current assessment was sufficient to identify physical climate risks as well as transition risks that are material to the Group's operations or financial position. The climate change analysis performed since the previous year, which mainly related to emissions and water consumption, did not reveal any issues that could not be attributed to or addressed in the ordinary course of business, and did not reveal any significant material economic issues that had an impact on the preparation of these consolidated financial statements.

The following considerations were made:

- The impact of climate change is not expected to be significant while the business remains a going concern.
- The impact of climate change is more evident on organic goods as all agricultural ingredients are at risk mainly due to water scarcity and high temperatures: to mitigate and keep the risk low.
- The impact of climate change on the cash flow projections used in impairment assessments of the value in use of non-current assets including goodwill.
- The impact of climate change on factors (such as residual values, useful lives and depreciation methods, provisions and onerous contracts) that determine the carrying value of non-current assets: no risk factors were identified in 2025.

INFLATION-RELATED RISKS

The sector the Group competes in has been exposed to the challenges of incremental inflationary pressures. Although there are some favourable factors for the global economy stemming from the further easing of global supply chain pressures due to improving supply and weakening demand, downside risks to global growth persist. The risks arising from the relative weakening of industry sector performance together with changes in consumer behaviour, as well as the overall evolution of the macroeconomic landscape, are constantly monitored by the Group to mitigate any impacts.

In the first half of 2025 no inflationary effects were recorded that negatively impacted company margins. Nevertheless, the Group will continue to monitor inflationary trends in the main components of finished products so as to implement corrective measures if necessary.

FINANCIAL RISKS

Management of financial risks

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

- Market risk, arising from the fluctuation of interest rates and of exchange rates between the euro and the other currencies in which the Group operates.

- Credit risk, arising from the possibility of counterparty default.
- Liquidity risk, arising from a lack of financial resources to meet commitments.

The Group's objective is to manage its financial exposure over time so that liabilities are balanced with assets on the statement of financial position and that the necessary operational flexibility is in place by using bank loans and the cash generated by current operating activities.

The ability to generate liquidity from core operations, together with the ability to borrow, allows the Group to adequately meet its operational, working capital financing and investment needs, as well as to comply with its financial obligations. The Group's financial policy and the management of the related financial risks are centrally guided and monitored. In particular, the central finance function is responsible for assessing and approving forecast financial requirements, monitoring performance and taking corrective action where necessary.

Exchange risk

Exposure to the risk of exchange rate fluctuations derives from the Group's commercial activities conducted in currencies other than the euro. Revenues and costs denominated in foreign currency can be influenced by fluctuations in the exchange rate, bringing about an impact on trade margins (economic risk), and trade and financial payables and receivables denominated in foreign currency can be impacted by the conversion rates used, with a knock-on effect on the profit or loss (transaction risk). Finally, fluctuations in exchange rates are also reflected in consolidated results and equity.

The main exchange rates to which the Group is exposed are:

- Euro/USD, in relation to transactions carried out in US dollars.
- Euro/GBP, in relation to transactions carried out in pound sterling.
- GBP/PLN, in relation to transactions carried out in Polish zloty.
- Euro/CHF, in relation to transactions carried out in Swiss francs.

The Group has specific policies to hedge against exchange rate fluctuations, especially in the Princes Group.

It is the Group's policy not to invest in derivative financial instruments of a speculative nature. However, in cases where derivative financial instruments do not meet all the conditions for hedge accounting, changes in the fair value of such instruments are recognised in the income statement as financial expenses and/or income. Derivative financial instruments are accounted for under hedge accounting rules when:

- At the beginning of the hedge there is a formal designation and documentation of the hedging relationship.
- The hedge is assumed to be highly effective.
- Effectiveness can be reliably measured and the hedge itself is highly effective during the designated periods.

The method of accounting for derivative financial instruments changes depending on whether the conditions and requirements of IFRS 9 are fulfilled or not. Specifically:

Cash flow hedges

In the case of a derivative financial instrument for which a hedging relationship is formally documented for changes in cash flows originating from an asset or liability or from a future transaction (underlying hedged item) that is deemed to be highly probable and could affect profit or loss, the effective portion resulting from the fair value adjustment of the derivative financial instrument is recognised directly in an equity reserve. When the underlying hedged item becomes manifest, this reserve is removed from equity and allocated to the carrying amount of the underlying item. Any ineffective portion of the change in value of the hedging instrument is immediately allocated to the income statement under financial expenses and/or income.

When a hedging financial instrument matures, is sold or exercised, or the company changes the correlation with the underlying item, and the expected transaction originally hedged has not yet occurred but is still considered probable, the related gains and losses arising from the fair value adjustment of the financial instrument remain in equity and are recognised in the income statement when the transaction occurs as described above. If the likelihood of the underlying transaction ceases to exist, the related gains and losses of the derivative contract originally recognised in equity are immediately recognised in the income statement.

Fair value hedges of monetary assets and liabilities

Where a derivative financial instrument is used to hedge changes in the value of monetary assets or liabilities already recorded in the financial statements that could affect the income statement, profits and losses related to changes in fair value of the derivative financial instruments are immediately recorded in the income statement. Similarly, gains and losses relating to the hedged item change the carrying value of that item and are recognised in the income statement.

Cash flow hedges

In the case of a derivative financial instrument for which a hedging relationship is formally documented for changes in cash flows originating from an asset or liability or from a future transaction (underlying hedged item) that is deemed to be highly probable and could affect profit or loss, the effective portion resulting from the fair value adjustment of the derivative financial instrument is recognised directly in an equity reserve. When the underlying hedged item becomes manifest, this reserve is removed from equity and allocated to the carrying amount of the underlying item. Any ineffective portion of the change in value of the hedging instrument is immediately allocated to the income statement under financial expenses and/or income.

When a hedging financial instrument matures, is sold or exercised, or the company changes the correlation with the underlying item, and the expected transaction originally hedged has not yet occurred but is still considered probable, the related gains and losses arising from the fair value adjustment of the financial instrument remain in equity and are recognised in the income statement when the transaction occurs as described above. If

the likelihood of the underlying transaction ceases to exist, the related gains and losses of the derivative contract originally recognised in equity are immediately recognised in the income statement.

Interest rate risk

The Group uses external financial resources in the form of debt and uses the liquidity available in market instruments. Changes in interest rate levels affect the cost and return of the various forms of funding and use, thus affecting consolidated net financial expense. Exposure to interest rate risk is constantly monitored according to the trend of the Euribor curve, in order to assess possible interventions to contain the risk of a potential rise in market interest rates. At the reference dates, there were no hedges carried out by trading in derivatives.

With reference to interest rate risk, a sensitivity analysis was carried out to determine the effect on the consolidated income statement and consolidated shareholders' equity that would result from a hypothetical positive and negative change of 50 bps in interest rates compared with those actually recorded in each period. The analysis was carried out mainly with regard to the following items: (i) cash and cash equivalents and (ii) short- and medium-/long-term financial liabilities. With regard to cash and cash equivalents, reference was made to the average inventory and the average rate of return for the period, while for short- and medium-/long-term financial liabilities, the precise impact was calculated. The table below shows the results of the analysis carried out:

(In thousands of euros)	Impact on profit net tax		Impact on shareholders' equity net of tax	
	- 50 bps	+ 50 bps	- 50 bps	+ 50 bps
Half-year as at 30 June 2025	(841)	841	(841)	841
Half-year as at 30 June 2024	(427)	427	(427)	427

Credit risk

The Group is exposed to the credit risk inherent in the possibility of its customers becoming insolvent and/or less creditworthy, so it monitors the situation continually.

Credit risk derives essentially from the Group's commercial activity, where its counterparties are predominantly mass and retail distribution operators. Retail receivables are extremely fragmented, while the mass distribution segment is characterised by a larger exposure to a single client.

The following table provides a breakdown of trade receivables (from consolidated financial statements) at 30 June 2025 and 31 December 2024 grouped by maturity, net of the provision for bad debts:

<i>(In thousands of euros)</i>	Not overdue	1-90 days overdue	91-180 days overdue	More than 181 days overdue	Total
Gross trade receivables at 30 June 2025	237,663	63,222	3,515	19,993	324,393
Provision for bad debts	(845)	(466)	(1,105)	(18,378)	(20,794)
Net trade receivables at 30 June 2025	236,818	62,756	2,410	1,615	303,599
Gross trade receivables at 31 December 2024	225,272	28,707	4,636	20,055	278,670
Provision for bad debts	(176)	(166)	(1,405)	(18,378)	(20,125)
Net trade receivables at 31 December 2024	225,096	28,541	3,231	1,677	258,545

Liquidity risk

Liquidity risk is the risk that, due to the inability to find new funds or to liquidate assets on the market, the Group will not be able to meet its payment obligations, resulting in a negative impact on results if it is forced to incur additional costs to meet its obligations or an insolvency situation.

The liquidity risk to which the Group may be subject comprises the failure to find sufficient financial resources for its operations, as well as for the development of its industrial and commercial activities. The two main factors that determine the Group's liquidity situation are on the one hand the resources generated or absorbed by operating and investment activities, and on the other the maturity and renewal status of payables or the liquidity of financial commitments and market conditions. In particular, the main factor affecting the Group's liquidity is the resources absorbed by operating activities: the sector in which the Group operates has seasonal sales phenomena, with peak liquidity requirements in the third quarter caused by a higher volume of trade receivables compared with the rest of the year. The Company's commercial and finance teams work together to manage the changing liquidity requirements, which involves carefully planning financial requirements related to sales, drafting the budget at the beginning of the year and carefully monitoring requirements throughout the year.

Since they are also subject to seasonal phenomena, liquidity requirements linked to inventory dynamics are subject to analysis: planning purchases of raw materials for the inventory is managed in accordance with established practices, with the Chairman involved in decisions that could have an impact on the Group's financial equilibrium.

Based on established practices inspired by prudence and stakeholder protection, the Group's financing activity involves negotiating credit lines with the banking system and continually monitoring the Group's cash flows.

The following table shows, by contractual maturity bands, the Company's financial requirements at 30 June 2025 and 2024, expressed according to the following assumptions:

- (i) cash flows are not discounted
- (ii) cash flows are allocated to time bands on the basis of the first due date provided for in the contractual terms

- (iii) all instruments held on the reporting date for which payments have already been contractually designated are included. Future commitments planned but not yet recognised are not included
- (iv) when the amount payable is not fixed (e.g. future interest repayments), the financial liability is measured at market conditions at the reporting date and
- (v) cash flows also include the interest that the company will pay until the maturity of the debt at the reporting date.

(In thousands of euros)	At 30 June 2025					Contract value	Book value
	less than 1 year	between 1 and 2 years	between 3 and 5 years	over 5 years			
Financial liabilities	326,082	49,473	70,749	551,252		997,556	989,350
Shareholder Loan				175,374		175,374	175,374
Lease liabilities	28,512	21,440	46,327	7,420		103,699	101,485
Trade payables	605,503	-	-	-		605,503	605,503
Other current liabilities	70,528	-	-	-		70,528	70,528

(In thousands of euros)	At 31 December 2024					Contract value	Book value
	less than 1 year	between 1 and 2 years	between 3 and 5 years	over 5 years			
Financial liabilities	385,486	46,406	552,001	-		983,893	966,715
Shareholder Loan				206,100		206,100	206,100
Lease liabilities	20,230	29,185	44,087	7,660		101,162	99,988
Trade payables	559,229	-	-	-		559,229	559,229
Other current liabilities	55,526	-	-	-		55,526	55,526

Positions or transactions deriving from atypical and/or unusual transactions

Pursuant to CONSOB Communication no. 6064293 of 28 July 2006, note that during the first half of 2025 no atypical and/or unusual transactions occurred outside the normal operation of the company that could give rise to doubts regarding the correctness and completeness of the information in the financial statements, conflicts of interest, protection of company assets and safeguarding the minority shareholders.

Treasury shares and shares of parent companies

In compliance with Article 2428 of the Italian Civil Code, note that as of 30 June 2025 the Parent Company held 446,341 treasury shares

Transactions with related parties

The Group's transactions with related parties (hereinafter, "**Related Party Transactions**"), identified based on criteria defined by IAS 24 – Related Party Disclosures, are mainly of a commercial or financial nature and are carried out under normal market conditions. On 6 September 2019 the Board of Directors resolved to adopt the Procedure for Transactions with Related Parties.

The explanatory notes to the half-yearly financial statements report on the income statement items at 30 June 2025 and 30 June 2024 and the statement of financial position items at 30 June 2025 and 31 December 2024 pertaining to related party transactions. This information has been extracted from the consolidated financial statements based on accounting findings.

The Group did not carry out Related Party Transactions that were unusual in terms of characteristics, or significant in terms of amount, other than those of an ongoing nature.

The Group deals with the following related parties:

- parent company ("**Parent Company**").
- companies controlled by the parent company other than its own subsidiaries ("**Companies controlled by the parent company**").

Reggio Emilia (RE), 08 September 2025

For the Board of Directors
Angelo Mastrolia
Chairman of the Board of Directors

Pursuant to paragraph 2, article 154-*bis* of the Consolidated Law on Finance, the Financial Reporting Officer Rocco Sergi declares that the accounting information contained in this document corresponds to the contents of accounting documents, books and records.

Reggio Emilia (RE), 08 September 2025

Rocco Sergi
Officer in charge of preparing the
company's financial reports



Half-Year Financial Report at 30 June 2025 – NewPrinces Group

Financial statements and explanatory notes

Consolidated statement of financial position

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Non-current assets		
Property, plant and equipment	537,353	560,456
Right-of-use assets	85,559	93,050
<i>of which from related parties</i>	10,181	11,488
Intangible assets	139,126	141,307
Equity investments in associates	9,354	10,090
Non-current financial assets measured at fair value through profit or loss	1,999	2,038
Financial assets measured at amortised cost	803	803
<i>of which from related parties</i>	735	735
Deferred tax assets	14,866	22,266
Total non-current assets	789,059	830,010
Current assets		
Inventories	469,490	486,942
Trade receivables	303,599	258,544
<i>of which from related parties</i>	17,857	6,191
Current tax assets	2,598	6,930
Other receivables and current assets	55,009	53,591
Current financial assets measured at fair value through profit or loss	48,794	1,576
Financial receivables measured at amortised cost	91,162	263,775
<i>of which from related parties</i>	91,161	263,775
Cash and cash equivalents	661,320	455,135
<i>of which from related parties</i>	-	-
Total current assets	1,631,973	1,526,493
TOTAL ASSETS	2,421,032	2,356,504
Shareholders' equity		
Share capital	44,052	43,935
Reserves	287,750	126,006
Translation reserve	(4,608)	2,537
Net profit/(loss)	20,927	160,633
Total shareholders' equity attributable to the Group	348,122	333,111
Shareholders' equity attributable to minority interests	66,852	65,530
Total consolidated equity	414,975	398,641
Non-current liabilities		
Provisions for employee benefits	12,929	13,056
Provisions for risks and charges	3,653	3,723
Deferred tax liabilities	41,626	48,578
Non-current financial liabilities	663,268	581,229
Non-current lease liabilities	72,973	79,758
<i>of which from related parties</i>	7,877	8,692
Shareholder Loan	175,374	206,100
<i>of which from related parties</i>	175,374	206,100
Other non-current liabilities	0	0
Total non-current liabilities	969,823	932,446
Current liabilities		
Trade payables	605,503	559,229
<i>of which from related parties</i>	1,414	3,782
Current financial liabilities	326,082	385,486
<i>of which from related parties</i>		7
Current lease liabilities	28,512	20,230
<i>of which from related parties</i>	2,605	2,554
Current tax liabilities	5,610	4,946
Other current liabilities	70,528	55,526
<i>of which from related parties</i>		8,784
Total current liabilities	1,036,235	1,025,418
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	2,421,032	2,356,505

Consolidated income statement

(In thousands of euros)	Half-year ended 30 June	
	2025	2024
Revenue from contracts with customers	1,314,206	370,129
<i>of which from related parties</i>		
Cost of sales	(1,053,296)	(293,789)
<i>of which from related parties</i>	(2,366)	(1,885)
Gross operating profit/(loss)	260,910	76,340
Sales and distribution costs	(87,393)	(44,952)
Administrative costs	(117,282)	(11,711)
<i>of which from related parties</i>	(84)	(84)
Net write-downs of financial assets	(669)	(311)
Other revenues and income	1,074	4,537
Other operating costs	(3,843)	(3,242)
Operating profit/(loss)	52,797	20,661
Financial income	14,180	6,334
<i>of which from related parties</i>	11,645	3,046
Financial expenses	(35,800)	(11,375)
<i>of which from related parties</i>	(5,592)	(268)
Profit/(loss) before taxes	31,177	15,619
Income taxes	(8,928)	(5,577)
Net profit/(loss)	22,249	10,042
Profit/(loss) attributable to minority interests	1,322	1,652
Group net profit/(loss)	20,927	8,391
Basic net profit/(loss) per share	0.48	0.19
Diluted net profit/(loss) per share	0.48	0.19

Consolidated statement of other comprehensive income

(In thousands of euros)	Half-year ended 30 June	
	2025	2024
Net profit/(loss) (A)	22,249	10,042
b) Other components of comprehensive income that will not be subsequently reclassified to the income statement:		
Actuarial gains/(losses)	-	-
Total other components of comprehensive income that will not be subsequently reclassified to the income statement:	-	-
c) Components of comprehensive income that will not be subsequently reclassified to the income statement:		
Hedging instruments net of tax effects	1,667	(110)
Translation reserve	(3,119)	1,614
Total other components of comprehensive income that will not be subsequently reclassified to the income statement	(1,452)	1,504
d) Total other components of comprehensive income, net of tax effect (B+C)	(1,452)	1,504
Total comprehensive net profit/(loss) (A)+(D)	20,797	11,545
Profit/(loss) attributable to minority interests	1,322	2,916
Group net profit/(loss)	19,475	8,630

Consolidated statement of changes in equity

<i>(In thousands of euros)</i>	Share capital	Reserves	Net profit/(loss)	Total shareholders' equity attributable to the Group	Shareholders' equity attributable to minority interests	Total
At 31 December 2023	43,935	100,375	14,325	158,635	16,022	174,657
Allocation of net profit/(loss) for the previous year		14,325	(14,325)	-		-
Treasury shares		652		652		652
Total treasury shares		652		652		652
Net profit/(loss)			8,391	8,391	1,652	10,042
Hedging instruments net of tax effects		3,396		3,396		3,396
Translation reserve		1,614		1,614		1,614
Actuarial gains/(losses) net of the related tax effect						
Total comprehensive net profit/(loss) for the year		5,010	8,391	13,401	1,652	15,052
At 30 June 2024	43,935	120,362	8,391	172,688	17,674	190,362
Treasury shares		10,743		10,743		10,743
Total treasury shares		10,743		10,743		10,743
Other changes		44,430			44,430	44,430
Net profit/(loss)			152,242	152,242	656	152,899
Hedging instruments net of tax effects		(3,869)		(3,869)	1575	(2,294)
Translation reserve		1,198		1,198	913	2,111
Actuarial gains/(losses) net of the related tax effect		109		109	282	391
Total comprehensive net profit/(loss) for the year		(2,562)	152,242	149,680	3,426	153,107
At 31 December 2024	43,935	172,973	160,633	333,111	65,530	398,641
Allocation of net profit/(loss) for the previous year		160,633	(160,633)	-		-
Treasury shares		(4,463)		(4,463)		(4,463)
Total treasury shares		(4,463)		(4,463)		(4,463)
Net profit/(loss)			20,927	20,927	1,322	22,249
Hedging instruments net of tax effects		1,667		1,667		1,667
Translation reserve		(3,119)		(3,119)		(3,119)
Actuarial gains/(losses) net of the related tax effect						
Total comprehensive net profit/(loss) for the year		(1,452)	20,927	19,475	1,322	20,797
At 30 June 2025	43,935	327,691	20,927	348,121	66,852	414,975

Consolidated cash flow statement

<i>(In thousands of euros)</i>	At 30 June	
	2025	2024
Profit/(loss) before taxes	31,177	15,619
- <i>Adjustments for:</i>		
Amortisation, depreciation and write-downs	48,971	18,622
Capital losses/(gains) on disposal	-	-
Other non-monetary changes from business combinations	-	-
Financial expense/(income)	21,620	5,041
<i>of which from related parties</i>	<i>6,053</i>	<i>2,778</i>
Cash flow generated /(absorbed) by operating activities before changes in net working capital	101,768	39,282
Change in inventory	17,452	(5,721)
Change in trade receivables	(45,723)	(5,943)
Change in trade payables	59,099	15,651
Change in other assets and liabilities	13,584	6,740
Use of provisions for risks and charges and for employee benefits	(198)	(500)
Taxes paid	(3,443)	(1,489)
Net cash flow generated / (absorbed) by operating activities	142,538	48,019
Investments in property, plant and equipment	(16,535)	(9,388)
Investments in intangible assets	(688)	(700)
Divestment of financial assets	127,837	954
Net cash flow generated / (absorbed) by investment activities	110,614	(9,134)
New financial payables	644,889	77,000
Repaid financial payables	(659,089)	(24,324)
Repayments of lease liabilities	(12,745)	(5,396)
<i>of which from related parties</i>	<i>(4,470)</i>	<i>(2,980)</i>
Net interest expense	(15,560)	(5,041)
Dividends paid	-	-
Acquisition of minority interests	-	-
Sale (purchase) of own shares	(4,463)	652
Net cash flow generated/(absorbed) by financing activities	(46,968)	42,891
Total changes in cash and cash equivalents	206,185	81,777
Cash and cash equivalents at start of year	455,135	312,459
<i>of which from related parties</i>	<i>0</i>	<i>93,586</i>
Offsetting of cash and cash equivalents	-	-
Total changes in cash and cash equivalents	206,185	81,777
Cash and cash equivalents at end of year	661,320	394,236
<i>of which from related parties</i>	<i>0</i>	<i>89,872</i>

Explanatory notes

Basis of preparation

The condensed consolidated half-year financial statements at 30 June 2025 were prepared in accordance with the international accounting principles (IAS/IFRS) adopted by the European Union for interim financial statements (IAS 34). The financial statements were prepared in accordance with IAS 1, while the explanatory notes were prepared in condensed form applying the option provided for in IAS 34 and therefore do not include all the information required for an annual report prepared in accordance with IFRSs. The condensed consolidated half-year financial statements at 30 June 2025 should therefore be read in conjunction with the consolidated annual financial statements for the year ended 31 December 2024.

The preparation of interim financial statements in accordance with IAS 34 Interim Financial Reporting requires judgements, estimates and assumptions that have an effect on the values of revenues, costs and assets and liabilities, and on the disclosures relating to contingent assets and liabilities at the reporting date. It should be noted that these estimates may differ from the actual results achieved in the future. The financial statement items that most require greater subjectivity on the part of the Directors when producing the estimates and for which a change in the conditions underlying the assumptions used could have a significant impact on the financial statements are: goodwill, depreciation and amortisation of non-current assets, deferred taxes, the provision for doubtful receivables, the provision for inventory write-downs, the provisions for risks, the defined benefit plans for employees, payables for the purchase of equity investments contained in the other liabilities and the determination of the fair value of the assets and liabilities acquired as part of the business combinations.

Measurement criteria

The measurement criteria used for the preparation of the consolidated financial statements for the six months ending 30 June 2025 are the same as those used for the consolidated financial statements at 31 December 2024, except for the new accounting standards, amendments and interpretations applicable from 1 January 2025, which are described below and which – it is noted – did not have a material impact on the equity and economic situation as at 30 June 2025.

Accounting standards, amendments and interpretations effective from 1 January 2025 and adoptable by the Group:

Effective date	New accounting standard/amendment	Date of EU approval (OJEU publication date)
1 January 2025	Lack of exchangeability (Amendments to IAS 21)	13 Nov 2024 (EU) 2024/2862

Amendments to IAS 21

With Regulation (EU) no. 2024/2862 of 13 November 2024, the European Commission endorsed the amendment to the regulation regarding IAS 21 “The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability”. The document requires an entity to apply a consistent methodology to ascertain whether one currency can be converted into another, and when this is not possible, how to determine the exchange rate to be used and the disclosures to be made in the notes to the financial statements.

Accounting standards and interpretations issued by the IASB/IFRIC and not yet in force

Relevant information is provided below in order to assess the possible impact of the application of new accounting standards and interpretations that have already been issued but have not yet come into force or have not yet been endorsed by the EU and are therefore not applicable to the preparation of the financial statements for the year ending 31 December 2024.

Unless otherwise indicated, the adoption of the following standards is not expected to have a significant impact on the Group's economic and financial results, apart from any additional disclosure requirements.

Principle, amendment or interpretation	Status
IFRS 19 Subsidiaries without public accountability: Disclosure	Entry into force of the IASB: 1 January 2027 Date of EU endorsement: to be verified
IFRS 18 Presentation and Disclosure in Financial Statements	Entry into force of the IASB: 1 January 2027 Date of EU endorsement: to be verified
Amendment to IFRS 9 and IFRS 7 Contracts Referencing Nature-dependent Electricity	Entry into force (IASB): 1 January 2026 Date of EU endorsement: to be verified
Amendment to IFRS 9 Amendments to the Classification and Measurement of Financial Instruments	Entry into force (IASB): 1 January 2026 Date of EU endorsement: to be verified
Amendment to IFRS 7 Classification and Measurement of Financial Instruments	Entry into force (IASB): 1 January 2026 Date of EU endorsement: to be verified



Half-Year Financial Report at 30 June 2025 – NewPrinces Group

Explanatory notes as at 30 June 2025

Scope of consolidation and goodwill

Name	Registered Office	Currency	Share capital at 30 June 2025	Control percentage at 30 June 2025	Control percentage at 31 December 2024
NewPrinces SpA.	Italy - Via J.F. Kennedy 16, Reggio Emilia	EUR	43,935,050	Parent company	Parent company
Princes France Sas (*)	951 Rue Denis Papin, 54710 Ludres, France	EUR	1,000,000	100%	100%
Symington's Limited	2528254 Dartmouthway, Leeds	GBP	100,000	100%	100%
NewPrinces Deutschland	Germany - Franzozenstraße 9, Mannheim	EUR	1,025,000	100%	100%
Centrale del Latte d'Italia	Italy - Via Filadelfia 220, Turin	EUR	28,840,041	67.74%	67.74%
Princes Limited	Royal Liver Building Pier Head Liverpool	GBP	7,000,000	100%	100%

It should be noted that at the reference dates of the Consolidated Financial Statements, all the companies included within the scope were consolidated using the line-by-line method.

The following table summarises, with reference to the companies (joint operations) proportionally included in the scope of the Consolidated Financial Statements, the information relating to the company name, registered office, functional currency and share capital at 30 June 2025:

Name	Registered Office	Currency	Share capital at 30 June 2025
Edible Oils Limited	Royal Liver Building Pier Head Liverpool	GBP	8,626,000
Edible Oils Polska SP. Z.O.O.	ul. B. Chrobrego 29, 64-500 Szamotuły, POLAND	ZL	70,155,000

In preparing the Consolidated Financial Statements, all balances and transactions carried out between the companies included in the scope have been eliminated and therefore the Consolidated Financial Statements do not include any of the transactions in question. Finally, note that the Group directly or indirectly holds non-controlling interests in:

- Mercafir, a consortium company that manages the Multipurpose Food Centre in Florence, 25% through the company Centrale del Latte d'Italia S.p.A. in Mercafir equal to 25% and was valued using the equity method.

- Marine Biotechnology, a company specialising in the production of fishmeal and fish oil, held 33% through Princes Tuna Mauritius and was valued using the equity method.

Business combinations

As at the date of this half-year financial report, the fair value measurement of the Princes Group's assets and liabilities acquired on 30 July 2024 has been completed. At 31 December 2024 these items had been recognised on a provisional basis. As required by the relevant accounting standard, the goodwill arising from the transaction was restated in the consolidated statement of profit or loss within 12 months of the acquisition as required by IFRS 3.

Below is a table reconciling the assets and liabilities initially recognised on a provisional basis and those subsequently restated following the fair value measurement:

	ORIGINAL	ADJUSTMENT	ADJUSTED
	At 30 July		At 30 July
(In thousands of euros)	2024		2024
Property, plant and equipment including rights of use	485,933	-23,788	462,145
Intangible assets	37,876	12,118	49,994
Financial assets and non-controlling interests	9,554	0	9,554
Total non-current assets	533,363	-11,670	521,693
Inventories	417,416	0	417,416
Trade receivables	246,105	0	246,105
Other receivables and current assets	43,067	0	43,067
Cash and cash equivalents	5,737	0	5,737
Net current tax assets	2,007	0	2,007
Total current assets	714,332		714,332
Deferred tax liabilities	(26,176)	14,347	(11,829)
Non-current financial liabilities	(230,216)	0	(230,216)
Non-current lease liabilities	(48,749)	0	(48,749)
Employee benefits	(4,870)	0	(4,870)
Total non-current liabilities	-310,011	14,347	-295,664
Trade payables	(312,296)	0	(312,296)
Current financial liabilities	(397,892)	0	(397,892)
Current lease liabilities	(12,432)	0	(12,432)
Other current liabilities	(15,155)	0	(15,155)
Total current liabilities	(737,775)		(737,775)
Total net assets acquired (values provisionally determined)	199,909	2,677	202,586
Proportional value of minority interests/shareholders at the Execution Date	(44,429)	0	(44,429)
Fair value of consideration at the acquisition date	(1)	0	(1)
Income from business combinations	155,479	2,677	158,156

The main adjustments leading to the final recognition of the transaction concerned the following items:

- With regard to property, plant and equipment, the Group applied the replacement

cost method, taking into account obsolescence (including technological obsolescence) of the assets.

- With regard to intangible assets, the Group identified a number of brands and customer lists respectively measured using the relief-from-royalty method and the multi-period excess earnings method. These methods resulted in the recognition of fair value for the Napolina, Princes, Crisp 'N Dry brands, as well as other adjustments on minor brands. Moreover, a customer list relating to relationships with mass distribution chains was recognised.
- Deferred tax was recognised to reflect differences with the tax values of the items referred to above, including deferred tax assets that had been recognised only partially with respect to impairments at the time of the provisional allocation.

The final effect was an increase in goodwill of approximately 2.7 million euros compared with the provisional recognition at 31 December 2024.

As a result of the above adjustments, the comparative statement of financial position as at 31 December 2024 was restated to reflect the above adjustments and the related depreciation and amortisation, with the consequent impact on deferred tax, incurred between the acquisition date and the end of the comparative period.

Sectoral information

IFRS 8 - *Operating Segments* defines an operating segment as a component:

- That engages in business activities from which it may earn revenues and incur expenses.
- Whose operating results are reviewed regularly by the entity's chief operating decision maker.
- For which discrete financial information is available.

For the purposes of IFRS 8, the Group's activity is identifiable in the following business segments: Dairy Products, Foods, Drinks, Fish, Italian Products, Oils and Other Products.

The table below shows the main statement of financial position and income statement items examined by the chief operating decision maker in order to assess the Group's performance at and for the half year ended 30 June 2025:

(In thousands of euros)	Half-year as at 30 June 2025							Consolidated Financial Statements total
	Dairy Products	Foods	Drinks	Fish	Italian Products	Oils	Other Products	
Revenue from contracts with customers (third parties)	163,315	366,662	186,601	217,863	211,173	161,354	7,239	1,314,206
EBITDA (*)	14,945	36,088	10,242	9,259	24,638	6,203	393	101,767
EBITDA margin	9.15%	9.84%	5.49%	4.25%	11.67%	3.84%	5.43%	7.74%
Amortisation, depreciation and write-downs	7,693	14,601	8,233	3,910	8,992	1,057	3,816	48,301
Net write-downs of financial assets							669	669
Operating profit/(loss)	7,252	21,487	2,009	5,349	15,646	5,147	(4,092)	52,797
Financial income	-						14,180	14,180
Financial expenses	-						(35,800)	(35,800)
Profit/(loss) before taxes	7,252	21,487	2,009	5,349	15,646	5,147	(25,711)	31,177
Income taxes	-						(8,928)	(8,928)
Net profit/(loss)	7,252	21,487	2,009	5,349	15,646	5,147	(34,640)	22,249
Total assets	190.192	408.496	248.071	257.321	436.531	79.143	801.277	2,421,032
Total liabilities	102.295	399.919	243.061	228.119	443.183	75.012	514.468	2,006,057
Investments	792	780	7,674	6	7,484	102	386	17,223
Employees (number)	607	1,892	659	4,012	1,489	382	403	9,444

(*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.

The table above shows the main income statement items at 30 June 2025 and the main statement of financial position items at 31 December 2024 examined by the chief operating decision maker in order to assess the Group's performance, and the reconciliation of these items with respect to the corresponding amount included in the half-year financial report.

Half-Year Financial Report at 30 June 2025 – NewPrinces Group

Following the acquisition of the Princes Group, segment reporting was revised according to a new business and reporting model. Accordingly, the figures as at 30 June 2024 were restated in order to ensure the consistency of analyses.

(In thousands of euros)	Half-year as at 30 June 2024				Consolidated Financial Statements total
	Dairy Products	Foods	Italian Products	Other Products	
Revenue from contracts with customers (third parties)	157,993	75,377	129,684	7,076	370,129
EBITDA (*)	15,404	6,082	17,233	563	39,281
EBITDA margin	9.75%	8.07%	13.29%	7.96%	10.61%
Amortisation, depreciation and write-downs	5.605	6.348	6.194	164	18,310
Net write-downs of financial assets				311	310
Income from business combinations				-	-
Operating profit/(loss)	9,799	(266)	11,039	89	20,659
Financial income	-	-	-	6,333	6,333
Financial expenses	-	-	-	(11,375)	(11,375)
Profit/(loss) before taxes	9,799	(266)	11,039	(4,954)	15,617
Income taxes	-	-	-	(5,577)	(5,577)
Net profit/(loss)	9,799	(266)	11,039	(10,531)	10,040
Total fixed assets as at 31 December 2024	155,338	328,239	257,400	1,615,527	2,356,504
Total liabilities as at 31 December 2024	111,317	320,769	176,313	1,349,463	1,957,862
Investments as at 30 June 2024	2,505	2,800	4,586	-	9,891
Employees (number) as at 30 June 2024	607	740	949	12	2,308

(*) EBITDA is calculated as the absolute sum of the operating result, net write-downs of financial assets and depreciation/amortisation and write-downs.

The combined income statement figures as at 30 June 2024 and the statement of financial position figures as at 31 December 2024 prior to the change in segment reporting are shown below:

(In thousands of euros)	Half-year as at 30 June 2024							Consolidate d Financial Statements total
	Pasta	Milk products	Bakery Products	Dairy products	Special Products	Instant Noodles & Bakery Mixes	Other Activities	
Revenue from contracts with customers (third parties)	95,363	127,914	24,746	30,079	9,575	75,377	7,076	370,129
EBITDA (*)	12,112	11,664	3,954	3,740	1,167	6,082	563	39,282
EBITDA margin	12.70%	9.12%	15.98%	12.43%	12.19%	8.07%	7.96%	10.61%
Amortisation, depreciation and write-downs	3,255	5,421	1,319	184	1,621	6,348	164	18,311
Net write-downs of financial assets							311	311
Income from business combinations							-	-
Operating profit/(loss)	8,857	6,243	2,636	3,556	(454)	(266)	89	20,660
Financial income	-	-	-	-	-		6,333	6,333
Financial expenses	-	-	-	-	-		(11,375)	(11,375)
Profit/(loss) before taxes	8,857	6,243	2,636	3,556	(454)	(266)	(4,954)	15,618
Income taxes	-	-	-	-	-		(5,577)	(5,577)
Net profit/(loss)	8,857	6,243	2,636	3,556	(454)	(266)	(10,531)	10,041
Total fixed assets as at 31 December 2024	125,750	143,830	29,457	11,507	32,178	58,516	501,310	902,549
Total liabilities as at 31 December 2024	57,343	93,741	20,695	17,576	18,181	61,567	443,084	712,187
Investments as at 30 June 2024	2,912	2,505	458		1,216	2,800	196	10,087
Employees (number) as at 30 June 2024	615	542	198	65	136	740	12	2,308

Non-current assets

(In thousands of euros)	At 30 June 2025	At 31 December 2024
Non-current assets		
Property, plant and equipment	537,353	560,456
Right-of-use assets	85,559	93,050
Intangible assets	139,126	141,307
Equity investments in associates	9,354	10,090
Non-current financial assets measured at fair value through profit or loss	1,999	2,038
Financial assets measured at amortised cost	803	803
Deferred tax assets	14,866	22,266
Total non-current assets	789,059	830,010

The following is a description of the main items that make up intangible assets:

Fixed assets, plant and equipment

<i>(In thousands of euros)</i>	Land and buildings	Plant and machinery	Industrial and commercial equipment	Other assets	Assets under construction and payments on account	Total
Historical cost at 31 December 2023	124,437	358,950	26,014	8,960	6,967	525,327
Investments	1,196	8,053	615	34	13,158	23,055
Disposals	-	(988)	(576)	(28)	-	(1,592)
Net exchange rate effect	3,272	9,671	999	-	85	14,029
Reclassifications	3,980	12,067	(253)	33	(15,827)	0
Change to the consolidation scope	105,718	250,106	29,236	-	18,142	403,202
Historical cost at 31 December 2024	238,603	637,859	56,035	8,999	22,525	964,021
Investments	62	4,978	126	315	15,669	21,149
Disposals	-	(323)	(614)	(56)	-	(993)
Net exchange rate effect	(5,287)	(14,941)	-	2	134	(20,092)
Reclassifications	357	19,460	-	-	(19,817)	(0)
Historical cost at 30 June 2025	233,735	647,034	55,547	9,259	18,510	964,085
Accumulated amortisation/depreciation as at 31 December 2023	(49,863)	(280,680)	(23,025)	(7,028)	-	(360,595)
Depreciation/Amortisation	(7,028)	(27,163)	(3,870)	(71)	-	(38,132)
Disposals	-	1,311	195	28	-	1,534
Net exchange rate effect	(999)	(5,459)	(315)	-	-	(6,773)
Reclassifications	-	83	316	-	-	399
Accumulated amortisation/depreciation as at 31 December 2024	(57,889)	(311,907)	(26,699)	(7,071)	-	(403,566)
Depreciation/Amortisation	(4,773)	(28,005)	(554)	(72)	-	(33,405)
Disposals	-	248	614	(56)	-	806
Net exchange rate effect	1,364	8,005	-	(2)	-	9,367
Reclassifications	-	66	-	-	-	66
Accumulated amortisation/depreciation as at 30 June 2025	(61,299)	(331,593)	(26,639)	(7,202)	-	(426,732)
Net carrying amount at 30 June 2025	172,437	315,441	28,908	2,058	18,510	537,353
Net carrying amount at 31 December 2024	180,714	325,952	29,336	1,928	22,525	560,456

The items “plant and machinery”, “leasehold improvements” and “industrial and commercial equipment” include investments made during H1 2025. See the investment section of this half-yearly report for more details.

Right-of-use assets

The discount rate was determined on the basis of the marginal borrowing rate of the Group, i.e. the rate that the Group would have to pay for a loan, with a similar maturity and collateral, needed to obtain an asset of similar value to the right-of-use asset in a similar economic climate. The Group has decided to apply a single discount rate to a lease portfolio with reasonably similar characteristics, such as leases with a similar residual maturity for a similar underlying asset class, in a similar economic climate.

The term of the lease of the properties in Italy has been set at six years, based on the withdrawal options provided for in the contracts themselves and on managerial assessments taking into account the changing market context and the Group's acquisition objectives. The rental contracts stipulated between the parties have the same structure, namely: (i) a term of six years automatically extendable for a further six years, with any subsequent tacit renewals every six years, and (ii) the early termination options exercisable by the lessor upon renewal and by the lessee, which may withdraw at any time and without cause, with six months' notice.

Machinery right-of-use assets refer mainly to the lease of capital goods used in the production process.

Intangible assets

<i>(In thousands of euros)</i>	Goodwill	Patents and intellectual property rights	Concessions, licences, trademarks and similar rights	Other assets	Assets under development	Total
Historical cost at 31 December 2023	13,071	6,024	133,091	36,637	26	188,848
Investments		13	1,124	2,212	84	3,433
Net exchange rate effect			835	368		1,203
Change to the consolidation scope		21,943	15,809	12,269		50,021
Historical cost at 31 December 2024	13,071	27,980	150,858	51,486	110	243,505
Investments			797		(110)	687
Net exchange rate effect			(1,483)	(159)		(1,642)
Historical cost at 30 June 2025	13,071	27,980	150,172	51,327	-	242,550
Accumulated amortisation/depreciation as at 31 December 2023	-	(4,740)	(77,796)	(14,764)	-	(97,300)
Net exchange rate effect			(553)	(201)		(754)
Depreciation/Amortisation		(228)	(1,436)	(2,480)		(4,143)
Accumulated amortisation/depreciation as at 31 December 2024	-	(4,968)	(79,785)	(17,445)	-	(102,197)
Net exchange rate effect			971	135		1,106
Depreciation/Amortisation			(348)	(1,985)		(2,333)
Accumulated amortisation/depreciation as at 30 June 2025	-	(4,968)	(79,162)	(19,295)	-	(103,425)
Net carrying amount at 30 June 2025	13,071	23,012	71,010	32,032	-	139,125
Net carrying amount at 31 December 2024	13,071	23,012	71,073	34,041	110	141,306

The change compared with 31 December 2024 was due mainly to depreciation for the period.

Goodwill

The goodwill of Euro 13,071 thousand refers to:

- Euro 3,863 thousand refers entirely to NewPrinces SpA's acquisition of Centrale del Latte di Salerno S.p.A. in December 2015, which was subsequently merged by incorporation into NewPrinces SpA in December 2019.
- Euro 9,208 thousand for NewPrinces's acquisition of the Symington's Ltd Group in August 2021.

As at 30 June 2025, considering the results achieved in the first half of 2025, the Group's management did not identify any negative conditions that would have required the performance of an additional impairment test with respect to the positive assessment made for the financial statements as at 31 December 2024.

Concessions, licences, trademarks and similar rights

Trademarks with an indefinite useful life

This item refers to the following trademarks:

- the Drei Glocken and Birkel brands registered by the subsidiary Newlat GmbH in 2014 following the acquisition of the relevant business unit from Ebro Foods, for a total of Euro 18,844 thousand.
- the Centrale del Latte Rapallo-Latte Tigullio, Mukki and Centrale del Latte di Vicenza brands recorded in the separate financial statements of the subsidiary Centrale del Latte d'Italia S.p.A. for a total of Euro 19,132 thousand, revalued during purchase price allocation as part of the acquisition by NewPrinces SpA for a total of Euro 6,823 thousand.

As at 30 June 2025, considering the results achieved in the first half of 2024, the Group's management did not identify any negative conditions that would have required the performance of an additional impairment test with respect to the positive assessment made for the financial statements as at 31 December 2023.

Trademarks with a finite useful life

This item includes the trademarks owned by NewPrinces S.p.A. and Princes Limited, specifically the Napolina brand in the amount of Euro 8,795 thousand and the brands related to the Food business unit in the amount of Euro 19,716 thousand, which are amortised on the basis of their residual useful life, estimated on the basis of the period of time over which they are expected to generate cash flows. No impairment indicators were identified with respect to these brands.

Symington's and Princes assets with a definite useful life

This item includes allocations to trademarks with a finite useful life, know how and customer lists, defined in the purchase price allocation following the acquisition of Symington's and Princes and amortised over their estimated remaining useful life based on the period of time they are expected to generate cash flows. No impairment indicators were identified with respect to these assets.

Equity investments in associates

The equity investments in affiliated companies of Euro 8,354 thousand mainly refer to the equity investment held by Centrale del Latte d'Italia S.p.A. in Mercafir Scpa in the amount of Euro 1,401 thousand and the equity investment held indirectly by the Princes Group in Marine Biotechnology Limited in the amount of Euro 6,853 thousand.

Non-current financial assets measured at fair value through profit or loss

These balances, the amount of which is not material, relate to equity instruments in minor companies, and specifically Princes Limited's shareholding in Cawston Press Limited.

Financial assets measured at amortised cost

At 30 June 2025 and 2024, financial assets at amortised cost amounted to Euro 803 thousand. These balances refer to security deposits paid against existing lease agreements.

Deferred tax assets

As at 30 June 2025 this item totalled Euro 14,866 thousand (Euro 22,266 thousand as at 31 December 2024).

Prepaid taxes refer mainly to the appropriation of taxed provisions. Based on the multi-year business plans prepared, management believes that these receivables can be fully recovered through future taxable income.

Current assets

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Current assets		
Inventories	469,490	486,942
Trade receivables	303,599	258,544
Current tax assets	2,598	6,930
Other receivables and current assets	55,009	53,591
Current financial assets measured at fair value through profit or loss	48,794	1,576
Financial receivables measured at amortised cost	91,162	263,775
Cash and cash equivalents	661,320	455,135
Total current assets	1,631,973	1,526,493

Inventories

Closing inventories were down by Euro 17,452 thousand on 31 December 2024 as a result of an optimisation of stock quantities by a policy aimed at improving net working capital.

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Raw materials, supplies, consumables and spare parts	139,594	151,318
Finished products and goods	330,525	334,425
Semi-finished products	235	1,686
Advance payments	31	410
Total gross inventories	470,386	487,838
Inventory write-down reserve	(896)	(896)
Total inventories	469,490	486,942

The inventory write-down provision did not change during the first half of 2025.

Trade receivables

There are no significant changes in the receipt conditions. Receivables are shown net of the provision for write-downs estimated prudentially on the basis of information held in order to adjust their value to the presumed realisable value.

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Trade receivables from customers	306,536	272,478
Trade receivables from related parties	17,857	6,191
Trade receivables (gross)	324,393	278,669
Provision for doubtful trade receivables	(20,794)	(20,125)
Total trade receivables	303,599	258,544

At each reporting date, customer receivables are analysed to check their recoverability in accordance with IFRS 9. To perform this analysis, the Group assesses whether there are expected losses from trade receivables over the entire duration of these receivables and takes into account the expertise it has accrued regarding losses on receivables, grouped into similar categories, based on specific factors pertaining to the Group's receivables as well as on the general economic environment. Customer receivables are written down when there is no reasonable expectation that they will be recovered and the write-down takes place in the income statement under "amortisation, depreciation and write-downs". The provision for doubtful receivables changed as follows during H1 2025 and the for the period reflects the exposure of the receivables – net of the provision for doubtful receivables – at their presumed realisable value.

The change in the provision for write-downs is mainly due to the allocation for the period totalling Euro 699 thousand.

Current tax assets

Current tax assets totalled Euro 2,598 thousand (Euro 6,930 thousand at 31 December 2024).

Other receivables and current assets

"Other receivables and current assets" consist of tax receivables, advances to suppliers, prepaid expenses and other short-term receivables:

(In thousands of euros)	At 30 June	At 31 December
	2025	2024
Tax assets	14,802	17,077
Receivables from social security institutions	2,168	2,713
Accrued income and prepaid expenses	21,966	14,740
Advance payments	2,113	4,542
Other receivables	13,961	14,518
Total other receivables and current assets	55,009	53,591

Current financial assets measured at fair value through profit or loss

The following table provides a breakdown of "Current financial assets measured at fair value through profit or loss" at 30 June 2025 and 31 December 2024:

(In thousands of euros)	At 30 June	At 31 December
	2025	2024
Derivative financial instruments	-	1,575
Government bonds	48,794	1
Total current financial assets measured at fair value through profit or loss	48,794	1,576

This item mainly includes government bonds held for the temporary management of excess liquidity and with a view to sale.

Financial receivables measured at amortised cost

Financial receivables measured at amortised cost refer to financial receivables due from the related party Newlat Property S.p.A. for a total of Euro 12,600 thousand and from the parent company Newlat Group S.A. for Euro 96,812 thousand, of which Euro 67,340 thousand related to outstanding cash pooling transactions classified under this item as a result of the Group's overall liquidity management following the recent acquisition of the Princes Limited Group and related transactions (including the shareholder loan obtained by Newlat Group S.A. mentioned in the related note).

Cash and cash equivalents

"Cash and cash equivalents" mainly consist of sight current accounts with banks.

At 30 June 2025, cash and cash equivalents were not subject to restrictions or constraints.

See the statement of cash flows for changes in the "Cash and cash equivalents" item during the half years under review.

Shareholders' equity

Share capital

As at 30 June 2025, the Company's fully subscribed and paid-up share capital totalled Euro 43,935,050, divided into 43,935,050 ordinary shares that were dematerialised as a result of the IPO operation in October 2019.

See the statement of changes in equity for further details on changes that occurred in the first half of 2025.

Non-current liabilities

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Non-current liabilities		
Provisions for employee benefits	12,929	13,056
Provisions for risks and charges	3,653	3,723
Deferred tax liabilities	41,626	48,578
Non-current financial liabilities	663,268	581,229
Non-current lease liabilities	72,973	79,758
Shareholder Loan	175,374	206,100
Total non-current liabilities	969,823	932,446

Provisions for employee benefits

At 30 June 2025, this item totalled Euro 12,929 thousand, down slightly (Euro 128 thousand) compared to 31 December 2024, mainly due to the departure of employees through retirement and resignation.

Provisions for risks and charges

The table below shows a breakdown of and changes in the item "Provisions for risks and charges":

<i>(In thousands of euros)</i>	Provision for agents' indemnities	Provision for legal risks	Other provisions for risks and charges	Total provisions for risks and charges
Balance at 31 December 2024	1,431	224	2,067	3,723
Provisions	100			100
Uses	(40)		(130)	(170)
Balance at 30 June 2025	1,491	224	1,937	3,653

The provision for agents' indemnities represents a reasonable forecast of the charges that would be borne by the Group in the event of future interruption of agency relationships.

Deferred tax liabilities

As at 30 June 2025, deferred tax liabilities amounted to Euro 41,626 thousand and mainly refer to the tax effect related to the surplus values allocated following the completion of the purchase price allocation.

Non-current and current financial liabilities

See the Group's net financial position.

With regard to the transactions for the period, on 7 February 2025 the Group issued a new bond in the total amount of Euro 350,000,000 at an issue price of 100% of the nominal value, represented by 350,000 bonds with a nominal value of Euro 1,000 each at an interest rate of 4.75%. The bonds have a term of 6 years and the option of voluntary early redemption is envisaged as from the fourth year with maturity on 12 February 2031. At the same time as this issue, the Group repaid the Euro 300 million loan signed with a pool of banks in July 2024 for the acquisition of the Princes Group.

The verification of compliance with financial covenants is performed only on the annual data at 31 December based on the requests of the related contracts. The Group believes that these covenants will be respected at 31 December 2025, also considering the results achieved at 30 June 2025. In February the interest on the bond loan of approximately Euro 5.2 million was paid.

The following table shows, in accordance with IAS 7, changes in financial liabilities arising from cash flows generated and/or absorbed by financing activities, as well as from non-monetary items:

<i>(In thousands of euros)</i>	At 31 December 2024	New loans	Repayments	Change in FV of derivatives	Difference exchange and unpaid int	Reclassifications	At 31 December 2024
Non-current financial liabilities	581,229	375,000	(302,117)		4,235	4,921	663,268
Current financial liabilities	385,486	269,891	(320,872)	(3,501)		(4,921)	326,082
Total financial liabilities	966,715	644,891	(622,989)	(3,501)	4,235	-	989,350
Shareholder loan	206,100	-	(36,100)	-	5,374	-	175,374
Total financial liabilities	1,172,815	644,891	(659,089)	(3,501)	9,609	-	1,164,724

Current and non-current lease liabilities

This item includes financial debt relating mainly to multi-year lease agreements for properties used by the Parent Company and by its subsidiaries and to the lease of industrial facilities and machinery.

Liabilities were recognised in compliance with the IFRS 16 accounting standard and determined as the present value of future lease payments discounted at a marginal rate

of interest which, based on the length of each individual agreement, was identified in a range between 4% and 6%.

The change compared with 31 December 2024 was due mainly to the reimbursement of rental fees according to existing contractual agreements.

The following table shows, in accordance with IAS 7, changes in financial liabilities arising from cash flows generated and/or absorbed by financing activities, as well as from non-monetary items:

<i>(In thousands of euros)</i>	At 31 December 2024	New loans / Chg estimates	Repayments	Exchange difference	Reclassifications	At 30 June 2025
Non-current lease liabilities	79,758	-	-	-1,640	-5,146	72,972
Current lease liabilities	20,230	15,881	-12,745		5,146	28,512
Total lease liabilities	99,988	15,881	-12,745	-1,640	0	101,485

Current liabilities

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Current liabilities		
Trade payables	605,503	559,229
Current financial liabilities	326,082	385,486
Current lease liabilities	28,512	20,230
Current tax liabilities	5,610	4,946
Other current liabilities	70,528	55,526
Total current liabilities	1,036,235	1,025,418

Trade payables

Trade payables refer to purchases of raw materials, services and assets, as shown below:

<i>(In thousands of euros)</i>	At 30 June 2025	At 31 December 2024
Trade payables to suppliers	604,089	555,447
Trade payables to related parties	1,414	3,782
Total trade payables	605,503	559,229

There are no particular changes in supplier payment terms.

Current financial liabilities

Current financial liabilities refer to maturities within 12 months relating to medium-to-long-term loans and the use of credit lines for down payments.

Current tax liabilities

Current tax liabilities totalled Euro 5,610 thousand (Euro 4,946 thousand at 31 December 2024). The change from 31 December 2024 is related to taxes for the period and the payment of the balance for the previous year.

Other current liabilities

This item consists mainly of tax payables and payables to employees and social security bodies, as shown below:

<i>(In thousands of euros)</i>	At 30 June	At 31 December
	2025	2024
Payables to employees	22,517	13,467
Payables to social security institutions	11,885	9,846
Tax liabilities	7,912	6,660
Accrued expenses and deferred income	22,117	18,736
Miscellaneous payables	6,097	6,816
Total other current liabilities	70,528	55,526

The change compared with 31 December 2024 was due mainly to higher payables to employees and others.

Income statement

Please refer to the management report for an analysis of the income statement items for the first half of 2025.

Earnings per share

Basic earnings per share are calculated on the basis of the consolidated profit for the period attributable to the shareholders of the Parent Company divided by the weighted average number of ordinary shares, calculated as follows:

	Half-year ended 30 June	
	2025	2024
Profit for the year attributable to the Group in thousands of euros	20,927	8,391
Weighted average number of shares in circulation	43,934,604	43,034,090
Earnings per share (in Euro)	0.48	0.19

Related party transactions

The Group's transactions with related parties, identified based on criteria defined by IAS 24 – Related party disclosures, are mainly of a commercial or financial nature and are carried out under normal market conditions. Despite this, there is no guarantee that, if these transactions had been conducted between or with third parties, said third parties would have negotiated and entered into the relevant contracts, or executed the transactions themselves, under the same conditions and in the same manner. The Group deals with the following related parties:

- NewPrinces Group S.A., Swiss parent company; and
- companies controlled by the parent company other than its own subsidiaries and associates ("Companies controlled by the parent companies").

The table below provides details of the statement of financial position items relating to the Group's transactions with related parties at 30 June 2025 and 31 December 2024:

(In thousands of euros)	Parent company	Companies controlled by the parent companies			Total	Total statement of financial position items	% of statement of financial position item
	Newlat Group	New Property	EOL UK	Other companies controlled by the parent companies			
Right-of-use assets							
At 30 June 2025		10,181			10,181	85,559	11.9%
At 31 December 2024		11,488			11,488	93,050	12.3%
Non-current financial assets at amortised cost							
At 30 June 2025		735			735	803	91.5%
At 31 December 2024		735			735	803	91.5%
Trade receivables							
At 30 June 2025	17,857				17,857	303,599	5.9%
At 31 December 2024	6,191				6,191	258,544	2.4%
Financial receivables measured at amortised cost							
At 30 June 2025	79,062	12,100			91,162	91,162	100.0%
At 31 December 2024	251,675	12,100			263,775	263,775	100.0%
Non-current lease liabilities							
At 30 June 2025		7,877			7,877	72,973	10.8%
At 31 December 2024		8,692			8,692	79,758	10.9%
Trade payables							
At 30 June 2025	453	660		301	1,414	605,503	0.2%
At 31 December 2024	412	2,997		373	3,782	559,229	0.7%
Shareholder loan							
At 30 June 2025	175,374				175,374	175,374	100.0%
At 31 December 2024	206,100				206,100	206,100	100.0%
Current financial liabilities							
At 30 June 2025	-				-	326,082	0.0%
At 31 December 2024	7				7	385,486	0.0%
Current lease liabilities							
At 30 June 2025		2,605			2,605	28,512	9.1%
At 31 December 2024		2,554			2,554	20,230	12.6%
Other current liabilities							

Half-Year Financial Report at 30 June 2025 – NewPrinces Group

At 30 June 2025			0	-	70,528	0.0%
At 31 December 2024	0	8,711	73	8,784	55,526	15.8%

The following table provides details of the income statement items relating to the Group's transactions with related parties for the half years ended 30 June 2025 and 2024:

(In thousands of euros)	Parent company	Companies controlled by the parent companies		Total	Total statement of financial position items	% of statement of financial position item
	Newlat Group	New Property	Other companies controlled by the parent companies			
Cost of sales						
At 30 June 2025		1,848	518	2,366	1,053,296	0.2%
At 30 June 2024		1,391	494	1,885	293,789	0.6%
Administrative costs						
At 30 June 2025	84			84	117,282	0.1%
At 30 June 2024	84	-	-	84	11,711	0.7%
Financial income						
At 30 June 2025	11,645			11,645	14,180	82.1%
At 30 June 2024	3,046			3,046	6,334	48.1%
Financial expenses						
At 30 June 2025		5,593		5,593	35,800	15.6%
At 30 June 2024		268		268	11,375	2.4%

Disputes and potential liabilities

As at 30 June 2025 there were no substantial changes to the situations regarding disputes or contingent liabilities from 31 December 2024. There was no significant litigation outstanding as at 30 June 2025.

CERTIFICATION OF THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ARTICLE 154-BIS OF ITALIAN LEGISLATIVE DECREE 58/98

1. Taking into consideration article 154-*bis* (3) and (4) of Italian Legislative Decree no. 58 of 24 February 1998, the undersigned, Angelo Mastrolia, as Chairman, and Rocco Sergi, as Financial Reporting Officer, of NewPrinces S.p.A. certify:

- The financial statements are adequate, in relation to the characteristics of the company, and
- The effective application

of the administrative and accounting procedures for preparing the condensed consolidated half-year financial statements during the first half of 2025.

2. Assessment of the adequacy of the administrative and accounting procedures for drawing up the condensed half-year consolidated financial statements at 30 June 2025 is based on a process defined by NewPrinces S.p.A. in compliance with the Internal Control – Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission, which is a generally internationally accepted framework of reference.

3. We can also certify that:

a. the condensed consolidated half-year financial statements:

- Were drafted in conformity with the applicable international accounting standards endorsed by the European Community under the terms of Regulation (EC) N° 1606/2002 of the European Parliament and Council, of 19 July 2002.
- Correspond with the accounting books and records.
- Provide a true and correct representation of the asset, economic and financial situation of the Issuer and of the companies included in the consolidation.

b. The interim report on performance includes a reliable analysis of the references to important events that occurred in the first six months of the year and to their impact on the condensed consolidated half-year financial statements, together with a description of the main risks and uncertainties for the remaining six months of the year. The interim report on operations also includes a reliable analysis of the information on the significant transactions with related parties.

Reggio Emilia (RE), 08 September 2025

Angelo Mastrolia
Chairman of the BoD

Rocco Sergi
Financial Reporting Officer



REVIEW REPORT ON CONSOLIDATED CONDENSED INTERIM FINANCIAL STATEMENTS

To the shareholders of
NewPrinces SpA

Foreword

We have reviewed the accompanying consolidated condensed interim financial statements of NewPrinces SpA and its subsidiaries (the NewPrinces Group) as of 30 June 2025, comprising the consolidated statement of financial position, consolidated income statement, consolidated statement of other comprehensive income, consolidated statement of changes in equity, consolidated cashflow statement and explanatory notes. The directors of NewPrinces SpA are responsible for the preparation of the consolidated condensed interim financial statements in accordance with the international accounting standard applicable to interim financial reporting (IAS 34) as issued by the International Accounting Standards Board and adopted by the European Union. Our responsibility is to express a conclusion on these consolidated condensed interim financial statements based on our review.

Scope of Review

We conducted our work in accordance with the criteria for a review recommended by Consob in Resolution No. 10867 of 31 July 1997. A review of consolidated condensed interim financial statements consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than a full-scope audit conducted in accordance with International Standards on Auditing (ISA Italia) and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion on the consolidated condensed interim financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the consolidated condensed interim financial statements of NewPrinces Group as of 30 June 2025 are not prepared, in all material respects, in accordance with the international accounting standard applicable to interim financial reporting (IAS 34) as issued by the International Accounting Standards Board and adopted by the European Union.

Milan, 8 September 2025

PricewaterhouseCoopers SpA

Signed by

Daide Abramo Busnach
(Partner)

This review report has been translated into the English language solely for the convenience of international readers. Accordingly, only the original text in Italian language is authoritative.

PricewaterhouseCoopers SpA

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