Independent auditor's report

in accordance with article 14 of Legislative Decree No. 39 of 27 January 2010

To the shareholders of Mooney Group SpA

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Mooney Group (the Group), which comprise the statement of financial position as of 31 December 2023, the statement of comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as of 31 December 2023, and of the result of its operations and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of this report. We are independent of Mooney Group SpA (the Company) pursuant to the regulations and standards on ethics and independence applicable to audits of financial statements under Italian law. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Directors and the Board of Statutory Auditors for the Consolidated Financial Statements

The directors are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and, in the terms prescribed by law, for such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The directors are responsible for assessing the Group's ability to continue as a going concern and, in preparing the consolidated financial statements, for the appropriate application of the going concern basis of accounting, and for disclosing matters related to going concern. In preparing the consolidated financial statements, the directors use the going concern basis of accounting unless they either intend to liquidate Mooney Group SpA or to cease operations, or have no realistic alternative but to do so.

The board of statutory auditors is responsible for overseeing, in the terms prescribed by law, the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

As part of our audit conducted in accordance with International Standards on Auditing (ISA Italia), we exercised professional judgement and maintained professional scepticism throughout the audit. Furthermore:

- We identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error; we designed and performed audit procedures responsive to those risks; we obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- We obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control;
- We evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- We concluded on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
- We evaluated the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- We obtained sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on the consolidated financial statements.

We communicated with those charged with governance, identified at an appropriate level as required by ISA Italia regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit.

Report on Compliance with other Laws and Regulations

Opinion in accordance with Article 14, paragraph 2, letter e), of Legislative Decree No. 39/10

The directors of Mooney Group SpA are responsible for preparing a report on operations of the Mooney Group as of 31 December 2023, including its consistency with the relevant consolidated financial statements and its compliance with the law.

We have performed the procedures required under auditing standard (SA Italia) No. 720B in order to express an opinion on the consistency of the report on operations with the consolidated financial statements of the Mooney Group as of 31 December 2023 and on its compliance with the law, as well as to issue a statement on material misstatements, if any.

In our opinion, the report on operations is consistent with the consolidated financial statements of Mooney Group as of 31 December 2023 and is prepared in compliance with the law.

With reference to the statement referred to in article 14, paragraph 2, letter e), of Legislative Decree No. 39/10, issued on the basis of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have nothing to report.

Milan, 28 March 2024

PricewaterhouseCoopers SpA

Signed by

Andrea Alessandri
(Partner)

This report has been translated into English from the Italian original solely for the convenience of international readers

Consolidated Financial Statements

at 31 December 2023

Directors' Report on Operations, Separate Financial Statements

MOONEY GROUP S.p.A.

Mooney Group S.p.A.
Share capital: Euro 10,050,000.00 fully paid-up R.E.A. of Milan: 2527401
Tax code, VAT no. and Milan, Monza-Brianza and Lodi Registry of Companies - Ordinary section no.: 10387140964
Registered office: Via Privata Nino Bonnet, 6/A - 20154 Milan - Tel. +39 02.91670331
Certified email: mooneygroup@pec.mooney.it

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MOONEY GROUP S.P.A.

Mooney Group S.p.A.

Registered office - Milan Via Privata Nino Bonnet 6/A
Share capital: subscribed and paid-in for Euro 10,050,000
Milan Register of Companies - Ordinary Section no. 10387140964
R.E.A. of Milan no. 2527401
Tax Code and VAT no.: 10387140964

Directors' Report on Operations

Consolidated Financial Statements at December 31, 2023

Dear Shareholders,

We hereby submit for your attention the consolidated financial statements as at December 31, 2023, which show a loss for the year for the Group (therefore net of minority interests) headed by Mooney Group S.p.A. (hereinafter the "Parent" or the "Company") of Euro 69,707 thousand.

In the same year, depreciation of property, plant and equipment, and amortization of intangible assets were recorded for Euro 70,949 thousand and the value of revenues and income totaled Euro 435,361 thousand. The income statement is also impacted by net finance expenses for Euro 94,855 thousand.

Key data

The results for 2023 are presented in the following table (figures in Euro thousand). The table also includes "Adjusted" profitability indicators, which exclude the effects of non-recurring extraordinary expenses of approximately Euro 14.3 million, mostly associated with company reorganization and acquisition costs, as well as with launch of new business lines activities carried out by the Group during the year. Furthermore, with regard to EBITDA, which is not specifically presented in the Group's financial statements, this is defined as profit (or loss) for the period adjusted for: amortization, depreciation, impairment losses and reversals; finance income and similar; finance expenses and similar and income taxes.

Condensed Income Statement	2023	2022	Change (abs.)	Change (%)
Total Revenues and income	**435,361**	**416,806**	18,555	4.5%
EBITDA	**90,516**	**84,824**	5,693	6.7%
Adjusted EBITDA	**104,797**	**104,418**	379	0.4%
Operating profit/loss (EBIT)	**7,760**	**(6,075)**	13,835	227.7%
Adjusted Operating profit/loss	**22,040**	**13,519**	8,522	63.0%
Profit (loss) before income taxes	**(87,095)**	**(71,854)**	(15,241)	-21.2%
Profit (loss) for the year	**(69,700)**	**(54,596)**	(15,104)	-27.7%

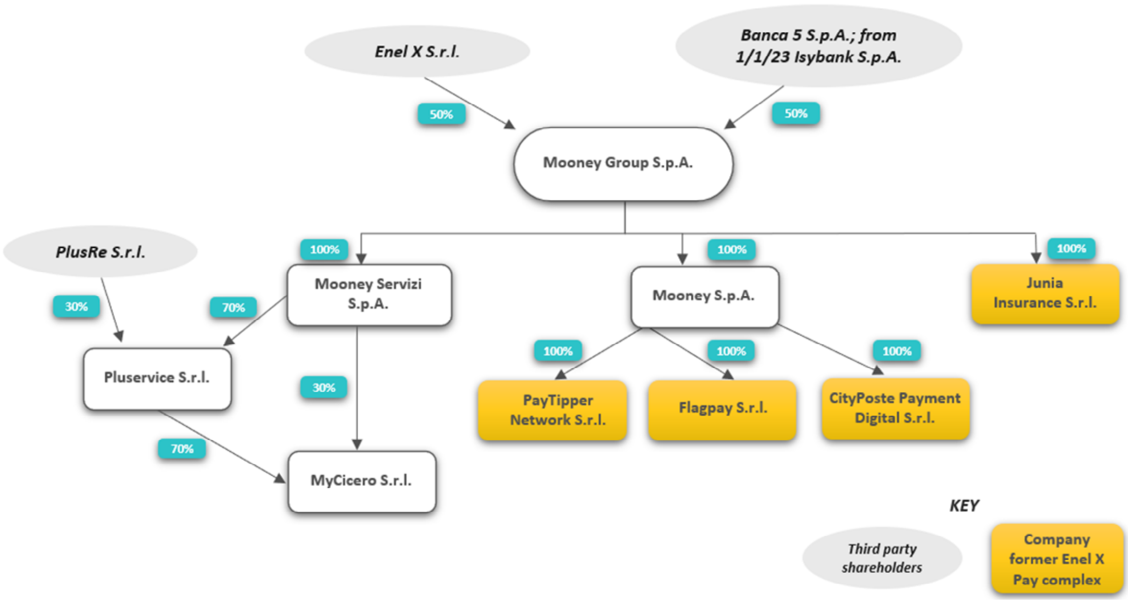
The Group Structure

During 2022, the shareholding structure of the Mooney Group changed following the completion of the sale process by the former parent company Schumann Investments S.A., a company ultimately subject to the control of CVC Capital Partners, of its controlling interest in the Group, to the companies Banca 5 S.p.A., formerly a non-controlling shareholder of the Parent Company, renamed, in early 2023, Isybank S.p.A. and Enel X S.r.l., respectively part of the Banca Intesa Sanpaolo group and the ENEL group; following this transaction, concluded in July 2022, both the aforementioned companies hold 50% of the share capital of the Parent and therefore exercise joint control over the Group. This important change in the corporate structure, with Mooney's entry into the area of control and influence of two of the largest Italian groups, leaders also at international level in their respective markets, has reflected the course taken by the Group since its incorporation and which, thanks to a targeted business development strategy, has seen Mooney establish itself as the leading Italian Proximity Banking & Payments company, consolidating its position also in the Mobility sector.

Through a widespread network of points of sale throughout the country, integrated with the most modern digital platforms, Mooney has continued to offer to the citizens a hybrid experience, between physical and digital, responding to the contemporary needs of a new simple and fast lifestyle. The company has developed a wide and varied commercial offer that includes products such as prepaid cards, withdrawals, bank transfers (T-Bonifico and T-Ricarica), F24, MAV, bill payment, car tax, PagoPA, telephone top-ups, as well as mobility service for the purchase of transport and parking tickets and, from the third quarter of 2023, also electronic toll services with an innovative commercial proposition.

This offer is being further enhanced and innovated with the support of the new shareholders with a view to synergistic integration that can be enhanced by the significant strengths of the two large groups that indirectly control the Company.

The corporate structure of the Group as at December 31, 2023 is shown below.



The change in ownership structure, which was carried out in the previous year, is to be added to the simultaneous expansion of the Group's corporate scope, compared to the existing one as at December 31, 2021; in fact, following the entry of the new shareholders and on the basis of the agreements executed with them, the Parent Company acquired, for a total value of Euro 140 million, direct and indirect control of 100% of the share capital of seven companies previously invested in by Enel X S.r.l., including two payment institutions and an IMEL. The latter vehicles in fiscal year 2023 were incorporated by Mooney S.p.A. as part of the corporate, technological, operational and organizational integration project that was activated immediately after the acquisition and that has been significantly accelerated in the closing fiscal year with the goal of overall completion in the current year.

Values

The Group's mission and values play a fundamental role in communicating its strategy, as well as strengthening the corporate culture and encouraging the identification of individuals and the alignment of individual objectives with those of the company, in view of the fact that the Group has developed at the end of the 2019 financial year and during the following years it concentrated on the combination of different organizational structures and business experiences, but at the same time synergistic and complementary.

Values

People oriented, Excellence, Evolution, Security, Simplicity, Proximity: these are the values shared by Mooney's people that permeate every aspect of the company life, from the way of doing business to relations with internal and external stakeholders.

People oriented

Mooney focuses on the customer: it listens, understands their needs and provides simple services and tools, supporting a dedicated caring system.

Mooney is the best partner for the store: it builds the relationship with its network by providing quality products and services able to increase the business and simplify the management of the store. It invests in communication and offers assistance, training and incentives.

Mooney offers solutions designed for companies, organizations and institutions: technological solutions in the field of payments, mobility and proximity banking services customized and built according to individual needs. Fully integrated with customers' proprietary platforms.

Excellence

Mooney is the partner par excellence: it offers quality, customizable services and solutions that simplify daily life with an approach oriented towards sustainability and financial inclusion.

Evolution

Mooney is always attentive to the present and looking to the future: it invests to improve the quality of its offer with latest generation solutions and services.

Mooney brings cutting-edge solutions to the point of sale: it offers advanced and integrated products and tools that speed up activities and increase business, while also adding value through continuous training of the merchant.

Mooney works for the digital evolution of companies, entities and institutions: it offers advanced technological solutions to bring greater value to the business, expanding the offer of products and services.

Security

Mooney is secure. It is a guarantee of prestige, soundness and credibility.

Mooney is also an Electronic Money Institute (IMEL) supervised by the Bank of Italy. From its shareholders, Intesa Sanpaolo and Enel, Mooney inherits the positive values of the two brands and their history of reliability and transparency. Attentive to social and environmental business impacts.

Mooney is an influential technology partner: it offers reliable, certified technology solutions and is always complying with regulatory adjustments.

Simplicity

Mooney simplifies everyday life: it offers intuitive, fast and practical tools for carrying out payment, mobility and proximity banking transactions. Communicates clearly and transparently.

Mooney recognizes the value of time: it streamlines the management of the point of sale by providing advanced and intuitive tools.

Mooney streamlines business: it offers intuitive systems that can be easily integrated with the proprietary platforms of public and private customers.

Proximity

Mooney is within reach: with an omni-channel model boasts a transacting physical network nationwide that is perfectly integrated with its innovative digital ecosystem. Always “close to home” and just a click away.

Mooney is always at the side of its customers: it also offers hybrid products and services, whose experience begins on the digital and ends at the point of sale. It offers a 360° caring ecosystem: telephone assistance, dedicated area managers, communication portals.

Sustainability

As well as being codified in its founding values, the Mooney Group has always been **deeply aware of the important social role developed** thanks to its core business, **both at a territorial level** - as guarantor of essential services for the development of a broader financial inclusion - **and at a digital level** - as a supporter of significant investments that allow our country system to pursue strategic objectives – supporting for instance a digital transition process.

2023 saw the **updating of the Group's ESG (Environmental, Social, Governance) Plan** based on a **renewed impact materiality analysis** that has identified the main positive/negative, actual/potential impacts produced by Mooney on the environment and people, and consequently has defined priority areas for action in terms of sustainability. This process was accompanied by a careful **assessment activity, conducted on all the products/services** provided by the Company on the market, which made it possible to identify the existing ESG features and any areas for improvement in terms of social, environmental and governance sustainability.

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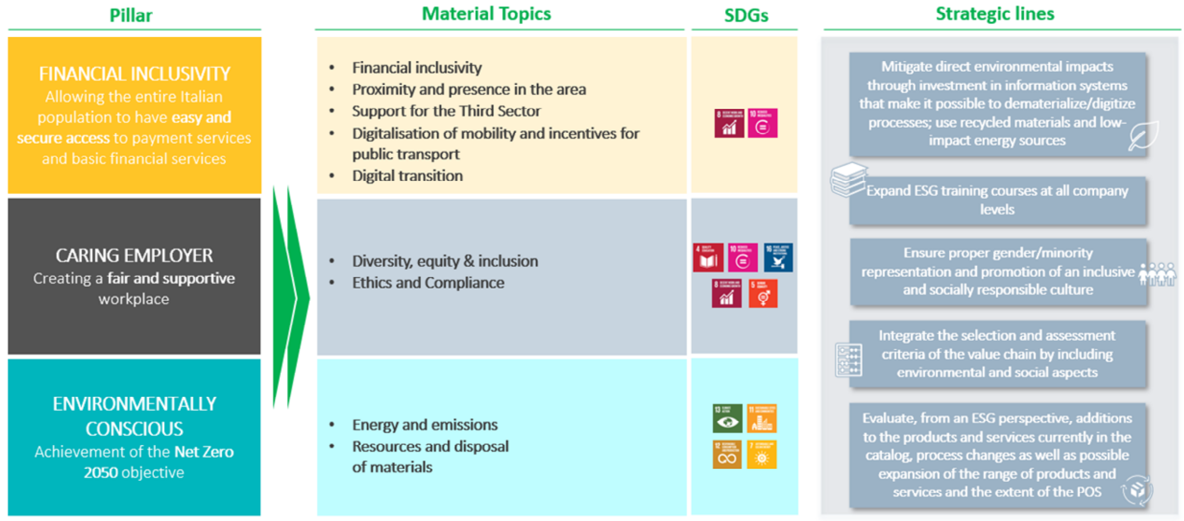


Aware of the strategic importance of communication and transparency, Mooney has continued its **non-financial reporting activities on a voluntary basis**, publishing its **second Sustainability Report** in 2023, which states, in compliance with the international standards of GRI disclosure, the objectives achieved and the gaps still existing in the development of a business model based on sustainability with regard to the company, the reference stakeholders and the territories.

Specifically, Mooney has pursued, during the year, important projects dedicated to its people and the environment, presenting in 2023 new ESG projects and initiatives, as well as expanding existing activities.
The most significant activities include:

strengthening of the monitoring of climate and environmental risks
In light of the constant expansion of the scope of application of ESG issues and the recent intervention of the Bank of Italy on the subject - through the publication of 12 Supervisory Expectations on Climate-Environmental Risks - Mooney has made it a priority to conduct in-depth analyzes and assessments to ascertain the relevance of the issues in question with respect to its business model, as well as the level of compliance with the above guidelines.
This study led to the development of an Action Plan that defines 20 measurable and concrete actions, with the aim of integrating assessments of possible climate-environmental risks within governance and control systems, corporate strategies, risk management framework and disclosure over the next three years.
As part of the Action Plan, particular importance was also attributed to actions aimed at spreading an ESG culture within the Company at all levels (Board of Directors, Board of Statutory Auditors and top management) in order to ensure a broader understanding and awareness of sustainability issues and support decision-making and strategic guidance processes. The Action Plan also operates, *inter alia*, at

the Governance level, committing the Company in updating internal regulations through the integration of relevant ESG principles and factors;

preparation of a social assessment within the company.

The focus on equal opportunities and diversity, in all its aspects, is taking shape in the path undertaken by Mooney aimed at obtaining the Certification of gender equality, according to the normal practice defined by the Ministry for Equal Opportunities.

Thanks to a synergistic activity between the Sustainability and HR functions, it was possible to build a reporting model in line with the requirements of current legislation (UNI/ Italian President of the Republic Decree 125/2022) which made it possible to carry out an initial assessment of the company position from the point of view of gender and generational diversity. A project created to press the Company beyond mere compliance requirements by photographing and analyzing the status quo with respect to issues such as: female leadership and access to managerial positions, parenting, internal mobility, compensation, equal opportunity, and inter-generationality;

support for sustainable mobility

The Mooney Group is committed to promoting sustainable mobility through three main areas:

i. encourage the development and use of MaaS (Mobility as a Service) systems, contributing to the digitalization of the mobility payment system;
ii. contribute to a decrease in travel due to the proximity of the sales network, the ubiquity of which allows citizens to be able to carry out payment/transactions at their doorstep, thereby helping to develop the "*City in 15 minutes*" model within metropolitan areas and reducing the distances between downtown and the suburbs in the country;
iii. incentivize greater use of local public transport (through company contributions and the Guaranteed Ride Home Program service), together with working hours flexibility, the use of remote working, and internal sensitization initiatives.

    The company is committed to developing a mobility policy that is able to reduce the environmental impact produced by the travel choices of its employees, promoting an increasingly green approach, respectful of public health and oriented towards the integration of sustainable corporate welfare solutions.

Industry Overview

The Italian payment and banking services market: the scenario

The 2022–2023 trend

The Mooney Group operates in the Reference market of payment services with the addition, from the end of 2019, of proximity banking services.

The market analyses were carried out by processing estimates based on data from different sources:

- a study carried out by the "Innovative Payments" Observatory of Università Politecnico di Milano, “Quantification of the payment market in Italy”;
- Bank of Italy annual report (2023);
- Euromonitor - Financial cards payments in Italy (December 2022);
- MEF and AIFA data.

The reference market for Mooney in payment services and proximity banking services is composed of three main segments: Payments & Banking Services, Prepaid Cards and Telco.

The Group operates directly in two channels:

- **Proximity Retail**, i.e. **tobacco shops, bars, newsstands** or other proximity stores such as supermarkets, stationaries, CAFs, etc.;
- **Digital** systems, which cover all transactions that take place through **websites and mobile phones**.

Below are the definitions of the individual segments of the Group's reference market and the channels in which Mooney is present with its offer.

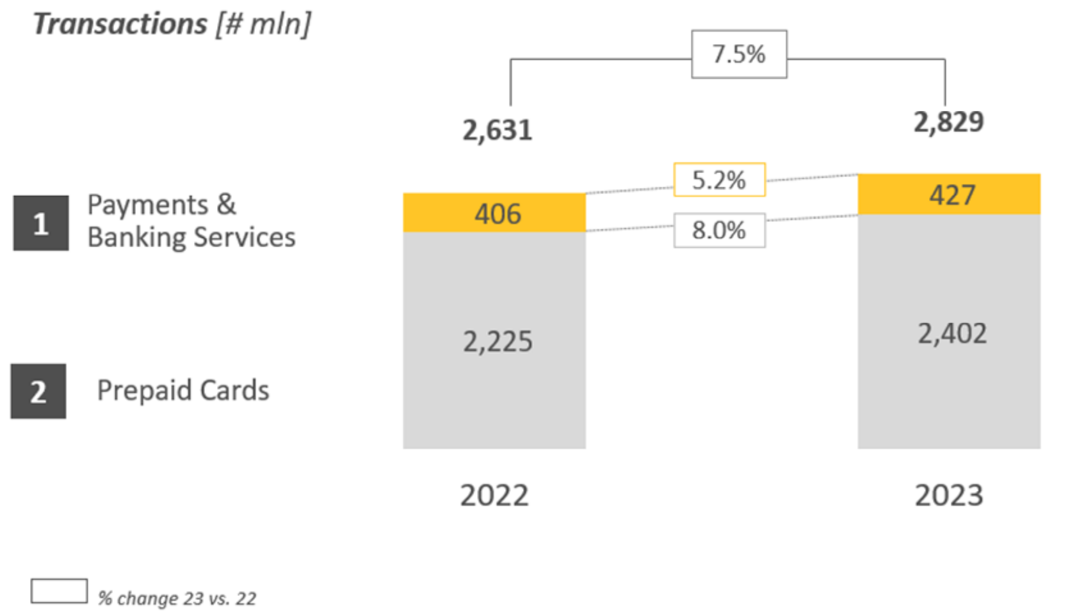
		Proximity Retail	Digital
Payments & Banking Services	• **Payments:** includes all payments for utilities such as water, electricity, gas, internet, but also taxes (TARI, IMU), fines and PagoPA	✓	✓
	• **Banking Services:** these concern F24 transactions, Bank Transfers and Withdrawals	✓	
Prepaid Cards	• **Card Spending:** spending from prepaid cards through POS or e-commerce	✓	✓
	• **Top Ups:** top-ups of prepaid cards made at physical points of sale or online	✓	✓
Telco	Prepaid SIM top-ups	✓	✓

The market is analyzed in terms of the number of transactions for the Payments & Banking Services and Prepaid Cards segments, while in terms of turnover (Euros transacted) for the Telco segment.

In 2023, Mooney's reference market is characterized by a positive outlook, mainly driven by three factors:

1. the continuous digitalization of services, which is no longer a technological barrier thanks also to the acceleration of its use during the period of the Covid-19 pandemic;
2. the negative trend of transactions carried out in the traditional channel (bank branches and post offices) also determined by the closure of bank branches;
3. the simplicity and ease of access of the proximity channel, assets considered to be very important by consumers;

Over 427 million transactions were carried out in 2023 in the Payments & Banking Services segment, up by 5.2% compared to the previous year. This growth is driven by the transition of transactions from the offline channel to the online Payments channel (+10% in '23 vs '22) thanks to the digitalization of Pago PA and the addition of many new operators due to the multilateral agreement implemented.
Transactions in the Prepaid Cards segment also increased by 8% due to greater penetration and use of prepaid cards in the spending habits of Italians. In fact, according to the Euromonitor Report (December 23), there were over 34 million prepaid cards in circulation in 2023, approximately 4% more than the previous year. The average top-up ticket was also up.

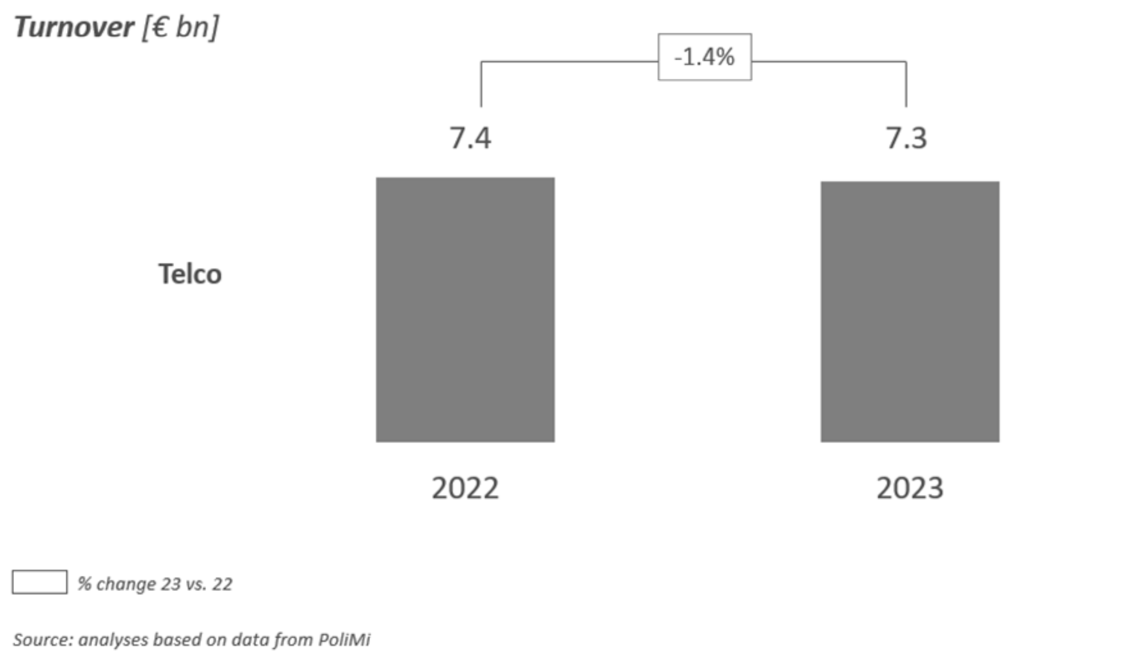


Source: analysis based on data from PoliMi, Bank of Italy, Euromonitor, MEF, AIFA

Payments and basic transactional banking operations within the Group are managed by Mooney S.p.A., which is licensed to operate as an e-money institute, based on suitable authorization granted previously by the Bank of Italy.

Telco top-ups turnover in 2023 totaled Euro 7.3 billion and maintained an almost constant volume compared to the previous year. Its slight decreasing trend (-1.4% in '23 vs '22) could be caused both by the effect of lower inflation and by the downward price war carried out by telephone companies, with a consequent reduction in the average cut in top-ups.

For some years now, there has been a switch in top-up operations from the proximity channel to digital (+6.5% in '23 vs '22) thanks to the acceleration of digitalization during the period of the Covid-19 pandemic.



Within the Group, the sale and/or distribution of telephone top-ups is carried out by the commercial company Mooney Servizi S.p.A.

Mobility market in Italy: the scenario

The 2022–2023 trend

The analyses of this market were carried out by processing data from a study by the "Innovative Payments and Digital Innovation in Tourism" Observatories of Università Politecnico di Milano on payments in the Mobility Market. The market was taken into consideration as a whole and in relation to the main segments of interest for the Group, the so-called “Ticketing market”, which includes the mobility segments covered and/or being integrated into the Mooney offer (Parking, Local Public Transport, long-distance buses - GT, Trains, Taxis, Mobility Sharing, ZTL) and the Tolling segment. Other mobility segments not currently covered by the offer and not of interest include Ferries, Airplanes and Car Rentals areas.

The definitions of the individual segments of the Mooney mobility reference market are provided below.

Italian Mobility Payment Market	It is represented by the value of the turnover generated by mobile expenses (both business and leisure) made by Italian citizens and foreign tourists in Italy, through an offline channel (including parking meter, self-service totem and smartphones via tokenized card) and online.
Ticketing	Includes medium/long range mobility segments covered and/or being integrated into the Mooney offering. Specifically: Parking, TPL (Local Public Transport), Long-distance Buses (GT), Trains, Taxis, Mobility Sharing, ZTL
Tolling	Includes the motorway toll segment
Other Mobility Services	It includes the mobility segments not currently covered by the Mooney offering but of potential future interest. Specifically: Ferries, Airplanes, Car Rent

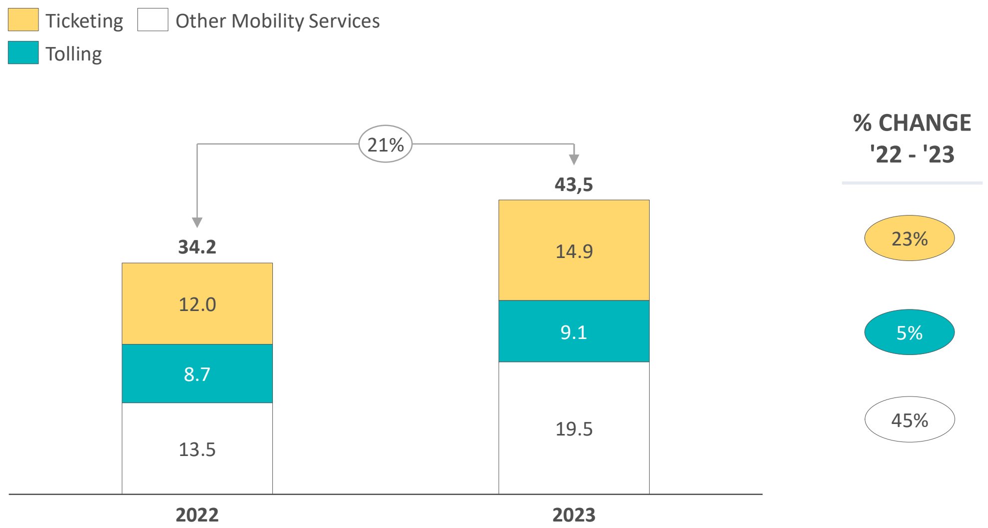
The mobility payments market in Italy has significant transaction values and a high degree of fragmentation in terms of segments and operators. This market was particularly impacted in the two-year period 2020-21 by the Covid-19 health emergency in the face of the strong limitations in mobility that have become necessary. In 2022, thanks to an upturn in urban mobility to reach schools or workplaces and long-distance travel, both for business and leisure reasons, there was a market recovery, which stood at a total value of Euro 34.2 billion, not far from the pre-Covid figures. In 2023, on the other hand, market growth returned in line with the pre-pandemic performance (+21% compared to 2022), reaching a total Euro 43.5 billion, thanks to an increase in demand for mobility by consumers, driven by the resumption of travel, especially long-distance travel.

The total value of the "Ticketing" segment (Parking, Local Public Transport, Long-distance Buses, Trains, Taxis, Mobility Sharing and ZTL) returned to pre-pandemic levels in 2022 with a total transaction volume of Euro 12 billion thanks to a recovery of all relevant segments. In 2023, this segment is estimated at Euro 14.9 billion, with growth of 23% compared to 2022, driven in particular by the Local Public Transport and Trains segments.

As regards the “Tolling” segment, in 2022 it stood at a total Euro 8.7 billion, exceeding the pre-pandemic values, while in 2023 it continued to grow, recording a value of Euro 9.1 billion (+5% compared to 2022).

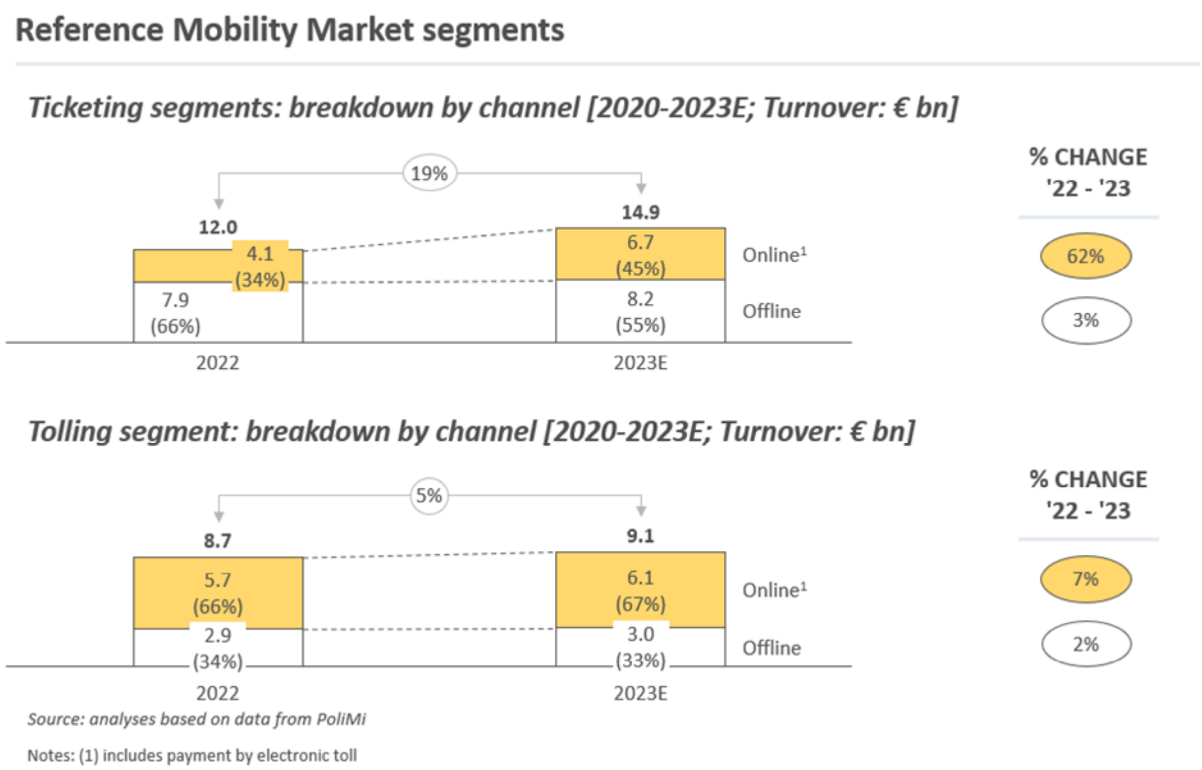
Italian Mobility Payment Market

Total Italian Mobility Payment market [2020-2023E; Turnover: € bn]



Source: analyses based on data from PoliMi

Even in the Mobility market, with the onset of the Covid 19 pandemic, the use of digital channels grew strongly, both due to the need to limit contagions deriving from the handling of cash and due to a strong push towards digitization by mobility operators. In particular, in the “Ticketing” segment, the incidence of the online channel on the total Transactions increased by about 10 percentage points in 2023 (45% in '23 vs 34% in '22) thanks to the digitization initiatives that involved in particular segments such as Parking (both facility parking and blue stripe parking), Local Public Transport and Trains. In the “Tolling” segment, on the other hand, the incidence of the online sub-fund (payment by electronic toll) remained rather stable (67% in '23 vs 66% in '22).



Within the Group, the Mobility business is managed by the company Mooney Servizi S.p.A. (with direct involvement in the new segment relating to the electronic toll-e.tolling product) and by the subsidiaries Pluservice S.r.l. and myCicero S.r.l., which have been operating in this strategic market for some time.

Significant events of the period

The following are some of the main achievements of the past year.

The Mooney – Enel X Pay integration

The 2023 financial year was characterized by a significant effort by all company structures as part of the complex process of corporate, technological, commercial, organizational and operational integration of the companies of the so-called Enel X Pay complex acquired by the Group during the previous year. Among the achievements worthy of mention, the following should be noted:

- the aforementioned merger of the supervised companies into Mooney S.p.A., also downstream of the related authorization process, successfully concluded, by the Supervisory Authority;
- the streamlining of technological systems with the aim of integrating and enhancing the distinctive characteristics and potentials arising from the Enel X Pay complex in the new systemic structure of Mooney;

- the activities carried out as part of the commercial integration processes, aimed at the consolidation of the respective distribution networks and the development of a combined B2B2C offer;
- and last but not least, the completion of the process of effective organizational integration of the structures acquired, a necessary precondition to enable a successful one-company process.

In this context, it should also be noted that in September 2023, PayTipper S.p.A., one of the three supervised companies acquired through merging into Mooney S.p.A., completed the remediation plan prepared as a result of the inspection by the Bank of Italy concluded in May 2022.

The Group Reorganization

In conjunction with the process of organizational integration from the acquired companies, a significant corporate reorganization was devised, approved and implemented aimed at enhancing the skills already present within the Group and at the same time strengthening the corporate structures overall with the inclusion of important new managerial figures at the top and middle management level starting with the new Group CEO; this organization, effective as of September 1, 2023, became immediately operational, making a decisive contribution to the development of the strategic objectives and related operational targets underlying the Group's new multi-year Business Plan that was approved last December.

The aforementioned organization has immediately operated under the following guidelines:

- simplification - through an organizational design that allows clearer accountability for results and better monitoring of revenues/costs/investments of the various business segments and products;
- excellence - to offer a distinctive service that is increasingly recognized by the market;
- brand enhancement - through the relaunch of corporate identity by creating and consolidating a unique Mooney and establishing an iconic and recognizable brand;
- lightening the tasks assigned to the Board of Directors – through the enhancement of the synergistic role of the control functions and their support of the business;
- guarantee of continuity and oversight in the technological and financial area – to give continuity and focus to the IT release plans and the management of company financials.

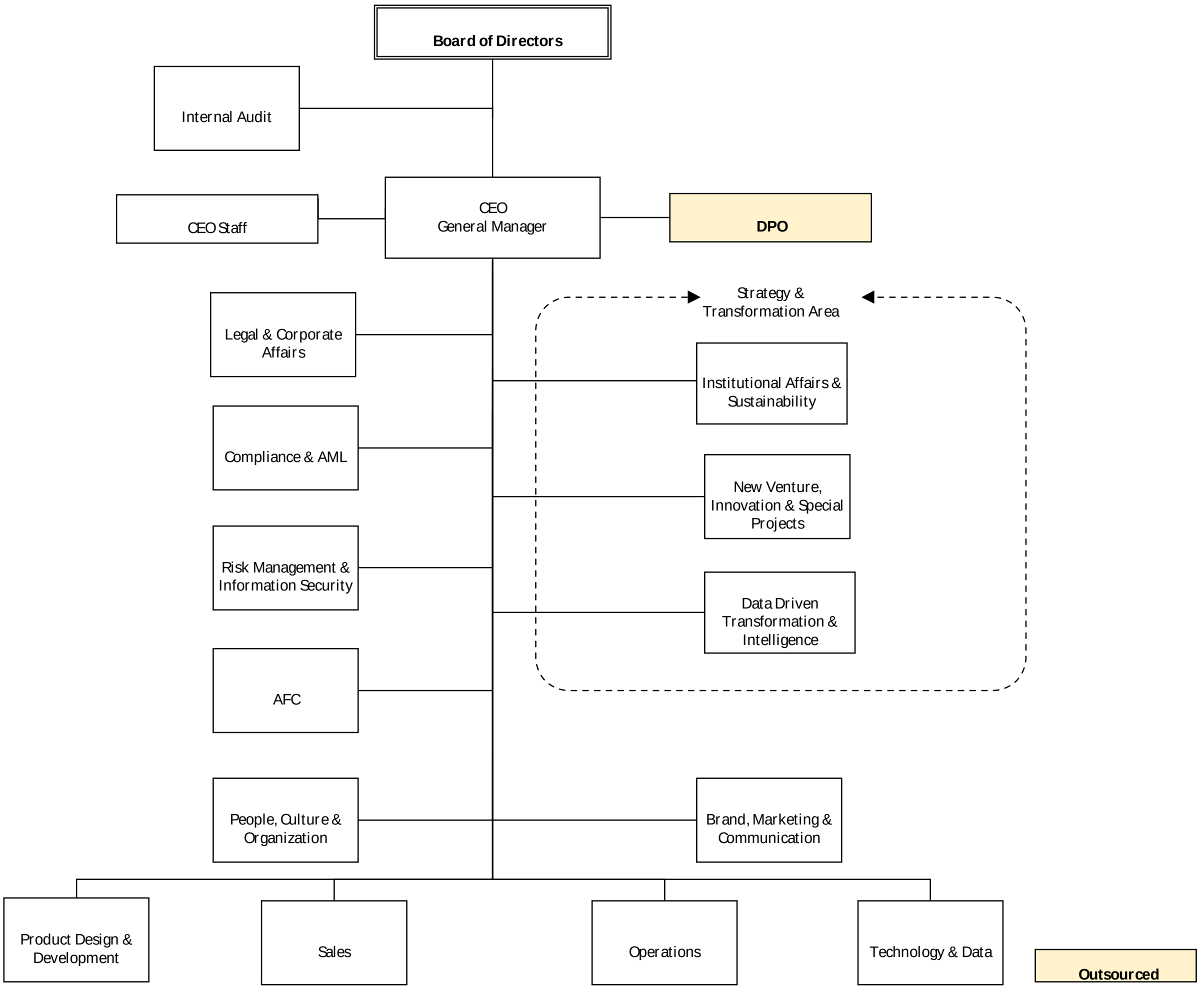
The new organizational structure is composed as follows:

- the Internal Audit Function reports directly to the Board of Directors;
- the following report directly to the CEO:
    - Risk Management & Information Security and Compliance & AML Control Functions;
    - Strategy & Transformation Governance Area (Institutional Affairs & Sustainability; New Venture, Innovation & Special Projects; Data Driven Transformation & Intelligence);

o Staff departments (Legal & Corporate Affairs; AFC; People, Culture & Organization; Brand, Marketing & Communication);

o Business Departments (Product Design & Development; Sales; Operations; Technology & Data).

The aforementioned organizational structure is shown below:



Main strategic initiatives.

The strategic initiatives of 2023 further developed what was already started in previous years; among the various activities/projects, the following should be noted in particular:

- the Mooney card, launched at the end of 2020, resilient and continuously growing at double digits, is one of the most significant success stories of recent years in the reference market, with a stock at the end of the year of proprietary cards of approximately 1,050,000 pieces. The main reference metrics (KPIs) such as the average annual transaction, the number of top-ups, withdrawals and payment transactions, were up further from 2022 partly due to the consolidation of the broader distribution network in the target market (two to three times the comparable benchmarks) and a diversified issue channel mix (physical but also digital);

- with reference to the banking services sector, thanks to further product improvements and adjustments, also in order to contrast an increased level of competition, products such as T-Ricarica and T- Bonifico have confirmed double-digit growth levels, and in general the company Mooney S.p.A. has consolidated its market leadership in the so-called proximity banking, also in relation to withdrawal services with or without cards, an area in which new commercial agreements have been entered into and others are expected in the near future;
- in the Mobility segment, it was possible to consolidate significant growth in transacted volumes in substantially all of its component sectors, thanks in part to the ability to acquire new customers well beyond the challenging expectations at the beginning of the year, making the most of the ongoing trend toward the increasing digitalization of this market. It should also be highlighted how, during the year (in September to be precise), the MooneyGo branded electronic toll collection service was finally launched on the market. This service can be distributed/activated both through the physical and digital channel (an extremely distinguishing element from a competitive perspective of the Mooney offer) following the stipulation of the strategic partnership with the company Telepass S.p.A., which is in charge of the supply of the equipment to be installed on the vehicles and the management of the related technological platform. The Group has significant expectations for the future growth of this product, which starting from the current year will also be supported by adequate investments in communication and promotion;
- again in the area of new products and services, it is also worth mentioning the launch during the year of the sales service of Enel Energia contracts (electricity, gas and fiber) through the physical distribution network (more than 1,000 contracted and trained stores and more than 150 already selling) operating on the basis of sub-agency contracts on behalf of the company Mooney Servizi S.p.A., all thanks to the development of a dedicated digital platform aimed at the digital engagement of the stores themselves. The forecast development of this new business is also a significant driver of growth in the future and to this end, continuous process improvements are already being implemented and methodologies are being refined to select and train the stores with the highest potential.

Impacts of the Covid-19 pandemic and the Russia-Ukraine crisis

Despite the persistent circulation of the Covid-19 virus, which is now set to acquire endemic characteristics, 2023 can be considered the first year of an effective return to normalcy as, for example, witnessed by the return to pre-Covid levels of transactions in the mobility business arena.

On the other hand, the serious geo-political crisis triggered by the outbreak of the Russia-Ukraine war, following the invasion of the latter by troops from the Russian Federation, is still ongoing, which was followed in the second half of the year by the outbreak of the Israeli-Palestinian war after the dramatic terrorist attack on the Jewish state by affiliates of the Hamas organization on October 7 last year and the subsequent escalation of tensions throughout the Middle East, including the Red Sea shipping area south of the Suez Canal, which has been the target of repeated attacks by pro-Iranian militias present in the neighboring state of Yemen. These significant crises threaten to undermine the ongoing cooling in 2023 of the inflationary surge that had in parallel led the major monetary authorities, including the European Central Bank, to halt repeated upward interventions in interest rates without, however, yet moving in the direction of a gradual reduction in interest rates.

Although the Group, in consideration of the characteristics of its business, is not particularly exposed to the increase in prices and tariffs of production factors, it is estimated that these trends have marginally impacted the company operating costs in 2023 while, on the financial front, as was already the case in the previous financial year, the impact deriving from the return to positive digits of the Euribor reference rate was significant and resulted in higher operating expenses on existing loans to be estimated to be more than Euro 19.5 million.

Overview

The economic results for 2023, summarized in the table at the beginning of this Report, reflect the development activities according to the main strategies described above, in a macroeconomic reference context that was still affected by the ongoing global crises, such as the energy shock, the inflationary flare-up and the resulting significant rise in the cost of money, all factors that resulted in Italian GDP growth of about 0.9 percent in 2023 compared to the +4.0 percent recorded in the previous year.

Nonetheless, the Group has seen an increase during the past year in the total volume of transacted flows through its distribution networks and digital platforms, the so-called turnover, which for the first time exceeded Euro 16.4 billion, up by about 6 percent compared to fiscal year 2022 thanks also to the full-year contribution of the new businesses under the Enel X Pay corporate compendium acquired by the Group during the previous fiscal year.

As regards revenues and income, they also exceeded the threshold of 400 million in 2023, reaching over Euro 435 million, up 4.5% compared to the same figure in 2022 and are attributable in particular and mainly to the following fees:

- for payment and banking services, the Group's main business segment, which includes payment of bills and stamps, the distribution and sale of top-ups and telephone cards and other commercial services as well as other banking activities relating to withdrawal transactions, payment and transfer of money in addition to payments of tax delegations, typically under the responsibility of traditional distribution channels (bank and post office branches), but with great potential for the local channel; this broad segment generated revenues of around Euro 300 million during the year (up 2.8% compared to the same figure recorded in 2022);

mooney

- for services connected with both the distribution and top-up of prepaid cards issued by third parties and the "issuing" and top-up of prepaid cards issued by the company Mooney S.p.A., in its capacity as Electronic Money Institute, for a total of approximately Euro 39 million (up by a significant +12.7% on 2022 performance);
- relative to the "mobility" business managed by the companies Pluservice S.r.l. and myCicero S.r.l., consisting in the supply of technological solutions for public and private transport companies, as well as services to citizens for the digital payment of parking, blue lines and purchase of transport tickets, and in the last months of the financial year for the MooneyGo electronic toll service launched by the company Mooney Servizi S.p.A., for over Euro 18 million (a significant increase of over 41% compared to the figure recorded in the 2022 financial year);
- for fees accrued due to the Mooney distribution network on the basis of the undertaken contractual conditions and, to a lesser extent, other services provided to the points of sale, including service fees related to EasyCassa installations, a retail technological solution integrated with cash register functions, electronic invoicing, management and payment acceptance, for a total of Euro 81 million, substantially in line with the previous year.

The main factors that determined the positive trend of the aforementioned revenues and income (expressed gross of the relative remuneration of the distribution chains) can be summarized under the following drivers:

- within the segment relating to payment and banking services, albeit in a context of increased competitiveness, Mooney's ability to consolidate its leadership position in the strategic segment of PagoPa transactions and in addition the contribution of the new acquisitions completed in 2022 which the year 2023 was able to benefit over a 12-month period;
- as regards the prepaid cards segment, characterized by the success of the Mooney card, a product launched at the end of 2020, the high number of these cards issued on average during the year (over 27 thousand new cards per month) and the increased transactional volume, both as regards the use of the product and the so-called top-ups for a total of approximately 59 million transactions on an annual basis;
- regarding the Mobility segment, the extremely positive performance both in the segment of mobility services for citizens, supported by a constant increase in the customer base which exceeded 5 million units (+30% compared to the figure at the end of 2022), and in revenues relating to mobility solutions offered to businesses and public administrations almost always following the awarding of calls for tender.

Against this trend in revenues, operating costs amounted to a total of approximately Euro 428 million, mainly consisting of the following components:

- costs for services, for approximately Euro 287 million (of which approximately Euro 195 million relating to the remuneration paid to the distribution chains);
- personnel costs, for about Euro 42 million, also deriving from the further strengthening of the operating structures to support new businesses and the expansion of the company structure which has, unlike the previous year, impacted the full year;
- other operating expenses of approximately Euro 7 million, of which approximately Euro 5 million relating to non-deductible VAT, significantly decreased compared to the value recorded in 2022, mainly due to the new VAT Group activated on January 1, 2023 and pertaining to the Company;
- costs for depreciation and amortization of tangible and intangible assets in the amount of Euro 71 million, an overall decrease of about Euro 7 million compared to the previous year, after years of constant growth, even if with different trends between tangible and intangible assets; if the charges related to the latter have further increased, reflecting not only the full-year impact of the assets acquired and developed during the previous year, but also that related to the significant investments made during 2023, especially with regard to the SW applications developed to support the various business projects launched by the Group, the depreciation of tangible assets reversed the trend both as a result of lower overall investments in 2023 and the effect of the acceleration, recognized in the previous year, of the depreciation of part of the terminal park decommissioned at the end of 2022 following the completion of the technological and commercial integration process between the former SisalPay network and the Banca 5 network.

The aforementioned costs (mainly the service cost component) also reflect the impact of non-recurring and/or extraordinary charges, equal to approximately Euro 14.3 million (down by more than Euro 5 million compared to the previous year), whose composition can be summarized in the following main categories:

(a) non-recurring costs of approximately Euro 9.3 million, of which approximately Euro 5.3 million referring to integration costs of the businesses that were transferred/acquired in the previous year and Euro 3.8 million related to reorganization costs and strategic consulting;
(b) extraordinary costs of around Euro 5.0 million relating to the launch of new business lines, with particular reference to services within the mobility segment.

Overall, operating costs achieved a growth in percentage terms compared to the year 2022 (+1.1%) lower than the growth rate of revenues and income, thanks also to the contribution of some important initiatives launched at the end of the previous year and aimed at an analytical review of the main corporate cost structures in order to implement the related efficiency-boosting processes also through effective renegotiation processes of the main agreements and supply contracts.

As a result of the aforementioned trends, gross profitability (EBITDA) increased by approximately 7% compared to 2022, (+0.4% after sterilizing the effect in both periods of non-recurring and extraordinary expenses), while operating profitability, excluding the impact of non-recurring and extraordinary expenses, increased significantly by about 63%, as a result of the above-mentioned amortization item.

From a financial asset-based perspective, the year 2023 developed in continuity with previous years and therefore based on the structure defined at the end of 2019 (the year in which the Group was in fact established), as supplemented with the acquisition transactions subsequently implemented. Starting from September 2023, in order to optimize the allocation of financial resources within the Group and to streamline the use of available financial credit lines, a centralized treasury management (so-called domestic multi-corporate cash pooling) was implemented at the Parent Company which the main operating companies, namely Mooney S.p.A. and Mooney Servizi S.p.A., have joined.
The key performance indicators relating to Net invested capital, as well as some financial indicators, are summarized in the following table (in Euro thousand):

SOURCES AND USES	**2023**	**2022**	**Change (abs.)**	**Change (%)**
Net Invested Capital (NIC)	772,911	782,087	(9,176)	-1.2%
Funding by third parties	1,175,495	1,115,647	59,848	5.4%
Shareholders' Equity	(402,584)	(333,560)	(69,024)	-20.7%
Debt-to-equity ratio	-2.92	-3.34	n.a.	n.a.
Normalized ROI (EBIT/NIC)	2.9%	1.7%	n.a.	n.a.

Net invested capital is the sum of the statement of financial position items related to trade receivables and payables, inventories, fixed assets, employee severance indemnities, provisions for risks and charges, other assets and other liabilities, not taking into account the effect of the differences in timing in the settlement of the items relating to working capital for collection and payment services for a total amount of around Euro 46 million in 2023 (equal to about Euro 58 million in 2022). That amount is reflected in an increase in the aggregate items Invested Capital and Funding by third parties. The latter represents the algebraic sum of the financial liabilities of the Group for a total amount of Euro 1,206 million in 2023 (or approximately Euro 1,147 million in 2022), net of unrestricted cash and cash equivalents adjusted as indicated above totaling approximately Euro 30 million in 2023 (or approximately Euro 31 million in 2022).
On the other hand, the value of shareholders' equity reflects, as already commented in the disclosure of previous consolidated financial statements starting with the one for the financial year 2019, the

different accounting treatment of the business combinations finalized at the end of that year, i.e., that referring to the business acquired from Banca 5 S.p.A. is measured at fair value, while that relating to the assets transferred by the Sisal Group, which the Parent was a part of, was recorded at values consistent with those in the consolidated financial statements of the former parent company Sisal Group S.p.A., as it entailed operations under common control. As a result, the difference in these values compared to the (significantly higher) prices paid for the acquisitions, in line with the market values, was recorded against the Group's equity, in a manner equivalent to a distribution of reserves to shareholders, thus resulting in the negative amount.

The change in consolidated shareholders' equity, during the year, is mainly attributable to the consolidated net loss for the year of Euro 69,700 thousand, which resulted from the events discussed above and, above all, from the component of net financial expenses, which impacted the Group's income statement by approximately Euro 95 million, of which approximately Euro 47 million related to outstanding shareholder loans; the aforementioned net charges showed an increase compared to the 2022 financial year of more than 44% due to the effect over the full year on the one hand of the increase in interest rates (anchored to the 1- and 3-month Euribor parameter) on the basis of which the main outstanding loans to third parties are remunerated (and in particular the bond loan with a nominal value of Euro 530 million) and on the other hand of the remuneration of the aforementioned shareholder loans that accrue interest at the fixed rate of 8.5% with annual capitalization at end of each financial year.
On the other hand, the actuarial effects relating to the valuation of the liabilities relating to employee severance indemnity on the basis of accounting standard IAS 19 for approximately Euro 0.7 million were recorded as an increase in consolidated shareholders' equity.

With reference to the sustainability of the invested capital and in particular of the goodwill recorded in the assets of the consolidated balance sheet for a total of approximately Euro 653 million (a value that reflects the decreasing impact of approximately Euro 27 million following the finalization during the year of the so-called purchase price allocation process against the acquisitions finalized in 2022), the Group promptly carried out the updating of the "Impairment test" as required by the reference accounting standards.
To this end, the Group's management has developed a plan of company results and the related cash flows that envisages significant growth objectives over a five-year time span, in line with the Group's mission.
Projected growths are linked to the development of all the main sectors and products in which the Group operates. Specifically, the plan calls for Mooney to increasingly characterize itself as an ecosystem of end-user day-to-day simplification by consolidating its distinctive position in the market as a leader in providing proximity services, the best technology partner even for third-party offerings, and as a Group capable of increasingly delivering products and services to the end-user digitally.

Constant product and channel innovation as a pivotal lever to generate value will enable the recovery of further volumes in the strategic PagoPa segment, the extension of value partnerships for corporate businesses, the enhancement of technological assets towards a so-called phygital, its positioning as a MaaS (mobility as a service) engine for Italy also through strategic partnerships about major events, and last but not least the fostering of bi-directional synergies with large groups to which shareholders belong for the placement of products, such as Energy, Banking, payment cards and the innovative electronic toll service.
The aforementioned calculations did not reveal any critical issues and/or the need to make write-downs, even if partial, of the goodwill recognized.

Finally, with regard to the trend in borrowed funds, the increase of approximately Euro 60 million is mainly attributable to the growth in the afore-mentioned debt to shareholders entirely resulting from the capitalization of interest accrued during the year, while with regard to cash on hand these were, pro forma, the effect of changes in the main items of short-term working capital, substantially in line with the actual figure at the end of the previous fiscal year, given that cash flow from operations (net of investments in tangible and intangible assets) was offset by the financial charges settled on outstanding loans which increased by approximately Euro 16 million compared to the 2022 financial year, as a result of the significant rise in interest rates as of the third quarter of the previous year.

Risk and uncertainty factors

The Group operates in a highly competitive context, marked by significant technological evolution. It also has relationships with a very high number of customers in the public and private sectors, recipients of its payment, financial and business services, and with multiple points of sale, operating as payment points throughout the country. The Group conducts its business on the basis of criteria for the containment of exposure to risks minimizing the potential negative effects of risks on performance and financial stability.

The supervision of the risk control system is carried out by the control functions jointly with the specialist controls and internal divisions that are involved for their areas of competence.

The Enterprise Risk Management Framework summarizes the set of risk cases considered applicable and relevant also in terms of the business and ordinary operations. It is therefore a process designed to i) identify potential events that may affect company activities; ii) manage the risk within the limits of acceptable risk; iii) provide reasonable security on the pursuit of corporate objectives.

The risk management system has, as its starting point, the mapping of risks with the aim of identifying the elements to be assessed and monitored by the Group, also constituting a reference for the entire

Enterprise Risk Management framework, in which said map is embedded.

The overall Enterprise Risk Management is divided into the following areas:

- *the risk map*: for the purposes of complete management of the risks to which the Mooney Group is exposed, a map of corporate risks has been defined and adopted, in line with international standards and reference regulations. This map, which is continuously improved and updated, is shared at all levels of the organization. Once the company risks are identified, broken down by risk category, they are divided into different risk scenarios, resulting in a risk map structure consisting of three levels;
- *the Risk Assessment process*: in line with the risk map defined, the Framework provides for a Risk Assessment process with the aim of assessing the exposure to the risks identified. Specifically, the Framework includes three phases of analysis and a final phase of Risk Response, as follows:
  - an initial assessment of the level of Inherent Risk (i.e. the risk that an activity incorporates regardless of controls or other mitigation factors), measured by relating information concerning the historical frequency and future probability of occurrence with information relating to impacts;
  - a subsequent assessment of the level of adequacy of the existing safeguards in place to mitigate the Inherent Risk arising from the scenario in question, through a detailed analysis of different types of safeguards;
  - a final reconciliation, through specific matrices formalized by the Risk Management Function, of the assessments about Inherent Risk and adequacy of the safeguards, in order to determine, for each scenario, the Residual Risk to which Mooney is exposed;
  - the Risk Response process: this is the phase in which any mitigation strategies are defined and the more relevant risks are reported to top management, with the aim of informing it of the Group's exposure to said risks and involving them in the identification and implementation of remedial actions;
- *the Risk Monitoring process*: it takes the form of a Risk Appetite Framework, i.e. a continuous monitoring of the level of riskiness for each corporate risk through the calculation of appropriate qualitative or quantitative indicators (the so-called KRIs – Key Risk Indicators), in order to analyze any deviations of the risk profile from its risk appetite.

In order to ensure the consistency of the overall Framework and the effectiveness of the risk assessment, as well as the monitoring and management process to which Mooney is exposed, the framework provides for a dynamic interaction of the components described above.

Moreover, considering that in particular the performance of the activities of issuing, distributing electronic money and providing payment services is also carried out by outsourcing certain operational and organizational controls, a special operating Framework for the management of the outsourcing process and related risks has also been defined.

In July 2023, the Italian Antitrust Authority initiated proceedings against Mooney Group S.p.A., Mooney S.p.A. and Mooney Servizi S.p.A. for alleged unfair business practices regarding the Mooney Card product. Mooney S.p.A., the company issuing the product in question, provided the requested information and submitted its pledges in September. Following the rejection of the pledges submitted by Mooney S.p.A., the Authority continued its proceedings and notified, on February 9, 2024, the end of the preliminary investigation phase. Despite the rejection of its pledges, Mooney is implementing the plan submitted to the Authority and will submit its defense brief within the time limits set by the Authority. The deadline for completion of the proceedings is April 12, 2024.

In October 2023, the Bank of Italy initiated audits at Mooney S.p.A. regarding compliance with regulations on combating money laundering and terrorist financing.

The report relating to the audits conducted at Mooney should be notified to the company in the first half of the year. In the event of non-compliance, there would be a risk of administrative sanctions, losses or reputational damage. For the sake of completeness, it should be noted that in January 2024, the company adopted a plan to strengthen the safeguards put in place in the area of anti-money laundering and countering the financing of terrorism.

Finally, the Group has adopted an organizational model that conforms to the provisions of Italian Legislative Decree 231/2001 on matters regarding their corporate administrative liability.

Governance

The Mooney Group is aware of the importance of a good Corporate Governance system to achieve strategic objectives and create long-term sustainable value, ensuring effective governance, in compliance with the institutions and the rules, i.e., effective in consideration of the principles of cost containment and fair to all parties involved in the life of the Group.

Consistently and in continuity with what was done in previous years, the Group maintains its Corporate Governance system constantly in line with the relevant recommendations and regulations, adopting national and international best practices.

Mooney has adopted a traditional management and organizational model, with a Shareholders' Meeting, a Board of Directors and a Board of Statutory Auditors. The Group’s Corporate Governance structure is based on the central role of the Board of Directors - as the highest body responsible for managing the company in the interest of the shareholders - in providing strategic guidance, guaranteeing the transparency of corporate decision-making processes and in defining an effective internal control and risk management system, including internal and external decision-making processes.

The Parent Mooney Group S.p.A. is currently managed by a Board of Directors composed of seven Directors in office until the date of the Shareholders' Meeting that will be called to approve the Financial Statements for the year ending December 31, 2024.

The Board of Directors is vested with the broadest powers of ordinary and extraordinary administration, with the exception of those that the law reserves exclusively to the Shareholders' Meeting.
The Board of Directors has identified a Managing Director from among its members, who has been granted the proxies and powers of ordinary administration necessary or useful for the performance of the company's business.
The management of the company is the responsibility of the Directors, who carry out the operations necessary for the implementation of the corporate purpose. The Board of Directors is also responsible for the Group's internal control and risk management system.

The main operating structures responsible for internal control and risk management are listed below:

- Control, Risk and Related Parties Committee (Board committee);
- Appointments and Remuneration Committee (Board committee);
- Corporate Internal Audit department;
- Corporate Risk Management & Information Security control department;
- Corporate Compliance and Anti-money Laundering Control department;
- Data Protection Officer;
- Compliance department for the prevention of corruption;
- Health, Safety & Environment (employer's delegate pursuant to art. 16 of Italian Legislative Decree 81/2008).

It is specified that the internal Board Committees, established within the Board of Directors of the company Mooney S.p.A., with extended competence over the Parent Company and the subsidiaries/associates including the company Mooney Servizi S.p.A., support the Board of Directors on their specific matters and have access to all relevant information and all functions of the companies, which become involved whenever deemed necessary.

With reference to the Control, Risk and Related Parties Committee, it should be noted that it was already established in the previous years, with the following main tasks:

- performance of the functions set forth in the Related Party Transactions Procedure, including any proposals to the Board of Directors for amendments or additions to said Procedure;
- assistance to the Board of Directors with investigative, propositional and advisory functions applied to assessments and decisions relating to the Internal Control System, and providing opinions in relation to the approval of the financial statements and relations with the independent auditing firm; within this framework, the Committee is assigned the following tasks in particular:
    - assisting the Board of Directors in carrying out the duties relating to the Control System;
    - providing opinions in relation to the correct use of the accounting standards and, in relation to the Group to which they belong, their consistency for the purposes of preparing the consolidated financial statements;
    - at the request of the Board of Directors or the Chief Executive Officer, expressing opinions on specific aspects concerning the identification of the main business risks as well as the design, implementation and management of the Control System;
    - reviewing the work plan prepared by the Control Functions and the Specialized Controls as well as the periodic reports prepared by them, which contain, as a general rule: a summary of the activities carried out and the relative outcomes, a summary of the remediation processes opened following audit activities;
    - carrying out the additional tasks assigned to it by the Board of Directors;
    - reporting to the Board of Directors, at least once every half-year, including once at the time of approval of the financial statements, on the activities carried out and on the adequacy of the Control System.

The Committee has also the right to access the information and company functions necessary for the performance of its duties and may refer to external consultants at the company's expense.

With reference to the Nomination and Remuneration Committee, it should be noted that it was already established in the previous years, with the following main tasks:

- to formulate opinions to the Board of Directors on its composition and the composition of the administrative bodies of the subsidiaries as well as, if necessary, on the professional figures whose presence within these bodies is deemed appropriate;
- to propose to the Board of Directors the candidates for the offices of Director of the Company and its subsidiaries in the cases provided by art. 2386, first paragraph of the Italian Civil Code, if it is necessary to replace an independent Director;
- to indicate candidates for the office of Independent Director of the Company and of its subsidiaries, to be submitted to the Ordinary Shareholders' Meeting, taking into account any reports received from the Shareholders with voting rights in said Shareholders' Meeting;

- to submit proposals to the Board for the remuneration of the Directors of the Company and of the subsidiaries and of the Key Executives, including the Chief Executive Officers of the Group, providing that no Board Member may participate in the formulation of proposals to the Board of Directors relating to their own remuneration.

Lastly, a system of internal controls based on the Group's organizational structure was defined by the competent boards. The Internal Control System is the set of rules, procedures and organizational structures that make it possible to ensure compliance with company strategies.
The internal control structure was defined on three levels:

- first level controls: line controls entrusted to the managers of the operating processes of reference (internal and/or external to the companies); the managers of the external processes must comply with the individual Service Level Agreements in force on the basis of the outsourcing contract, agreed upon with each internal manager;
- second-level controls:
    - compliance: aimed at monitoring the risk of incurring legal or administrative sanctions, significant financial losses or reputational damage, due to Company's operations that are not in compliance with the applicable laws. The controls carried out by the following specialist units are also included in the overall compliance mechanism: Risk Management & Information Security; Data Protection Officer; Compliance Department for the Prevention of Corruption; Health, Safety & Environment;
    - risk management: to manage and monitor overall risks;
    - anti-money laundering: to monitor the risk of money laundering and terrorist financing;
- third-level controls: internal audit controls aimed at verifying both the regularity of operations and the functionality of the controls adopted by the Group companies for the management of all risks associated with operations, as well as the completeness, functionality and effectiveness of the overall Internal Control System; in addition to internal audit inspections, aimed at identifying irregularities and embezzlement within the company organization.

Information regarding human resources and the environment

As at December 31, 2023, the Group had 809 employees, with an increase in the workforce of 27 units compared to the same figure at the end of 2022, while in terms of average workforce, the increase was approximately 70 units, particularly in consideration of the employment on full year of personnel relating to the companies acquired during the previous year. Also in view of the structural increase in the company's population, initiatives related to streamlining the use of office space have been undertaken, ending some leases to switch to the use of coworking spaces, thereby reducing consumption and

environmental impact in general. The policies for the use of general services were also standardized, acquiring operational efficiency and a further reduction in operating expenses.
No cases of death and/or serious work accidents or occupational diseases were recorded among employees or former employees, or any cases of mobbing.

With reference to the issue of any environmental impacts deriving from the company activities, it should be noted that during the year there were no cases of environmental damage attributed to the Group companies/suppliers, or final sanctions or penalties charged to the same for environmental crimes or damage; moreover, most of the activities relevant to these purposes were carried out during the year by external suppliers.
In the context of continuous improvement, it should be noted that last year marked the start of the activity that in 2024 will allow the Group companies to the achieve environmental management system certification (ISO 14001:2015). The adoption of the management system shall allow the organization to improve its environmental performance also thanks to partnerships with suppliers, in order to meet compliance obligations and achieve environmental objectives.

For further details, see the paragraph on Sustainability.

Other information

Pursuant to Regulation (EU) 2016/679 of the European Parliament and of the Council, of April 27, 2016, relating to the protection of individuals with regard to the processing of personal data and of Italian Legislative Decree no. 196/2003, it is acknowledged that the Group has adapted to the measures regarding the protection of personal data.

Research and Development

The fiscal year 2023, in line with previous ones, also saw the Group allocate considerable resources to further significant investments in tangible and intangible assets acquired from third parties or developed with internal resources, in particular with reference to application systems and/or similar.
Overall, the value of the investments amounted to around Euro 50 million, a decrease of about Euro 5 million compared to the similar figure reported in fiscal year 2022; approximately Euro 3.3 million refers to tangible assets (mainly related to HW equipment and collection terminals) and about Euro 46.5 million to intangible assets. Investments in the latter category, up 8% compared to the 2022 figure, mainly refer to the development of management software applications for approximately Euro 37.5 million (of which approximately Euro 13 million developed with internal Group resources) and/or the purchase of software licenses for approximately Euro 3 million, all in support of the various company businesses as well as

the new products launched during the year. These include the launch in the third quarter of the new e-tolling service by the company Mooney Servizi S.p.A. in collaboration with the subsidiaries Pluservice S.r.l. and myCicero S.r.l. and on the basis of the relative agreement signed with the concessionaries Telepass S.p.A. This significant development was preceded by an equally significant update of the platform and related app to service the Group's Mobility products (with the related launch of the new MooneyGo brand), which in the year generated investments in application developments of approximately Euro 10 million. The increases in intangible fixed assets also included, following a revision of the accounting policy, the capitalizations relating to the activation costs of the prepaid cards issued by the company Mooney S.p.A. for approximately Euro 5 million, previously deferred in other current and non-current assets, a figure substantially similar to that reported in the previous year, the balances of which have been adjusted for comparative purposes in the related financial statements.

In addition to said investments, it is also necessary to mention the capitalizations made in 2023 in relation to new or extended lease agreements subject to the requirements of the international accounting standard IFRS 16, for a total of approximately Euro 6.5 million, mainly deriving from investments in corporate offices (and any impact from contractual ISTAT revaluations), for about Euro 2.8 million, to the rental of collection equipment to support the distribution network for about Euro 1.5 million, to the fleet of cars given to employees on a mixed use basis, through long-term rental contracts for more than Euro 1.6 million, and to investments in outsourced data processing centers and other equipment for about Euro 0.6 million.

Transactions with parent companies

As of July 14, 2022, the former controlling company of the Parent, Schumann Investments S.A., fully transferred its controlling interest to the companies Banca 5 S.p.A. (as of January 1, 2023 renamed Isybank S.p.A.) and Enel X S.r.l., which exercise joint control over the Company and the Group as of that day. Enel X S.r.l. on July 25, 2022 also transferred to the Parent the 100% ownership of the shares it held in some companies of the so-called Enel X Pay segment of the Enel Group for a total counter-value (certified by an independent appraisal) of Euro 140 million. The combination of these transactions resulted in a parallel increase in pre-existing shareholder loans and also a reallocation among them of the resulting credit positions with the Company, as well as a reshaping of the economic remuneration conditions, made equivalent for all existing credit lines and equal to 8.5% on an annual basis, with capitalization at the end of each financial year. In light of these developments, at December 31, 2023, both shareholders therefore owed the Parent Company shareholder loans totaling approximately Euro 294 million each, the repayment of which is fully subordinated to the repayment of the Group's pre-existing pooled bond and bank loans.

Any additional commercial, operational and financial relations with the aforementioned parent companies are detailed in the Notes.

Related party transactions

Following the change in the shareholding structure that occurred in the previous year, the entities belonging to the Enel Group also became related parties of the Group, similarly to those referring to the Intesa Sanpaolo Group, to which the shareholder Isybank S.p.A. (formerly Banca 5 S.p.A.) belongs. Commercial, operational and financial transactions with related parties are described in the Notes, particularly in Note 41.

Treasury Shares

Neither the Parent nor the other Group companies hold treasury shares, nor do they hold shares or quotas in parent companies, either through trust companies or third parties. During the period, no acquisitions or sales of these types of shares or quotas took place.

Auditing Firm

The audit of the accounts is assigned, pursuant to law, to an auditing firm enrolled in the register of auditors, whose appointment is the responsibility of the Shareholders' Meeting.
The assigned auditing firm is PricewaterhouseCoopers S.p.A, which was granted the auditing assignment for the three-year period 2021-2023.

Significant events occurring after the end of the year

In addition to what has already been reported above, it should be noted that first months of 2024 were characterized by the intense activities carried out at Group level and coordinated by the Company's top management as part of the project to integration the Enel X Pay complex, focusing in particular on the migration processes to the new Mooney commercial offer, the distribution networks acquired and the progressive technological switch to the new platforms developed during the previous year; with specific reference to the corporate integration, note the completion on 1 January 2024 of the merger by incorporation of the non-supervised operating companies of the aforementioned complex into the company Mooney Servizi S.p.A., consequently with the start of the new financial year the Group's corporate scope is substantially returned to the pre-existing acquisition with clear benefits in terms of business efficiency.

At the beginning of the financial year, the first corporate climate survey – Mooney's Great Place to Work – was also completed. Its results are currently being processed and shared, but they have already highlighted, as extremely positive data, a high level of participation and also a significant rate of trust in the new corporate Leadership. These are important elements for the growth of the organization as a whole and certainly a critical success factor for the achievement of the result and process targets that the Group has set for the current and subsequent years.

Finally, it should be noted that in light of the profitability performance during the 2023 financial year and at the beginning of the new year, in January 2024 the Parent Company has formally requested both shareholders to implement, in a timely manner, the re-capitalization initiative that was agreed upon in the previous months. In response to this request, both the shareholders Isybank S.p.A. and Enel X S.r.l. formalized in February the partial waiver of their respective loans to the Company for Euro 25 million each and the pledge, if necessary, to re-capitalize it in 2024 for a further maximum of Euro 25 million each, demonstrating their closeness also from the point of view of asset-based and financial support. This may also benefit the net profitability of the Company and of the Group in the year in progress and in the coming years.

Outlook

The macroeconomic scenario for the current year, reflected in the 2024 Budget recently prepared by the Group, shows positive signs driven by the following factors: the implementation of the National Recovery and Resilience Plan that will support the growth of the country; the expansion of consumption supported by a gradual reduction in inflation to around 2%; the prospect of lower interest rates.
Specifically, the Proximity and Digital market in which the Group operates is characterized by a positive outlook supported by a reduction in the traditional channel and the phenomenon of the desertification of bank branches.
This will contribute to a growth in Payment and banking services that will accompany the continuous development of the prepaid debit card business and of the initiatives undertaken in the Digital channel.

As far as the Mobility market is concerned, expectations are for further growth in transacted volumes (+5% compared to 2023 figures). Within this sector, the growth scenario of the urban mobility and toll segments, of 2% and 3%, respectively, is driven by an expansion of ticketing services and the development of the online channel.

Based on the aforementioned market scenarios, in 2024 the Group, in continuity with the strategy implemented in the previous year, will focus in particular on the following main lines of action: (a) the development of volume and digital business, aiming to become a company operating transversely on both Retail and Digital channels; (b) supporting the expansion of the Mooney prepaid card customer base; (c) the further development of the mobility business by strengthening the positioning of the E-tolling (electronic toll collection) business; (d) the expansion of products and industrial partnerships; and (e) the expansion of the distribution network also through the launch of a New Commercial Offer for Merchants with the aim of further consolidating its leadership in the so-called Proximity Retail Market.

Consequently, expectations for the current year anticipate a further growth in the Group's performance compared to the 2023 results, both in terms of revenues and operating profitability, thanks to the contribution of all the main segments into which the company's business is structured and based on the planned investments, which will still remain significant, in a context of financial sustainability.

Milan, February 28, 2024

* * *

On behalf of the Board of Directors

The Chairman

Mr. Massimiliano Cesare

Consolidated statement of Financial Position
Assets

(in Euro thousands)

	notes	12/31/2023	12/31/2022
A) NON-CURRENT ASSETS			
Property, equipment, plant and machinery	*18*	41,339	49,877
Goodwill	*19*	653,156	653,156
Intangible assets	*20*	174,066	181,163
Investments accounted for at equity	*21*	0	0
Investments		0	0
Deferred tax assets	*22*	22,003	835
(Non-current) financial assets		0	0
Other (non-current) assets	*23*	2,746	1,578
Total non-current assets		**893,310**	**886,609**
B) CURRENT ASSETS			
Inventories	*24*	6,870	7,558
Trade receivables	*25*	128,271	95,309
of which relative to related parties	*41*	*3,346*	*3,145*
Current financial assets	*26*	0	0
Other (current) assets	*30*	11,195	11,717
of which relative to related parties	*41*		*115*
Receivables for income taxes	*27*	182	817
Restricted bank deposits	*28*	264,656	241,811
of which relative to related parties	*41*	*242,055*	*178,212*
Cash and cash equivalents	*29*	76,062	88,833
of which relative to related parties	*41*	*60,052*	*74,478*
Total current assets		**487,236**	**446,046**
TOTAL ASSETS		**1,380,546**	**1,332,655**

Consolidated statement of Financial Position
Liabilities

	notes	12/31/2023	12/31/2022
A) EQUITY	*31*		
Share capital		10,050	10,050
Share premium reserve		0	0
Legal Reserve		0	0
Other reserves		(346,119)	(292,191)
Results carried forward		(69,707)	(54,604)
Total Net Group Equity		**(405,776)**	**(336,745)**
Equity of non-controlling interests		3,192	3,185
Total Equity		**(402,584)**	**(333,560)**
B) NON-CURRENT LIABILITIES			
Long-term debt	*32*	1,124,828	1,075,842
of which relative to related parties	*41*	*589,065*	*542,476*
Provision for employee severance indemnities	*34*	7,997	8,219
Provisions for deferred tax liabilities	*22*	0	0
Provisions for risks and charges	*35*	971	456
Other non-current liabilities	*36*	328	1,791
Liabilities associated with assets held for sale or disposal		0	0
Total non-current liabilities		**1,134,124**	**1,086,308**
C) CURRENT LIABILITIES			
Trade payables and other payables	*37*	290,219	262,490
of which relative to related parties	*41*	*21,526*	*16,687*
Short-term debt	*32*	73,271	63,377
of which relative to related parties	*41*	*23,388*	*20,184*
Current portion of long-term debt	*32*	7,668	7,444
of which relative to related parties	*41*	*131*	*128*
Other (current) liabilities	*39*	276,005	246,061
of which relative to related parties	*41*	805	*2*
Income tax liabilities	*38*	1,843	535
Provisions for risks and charges	*35*	0	0
Total current liabilities		**649,006**	**579,907**
TOTAL LIABILITIES AND EQUITY		**1,380,546**	**1,332,655**

Mooney Group S.p.A.
Share capital: Euro 10,050,000.00 fully paid-up - R.E.A. of Milan: 2527401
Tax code, VAT no. and Registration no. to Milan, Monza-Brianza and Lodi Registry of Companies
Ordinary section: 10387140964
Registered office: Via Privata Nino Bonnet, 6/A - 20154 Milan - Tel. +39 02.91670331
Certified email: mooneygroup@pec.mooney.it

Consolidated Statement of Comprehensive Income

(in Euro thousands)

	notes	12/31/2023	12/31/2022
Revenues	7	434,528	416,139
of which relative to related parties	*41*	*9,885*	*16,897*
Other income	8	833	667
of which relative to related parties	*41*	*0*	*0*
Total revenues and income		**435,361**	**416,806**
Raw materials, consumables and merchandise used	9	6,574	3,973
Services	10	286,627	280,517
of which relative to related parties	*41*	*2,608*	*8,632*
Lease and rent expenses	11	2,339	1,357
Personnel costs	12	41,864	33,270
of which relative to related parties	*41*	*6,314*	*4,391*
Other operating costs	13	6,928	12,729
Depreciation, amortization, provisions, impairment losses and reversals of fixed assets	14	83,269	91,034
Operating profit (loss), EBIT		**7,760**	**(6,075)**
Finance income and similar	15	2,422	1,132
of which relative to related parties	*41*	*1,395*	*98*
Finance expenses and similar	16	97,277	66,911
of which relative to related parties	*41*	*48,502*	*37,835*
Adjustments to financial assets		0	0
Profit (loss) before income taxes		**(87,095)**	**(71,854)**
Taxes for the year	17	(17,395)	(17,258)
Profit (loss) from continuing operations		**(69,700)**	**(54,596)**
Profit (loss) from assets held for sale or disposal		0	0
Profit (loss) for the year		**(69,700)**	**(54,596)**
Result for the year attributable to minority interests		7	8
Profit (loss) for the year pertaining to the group		**(69,707)**	**(54,604)**
Other components of comprehensive income:			
Items that will not be subsequently reclassified to the income statement:			
Actuarial gains (losses) on defined-benefit plans for employees		958	1,573
Tax effect		(264)	(340)
COMPREHENSIVE INCOME FOR THE YEAR		**(69,006)**	**(53,363)**

STATEMENT OF CASH FLOWS

(in Euro thousands)	12/31/2023	12/31/2022
Profit (loss) before income taxes	**(87,095)**	**(71,854)**
Amortisation	70,949	77,639
Impairment losses on current assets	11,807	13,259
Impairment losses on fixed assets	0	0
Impairment losses and reversals of investments	0	0
Allocations to provisions for personnel, other provisions and other non-monetary items	1,998	1,529
Finance (income)/expenses	94,855	65,779
(Uses of) cash flows generated by current operations before changes in net working capital	**92,514**	**86,352**
Change in trade receivables	(44,769)	(45,147)
Change in inventories	688	(2,606)
Change in trade payables	20,603	59,331
Change in other assets and liabilities	8,619	1,481
Taxes (paid)/collected	(1,945)	(2,412)
Cash flows (uses) generated by business operations	**75,710**	**96,999**
Increases(-)/Decreases (+) in intangible assets	(46,471)	(42,803)
Increases(-)/Decreases (+) in property, plant and equipment	(2,841)	(12,799)
Increases(-)/Decreases (+) in financial assets	0	0
Increases(-)/Decreases (+) in other assets	0	(48)
Acquisitions net of cash and cash equivalents acquired	(183)	17,645
Cash flows (uses) generated by investment activities	**(49,495)**	**(38,005)**
Raising of medium-/long-term loans	0	1,330
Repayment of medium-/long-term loans	(507)	(1,646)
Raising (repayment) of short-term loans	9,453	(7,440)
Repayment of lease loans/IFRS 16	(6,218)	(4,500)
Payments by shareholders	0	5,305
Disbursements deriving from changes in equity investments	0	(5,163)
Net one-off interest/fees paid	(41,714)	(25,680)
Cash flows (uses) generated by financing activities	**(38,986)**	**(37,794)**
Increase (decrease) in liquid funds in cash and at banks	**(12,771)**	**21,200**
Liquidity at the start of the year	**88,833**	**67,633**
Liquidity at the end of the year	**76,062**	**88,833**

(in Euro thousands)	Share capital	Legal Reserve	Share premium reserve	Other reserves	Profit (Loss) for the year	Total Group Equity	Non-controlling interests	Total Equity
Equity at December 31, 2021	**10,050**	**0**	**77,485**	**(333,362)**	**(39,798)**	**(285,625)**	**5,310**	**(280,316)**
Result of the previous year	-	-	-	(39,990)	39,990	0	0	-
Comprehensive income (loss) for the period	-	-	-	-	(53,408)	(53,408)	8	**(53,400)**
Actuarial gains (losses) on defined benefit plans for employees		-	-	1,233	0	1,233		**1,233**
Shareholder capital payment (Enel X Italia S.r.l.)				3,011		3,011		**3,011**
Shareholder capital payment (Banca 5 S.p.A.)				2,295		2,295		**2,295**
Other changes (acquisition of 19% of the company Pluservice S.r.l.)				(3,030)		(3,030)	(2,133)	**(5,163)**
Other changes		-	-	(24)	0	(24)	0	**(24)**
Distribution of equity to shareholders	-	-	-	-	-	0		-
Purchased Price Allocation of the Enel X Italia S.r.l. complex	-	-	-	-	(1,196)	(1,196)	-	**(1,196)**
Equity at December 31, 2022	**10,050**	**0**	**77,485**	**(369,867)**	**(54,412)**	**(336,744)**	**3,185**	**(333,560)**
Result of the previous year	-	-	-	(54,596)	54,596	-	-	-
Comprehensive income (loss) for the period	-	-	-	-	(69,707)	(69,707)	7	**(69,700)**
Actuarial gains (losses) on defined benefit plans for employees	-	-	-	695	-	695	-	**695**
Other changes	-	-	-	(18)	-	(18)	-	**(18)**
Distribution of equity to shareholders	-	-	-	-	-	-	-	-
Equity at December 31, 2023	**10,050**	**0**	**77,485**	**(423,786)**	**(69,523)**	**(405,774)**	**3,192**	**(402,584)**

MOONEY GROUP

Explanatory Notes

to the Consolidated Financial Statements at December 31, 2023

1. General information

Mooney Group S.p.A. (hereafter **"Mooney Group**", the "**Company**" or the "**Parent Company**") is a company incorporated and based in Italy, with registered and administrative offices in Milan, in Via Privata Nino Bonnet 6/A, organized under the laws of the Republic of Italy.

The Company and its subsidiaries (together the "**Group**") operate principally in the collection and payment services sector, both in the segment of services requiring specific authorization of the Bank of Italy, and in the segment of other non-supervised services such as primarily the marketing of top-ups for telephone and TV content, agency activities in payment services and representation in services for citizens and businesses as well as wholesale of hardware functional to the above-mentioned services and mobility-related services in the public sector.

During the previous year, the shareholding structure of the Mooney Group changed following the completion of the sale process by the former parent company Schumann Investments S.A., a company ultimately subject to the control of CVC Capital Partners, of its controlling interest in the Group, to the companies Banca 5 S.p.A., formerly a non-controlling shareholder of the Parent Company, renamed, in early 2023, Isybank S.p.A. and Enel X S.r.l., respectively part of the Banca Intesa Sanpaolo group and the ENEL group; following this transaction, concluded in July 2022, both the aforementioned companies hold 50% of the share capital of the Mooney Group and therefore exercise joint control over the Group.

In 2023, there was no change in the corporate scope through new acquisitions or participatory disposals, but the process of integrating and streamlining the corporate structure, which had already begun in the second part of 2022, was partially completed through the merger by incorporation of the supervised financial companies, acquired in July 2022 by the new shareholder Enel X S.r.l., into the company Mooney S.p.A., effective September 1, 2023.

In 2022, the Group had also consolidated its development strategy by exercising the first of the call options provided for in the acquisition agreement of the Pluservice group signed in 2020, which resulted in an increase from 51% to 70% of the equity investment held by the company Mooney Servizi S.p.A. in the company Pluservice S.r.l.

Through said agreement, the Group has secured the right to purchase the remaining capital shares by December 31, 2023 for a price in line with the result performance of the companies in question. This right has not yet been exercised, but negotiations are still underway with the minority shareholder, subject to the formalization at the end of the year of an agreement postponing the aforementioned deadline to March 31, 2024.

For further details on the main business combinations that took place during the year under review, see Note 6 “Significant Events”.

The registered office of Money Group is located in Via Privata Nino Bonnet, 6/A in Milan.

The shareholders are:

- Isybank S.p.A. (formerly Banca 5 S.p.A.) holder of 50% of the shares making up the share capital of the Company, an Italian digital credit institution providing banking services. Isybank S.p.A. is part of the Intesa Sanpaolo Group. The registered office is located in Via Monte di Pietà, 8 in Milan;
- Enel X S.r.l., owner of 50% of the shares making up the Company's share capital, is part of the Enel Group and offers services to accelerate innovation and guide the energy transition.
  The registered office is located in via Flaminia 970 in Rome.

These consolidated financial statements were approved by the Board of Directors of the Parent Company on February 28, 2024.

2. Summary of accounting policies

2.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”). The designation “IFRS” also includes all valid International Accounting Standards (“IAS”), as well as all interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”) and before that the Standing Interpretations Committee (“SIC”), which, at the balance sheet date, have been adopted by the European Union according to the procedure established by Regulation (EC) 1606/2002 of the European Parliament and European Council on July 19, 2002.

These consolidated financial statements are presented in thousands of Euro, which represents the currency of the economic environment in which the Group operates. All amounts presented in the notes are expressed in thousands of Euro, unless otherwise stated.

The format of the financial statements and the relative classification criteria adopted by the Group, within the framework of the options provided by IAS 1 – *Presentation of financial statements* are presented below:

- the consolidated statement of financial position uses a format classifying the assets and liabilities according to current and non-current;
- the consolidated statement of comprehensive income, which classifies costs according to their nature, includes, besides the profit or loss for the year, other non-owner changes in equity items;
- the consolidated statement of cash flows is prepared by recognizing cash flows from operating activities according to the "indirect method". Accounts linked to third parties are excluded from liquidity, in compliance with the provisions for the protection of customer funds envisaged by the PSD2 directive. The entry into force of Italian Legislative Decree No. 218 of December 15, 2017 resulted in the implementation of Directive 205/2366/EU in Italy relating to payment services in the internal market; in particular, the revised article 114-duodecies of the consolidated banking law extends the safeguards already in force for all funds received from payment service users, even for funds not registered in payment accounts;
- the statement of changes in consolidated equity.

Where necessary, reclassifications of the comparative values were carried out for a more correct representation of the equity, financial and economic position in compliance with the accounting standards adopted.

It should be noted that the comparative data of the consolidated financial statements as at December 31, 2022, were restated to reflect the effects of the purchase price allocation deriving from the acquisition of the Enel X complex. See in this regard what is described in the paragraph "6.3 Final purchase price allocation of the assets acquired and liabilities undertaken relating to the acquisition of the Enel Group companies."

In addition, in compliance with the requirements of IAS 1, minor changes were made to the comparative figures due to a change, effective 2023, of a policy choice concerning the classification of suspended costs, as required by IFRS 15, for the acquisition of prepaid card customers. In particular, the reclassification concerned the following financial statement items:

Asset reclassification:

(in Euro thousands)	
Assets	
Intangible assets	6,516
Other non-current assets	(4,363)
Other current assets	(2,153)

Economic reclassification:

(in Euro thousands)	
Services	(1,295)
Other operating costs	(100)
Depreciation, amortization, provisions, impairment losses and reversals of fixed assets	1,395

2.2 Going concern

The financial year 2023 closed with a loss of Euro 69,700 thousand, the consolidated shareholders' equity at December 31, 2023 was a negative Euro 402,584 thousand and the net working capital at that date was a negative Euro 155,232 thousand.

The 2023 results were affected by net non-recurring and extraordinary expenses of about Euro 14.3 million, mainly relating, as in the previous year, to charges for company reorganization and acquisitions, as well as activities related to the launch of new business lines carried out by the Group during the year.

With regard to working capital, it should be mentioned that the business of the Group is characterized by a financial cycle in which the cash flows payable to the partners are taken up in part by the network in advance of the relative obligation of payment. Therefore, the presence of a negative working capital should be considered an ongoing phenomenon of the Group.

With reference to the debt structure, the table below shows the Group's composition between capital resources and debt to third parties.

The loans received, with particular reference to the floating-rate bond, the principal of which amounts to Euro 530 million and is included in long-term loans, mature in 2026.

	At December 31			
(in Euro thousands and as percentage of total debt and equity)	**2023**		**2022**	
Funding from related parties	**612,585**	**76.3%**	**562,789**	**69.2%**
Funding from third parties	**593,182**	**73.9%**	**583,874**	**71.8%**
Equity	**(402,584)**	**-50.1%**	**(333,560)**	**-41.0%**
Total debt and equity	**803,183**	**100.0%**	**813,103**	**100.0%**

Loans from related parties include debt instruments based on the “Deferred Purchase Price Agreement”. These are debt instruments in place with the shareholders Isybank S.p.A. and Enel X mainly as a result of the extraordinary transaction establishing the Group, which occurred at the end of 2019, and of the further corporate restructuring that was completed in 2022, including accrued and capitalized interest (whose rate was standardized for all these debt instruments, as from July 25, 2022, at 8.5% on an annual basis). The debt is shared equally between the two shareholders.

From a financial and equity point of view, the year 2023 developed in continuity with the previous years. Starting from September 2023, in order to optimize the allocation of financial resources within the Group and to streamline the use of available financial credit lines, a centralized treasury management (so-called domestic multi-corporate cash pooling) was implemented at the Parent Company which the main operating companies, namely Mooney S.p.A. and Mooney Servizi S.p.A., have joined.

The economic results for the year 2023 reflect the development activities according to the main strategies of the Group, in a macroeconomic reference context that has still been affected by the global crises still in progress, such as the energy shock, the inflationary flare-up and the consequent significant rally in the cost of money, factors that led to a growth in Italian GDP of approximately 0.9% in 2023 compared to + 4% recorded in the previous annuity.

Nonetheless, the Group has recorded an increase during the past year in the total volume of transacted flows through its distribution networks and digital platforms, including all related revenues and income, up by about 6% and 4.5%, compared to fiscal year 2022 thanks also to the full-year contribution of the new businesses under the Enel X Pay corporate complex acquired by the Group during the previous fiscal year (July 2022). Operating profitability, adjusted for non-recurring and/or extraordinary costs, also recorded a significant increase of approximately 63% during the year, the performance of which was not reflected in that of the consolidated net result for the year (the loss increased by approximately Euro 14 million) due to the growth in the onerousness of financial debt as a result primarily of the increase in the cost of money and to a lesser extent of the increase in the level of subordinated debt in the principal to shareholders.

On the basis of the assessments carried out with particular reference to the current and expected profitability of the Group and to the plans for the repayment of debt, the directors believe that there is the reasonable expectation that the Group will continue its operating activities in the foreseeable future and will be able to meet its financial commitments, and in any case for a period of time beyond twelve months, and has therefore prepared these financial statements on a going concern basis.

Impacts of the geopolitical crisis

The year 2023 was the second year impacted by the geopolitical crisis with a significant worsening of the inflationary situation already underway since last year.

The Group continues to partially use the remote work mode, providing employees with the technical tools and soft skills to fully embrace this work style, including remote work training activities. This approach is consistent with the policy adopted by the Group to support the business, aimed at containing costs and constantly developing the Digital sector as well as supporting the distribution network.

The Group was impacted, as mentioned above, by the increase in variable rates on existing loans as a direct consequence of the inflationary shock in progress.

2.3 Scope of consolidation and consolidation principles

The Consolidated Financial Statements include the financial statements of the Parent and the consolidation statements of its subsidiaries, approved by their relative boards. The companies included in the scope of consolidation at December 31, 2023 and 2022 are reported below.

The merger by incorporation of the supervised companies of the complex acquired by Enel X (EnelX Financial Services S.r.l., Paytipper S.p.A. and Cityposte Payment S.p.A.) into the company Mooney S.p.A. took effect from September 1, 2023, without retroactive effects.

Companies included in the scope of consolidation as at December 31, 2023			
			% Direct and Indirect ownership at December 31,
Name	**Headquarters**	**Share capital**	**2023**
Mooney Group S.p.A. (Parent Company)	Milan	€ 10,050,000	
Mooney S.p.A.	Milan	€ 87,833,331	100.00%
Mooney Servizi S.p.A.	Milan	€ 8,549,999	100.00%
Pluservice S.r.l.	Senigallia (Ancona)	€ 450,000	70.00%
myCicero S.r.l.	Senigallia (Ancona)	€ 1,142,857	79.00%
Flagpay S.r.l.	Milan	€ 10,000	100.00%
Paytipper Network S.r.l.	Cascina (Pisa)	€ 40,000	100.00%
Cityposte Payment Digital S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 100,000	100.00%
Junia Insurance S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 10,000	100.00%

Companies included in the scope of consolidation from January 1 to August 31, 2023			
			% direct and indirect ownership as at August 31,
Name	**Headquarters**	**Share capital**	**2023**
Mooney Group S.p.A. (Parent Company)	Milan	€ 10,050,000	
Mooney S.p.A.	Milan	€ 87,833,331	100.00%
Mooney Servizi S.p.A.	Milan	€ 8,549,999	100.00%
Pluservice S.r.l.	Senigallia (Ancona)	€ 450,000	70.00%
myCicero S.r.l.	Senigallia (Ancona)	€ 1,142,857	79.00%
EnelX Financial Services S.r.l.	Rome	€ 1,000,000	100.00%
Paytipper S.p.A.	Milan	€ 3,000,000	100.00%
Flagpay S.r.l.	Milan	€ 10,000	100.00%
Paytipper Network S.r.l.	Cascina (Pisa)	€ 40,000	100.00%
Cityposte Payment S.p.A.	Mosciano Sant'Angelo (Teramo)	€ 2,175,000	100.00%
Cityposte Payment Digital S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 100,000	100.00%
Junia Insurance S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 10,000	100.00%

Companies included in the scope of consolidation as at December 31, 2022			
			% Direct and Indirect ownership at December 31,
Name	**Headquarters**	**Share capital**	**2022**
Mooney Group S.p.A. (Parent Company)	Milan	€ 10,050,000	
Mooney S.p.A.	Milan	€ 87,833,331	100.00%
Mooney Servizi S.p.A.	Milan	€ 8,549,999	100.00%
Pluservice S.r.l.	Senigallia (Ancona)	€ 450,000	70.00%
myCicero S.r.l.	Senigallia (Ancona)	€ 1,142,857	79.00%
EnelX Financial Services S.r.l.	Rome	€ 1,000,000	100.00%
Paytipper S.p.A.	Milan	€ 3,000,000	100.00%
Flagpay S.r.l.	Milan	€ 10,000	100.00%
Paytipper Network S.r.l.	Cascina (Pisa)	€ 40,000	100.00%
Cityposte Payment S.p.A.	Mosciano Sant'Angelo (Teramo)	€ 2,175,000	100.00%
Cityposte Payment Digital S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 100,000	100.00%
Junia Insurance S.r.l.	Mosciano Sant'Angelo (Teramo)	€ 10,000	100.00%

Note that the following companies were included in the scope of consolidation in 2023:

Mooney Group S.p.A.: consolidating company, with registered office in Milan. The company, whose share capital is held 50% by Isybank S.p.A. (formerly Banca 5 S.p.A.) and 50% by Enel X S.r.l., is the holding company of the equity investments held in Mooney S.p.A. and Mooney Servizi S.p.A. and holds the bond with a par value of Euro 530 million.

Mooney S.p.A.: company with registered office in Milan, 100% owned by the company Mooney Group S.p.A. and accredited by the Bank of Italy as an Institute of Electronic Money.

Mooney Servizi S.p.A.: a company with registered office in Milan, 100% owned by the Group through Mooney Group S.p.A. which operates in the marketing of top-ups for telephone and TV content and other services not supervised by the Bank of Italy.

Pluservice S.r.l. and myCicero S.r.l.: these companies have their registered office in Senigallia. On June 14, 2022, the first of the call options provided for in the Pluservice group acquisition agreement signed in 2020 was exercised, resulting in the increase from 51% to 70% of the stake held by Mooney Servizi S.p.A in Pluservice S.r.l. The acquired company holds 70% of the shares of myCicero S.r.l., of which Mooney Servizi S.p.A. already held the remaining 30%. The companies operate in the sector of mobility services for both businesses and the Public Administration.

FlagPay S.r.l.: company with registered office in Milan, 100% owned by Paytipper S.p.A. and as from September 1, following merger, by Money S.p.A., whose corporate purpose is the development and execution, sale, rental, installation, maintenance and management of hardware and software solutions on behalf of third parties for the acceptance of electronic, physical and virtual payments.

Paytipper Network S.r.l.: company with registered office in Cascina (Pisa), 100% owned by Paytipper S.p.A., and as from September 1, following merger, by Money S.p.A., whose corporate purpose is the activity of agency and representation of services to businesses and citizens, as well as agency activities in payment services, including related and instrumental activities. PayTipper Network has entered into an agency contract with PayTipper, and is registered in the List of Financial Agents-Special Section. PayTipper Network has the task of permanently promoting the placement of PayTipper payment services.

Cityposte Payment Digital S.r.l.: company with registered office in Mosciano Sant'Angelo (Teramo), 100% owned by Cityposte Payment S.p.A., and as from September 1, 2023 by Money S.p.A., whose corporate purpose is the outsourcing of services for the banking, financial and payments system and in particular the management, updating and maintenance of the IT systems related to the aforementioned services, in favor of both companies and the Public Administration.

Junia Insurance S.r.l.: company with registered office in Mosciano Sant'Angelo (Teramo), 100% owned by the company Mooney Group S.p.A., enrolled in the Register of Insurance Agents. The company is currently inactive.

Controlling interest in Pluservice S.r.l.

As already described in the disclosure of previous consolidated financial statement, on July 31, 2020 the acquisition of 51% of the company Pluservice S.r.l. by Mooney Servizi S.p.A. was completed. The acquired company holds 70% of the shares of myCicero S.r.l., of which Mooney Servizi S.p.A. already held the remaining 30%, and therefore, following the above-mentioned acquisition, the Group has also obtained indirect control of myCicero S.r.l.

In 2022, against the strategic investment finalized already in previous years to acquire control of the Pluservice group, an additional Euro 1.2 million was paid to the seller as a contractually envisaged earn-out on the majority shareholding acquired in 2020, and the first of the call options under the acquisition agreement was exercised, for a total amount of approximately Euro 5.2 million.

In 2023, an additional Euro 184 thousand was paid to the seller by way of Earn out.

The initial acquisition agreement also provides for the option, for Mooney Servizi S.p.A., to acquire the residual share capital by 2023 on the basis of payments based on the corporate performance of the subsidiaries. This option, as already mentioned above, has not yet been exercised, and by mutual agreement among the shareholders, the term within which to exercise this option has been extended to March 31, 2024.

At the end of the year, the valuation of the earn-out to be paid to the sellers of Pluservice S.r.l. in connection with the sale of their majority stake was updated from the plan estimates made in the previous financial statements. The valuation entailed an increase in other current liabilities of approximately Euro 5.7 million and with a cost-effective impact of approximately Euro 2.9 million for financial charges and Euro 2.8 million for personnel costs.

For additional details on the changes in the scope of consolidation during the year under review see Note 6 “Significant events”.

Below is a brief description of the criteria used for the consolidation:

Subsidiaries

Based on the provisions of IFRS 10, control exists when the Parent holds, directly or indirectly, the decision-making power over the subsidiary or has rights or liability with respect to variable returns deriving from its relations with the entity concerned and, at the same time, is able to affect such returns by exercising its power over that entity. The subsidiaries are consolidated using the line-by-line method starting from the date that control commences until the date that control is transferred to a third party. The closing date of all subsidiaries’ financial statements coincides with that of the Parent. The principles adopted for line-by-line consolidation are as follows:

- the assets, liabilities, revenues and expenses of the subsidiaries are consolidated on a line-by-line basis, attributing to the non-controlling interests, where applicable, their share of equity and profit or loss for the year, which is shown separately in equity and in the income statement;

- the business combinations in which control is acquired are recorded as set out in IFRS 3 – Business Combinations by applying the acquisition method of accounting. The acquisition cost is represented by the fair value of the assets transferred, liabilities assumed and equity instruments issued at the acquisition date. The identifiable assets acquired, the liabilities and contingent liabilities assumed are recognized at their fair value at the acquisition date except for deferred tax assets and liabilities, assets and liabilities for employee benefits, and assets held for sale which are recognized on the basis of the relative accounting standards. The difference between the acquisition cost and the fair value of the assets and liabilities acquired, if positive, is recognized in intangible assets as goodwill, or, if negative, after reviewing the fair value measurements of the assets and liabilities acquired, is recognized directly in the income statement, as income. Transaction costs are recorded in the income statement when incurred;

- the acquisition cost also includes contingent consideration measured at *fair value* at the control acquisition date. Subsequent changes in *fair value* are recognized in the income statement or the statement of comprehensive income if the contingent consideration is a financial asset or liability. If the contingent consideration is classified as equity, the original amount is not re-measured and when extinguished is recorded directly in equity;

- non-controlling interests in equity and in the profit (loss) are shown as separate items in the financial statements. At the acquisition date, they can be measured at fair value or according to the proportionate share of the net identifiable assets of the acquired entity. The choice in the measurement method for non-controlling interests is decided on a transaction-by-transaction basis. If the business combination is achieved in stages, the Group re-measures any previously held interest in the acquired entity at the acquisition date fair value and any resultant gain or loss is recognized in the income statement as appropriate;

- changes in non-controlling interests in a subsidiary that do not constitute an acquisition or a loss of control are accounted for as equity transactions. Therefore, for purchases subsequent to the acquisition of control and the partial disposal of a subsidiary without loss of control, any positive or negative difference between the purchase cost/sales price and the corresponding share of equity is recognized directly in the equity attributable to owners of the Parent;

- in the case of the partial disposal of a subsidiary resulting in the loss of control, the investment retained is adjusted to fair value and the revaluation forms part of the gain or loss on the transaction;

- significant gains and losses (including the related tax effects) resulting from transactions between fully consolidated companies which have not yet been realized with third parties are eliminated. Receivables and payables, costs and revenues, and finance income and expenses between companies included in the consolidation are also eliminated, if significant.

2.4 Accounting Policies

A brief description is provided of the most significant accounting policies and principles used in the preparation of the consolidated financial statements.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at acquisition or production costs including directly chargeable incidental expenses necessary to bring the asset to use. Cost comprises the finance expenses directly attributable to the acquisition, construction or production of the asset. Cost also includes the expected costs of dismantling and removing the asset and restoring it to its original condition if a contractual obligation exists.

The expenses incurred for ordinary and/or cyclical maintenance and repairs are charged directly to the income statement in the year incurred. The capitalization of costs inherent in the expansion, modernization or improvement of the structural elements owned or used by third parties is made solely to the extent that they meet the conditions for being classified separately as an asset or part of an asset under the component approach method.

The 2017 Budget Law introduced in Italy, starting from 2018, the possibility for taxpayers established in the territory of Italy to become a single taxpayer for VAT purposes, by virtue of an option exercised by such parties. The Decree of the Ministry of Economy and Finance of April 6, 2018 implemented that law, which, in turn, had transposed into Italian law the European Group VAT rules. The Group applied this new concept already starting in 2019. This concept overcomes the pre-existing distinctions within the Group between companies that exercised the option to dispense with obligations for transactions exempted under art. 36 bis of Italian Presidential Decree 633/72 and companies using the pro-rata regime. As a result, non-recoverable VAT, determined under the new Group VAT regime, supplements the acquisition cost of an asset at the time of its capitalization on a provisional group pro-rata basis and, if necessary, is adjusted at year end in relation to the definitive determination of the pro-rata amount for the year.

Tangible assets are depreciated systematically each year on a straight-line basis at economic and technical rates calculated according to the assets' estimated useful lives. When the depreciable asset is composed of distinctly identifiable elements, the useful life of which differs significantly from that of the other parts which compose the asset, depreciation is taken separately for each of the parts which make up the asset under the component approach principle.

The estimated useful life by class of property, plant and equipment is as follows:

Class of property, plant and equipment	**Useful life in years**
Buildings	33
Plants	3-10
Equipment	5-8
Other assets:	
- vehicles	4-5
- furniture and fixtures	3-8
- electronic office equipment	5
Leasehold improvements	**the shorter of the estimated useful life of the asset and the term of the lease contract**

As regards the average duration of IFRS16 contracts, please refer to the paragraph "Lease liabilities".

Depreciation starts when the asset is ready for use, taking into account the time at which such condition actually arises.

Leased assets

A lease is a contract or part of a contract that conveys the right to use an asset for a period of time in exchange for consideration.

The rights of use of leased assets and the lease liabilities represent, respectively, an asset representing the right of use of the Company of the asset owned by third parties and a liability that represents the obligation to make the payments set out in the contract. Both items are recognized in the financial statements starting on the date that the asset is made available for use by the Company, up to the most recent date between the end of the useful life of the right of use and the lease term. Nonetheless, where the lease transfers ownership of the leased asset to the lessee at the end of the lease term or if the value of the right-of-use asset also considers the fact that the lessee will exercise the purchase option, the right of use is systematically depreciated over the useful life of the underlying asset.

The Group defined the lease term as the period of the contract that cannot be cancelled, also considering the periods covered by an option to extend the lease, if the Company is reasonably certain it will exercise that option. In particular, in assessing the reasonable certainty that the renewal option will be exercised, the Group considered all the relevant factors that create an economic incentive to exercise the renewal option.

The lease liability is recognized initially at an amount equal to the present value of the lease payments due and not yet paid at the commencement date, including fixed payments net of any lease incentives to be received, variable lease payments that depend on an index or a rate, the estimate of the payment by the lessee as a guarantee of the residual value, payment of the purchase option exercise price, if the lessee is reasonably certain to exercise it, and payment of contractual penalties for termination of the lease, if the lessee is reasonably certain to exercise that option. The present value of future payments is calculated adopting a discount rate equal to the interest rate implicit in the lease or, where this cannot be easily determined, using the incremental borrowing rate of the Company. Following initial recognition, the carrying amount of the lease liability increases due to the interest allocated during each period and decreases following payments made. This is also restated, as a contra-entry to the carrying amount of the related asset, where there is a change in the lease payments due as a result of contractual renegotiations, changes to indexes or rates, or changes in the assessment of whether the options set out in the contract will be exercised, including the option to extend the contract. The interest component is recognized as a finance expense over the entire lease term and is determined based on the effective interest method. The right of use is initially recognized at cost, determined at a value equal to the initial amount of the lease liability, adding to this the direct costs initially incurred by the lessee, any payments made at or before the commencement date, net of any incentives received from the lessor, direct costs incurred and the estimate of the costs expected to be incurred for dismantling. The right of use is depreciated on a straight-line basis over the shorter period of the estimated useful life of the asset and the term of the underlying lease contract. The Group applies the requirements for the impairment of the right-of-use assets set out in IAS 36, "Impairment of Assets".

The Group applies the practical exemption permitted for short-term leases and for low-value leases, recognizing the payments relating to those types of leases in the income statement as operating costs over the term of the lease contract.

INTANGIBLE ASSETS

Intangible assets are non-monetary assets that are without physical substance, identifiable, controllable and have the capacity to produce future economic benefits. Such assets are initially recognized at purchase and/or construction cost, including directly attributable expenses to prepare the asset for use. Interest expenses, if any, during and for the development of intangible assets are considered part of the acquisition cost. In particular, the following intangible assets can be identified in the Group:

(a) Goodwill

In brief, goodwill represents the set of future economic benefits deriving from assets acquired in a business combination that cannot be individually identified and recognized separately. It is measured as the excess of the amount of the consideration transferred measured at fair value and the value of non-controlling interests, compared to the fair value of the identifiable assets acquired, net of potential liabilities assumed, at the acquisition date.

Any negative difference (badwill) is, instead, immediately recognized in the income statement at the time of acquisition, as income from the transaction concluded.

Goodwill deriving from business combinations is not amortized but is subject to periodic tests to identify any impairment, in accordance with that described in the paragraph "Impairment of property, plant and equipment, and intangible assets" below.

In order to verify the presence of impairment, the goodwill acquired in a business combination is allocated, from the acquisition date, to the single-cash generating units or to the groups of cash-generating units that should benefit from the synergies of the combination, irrespective of whether other assets and liabilities of the acquired company are assigned to those units or groups of units. Those tests are conducted at least annually.

No other intangible assets with indefinite useful life are recognized in the financial statements in addition to goodwill.

(b) Other intangible assets with a finite useful life

Intangible assets with a finite useful life are recognized at cost, as described previously, net of accumulated amortization and impairment losses, if any. Amortization starts when the asset is available for use and is charged systematically over the residual period of benefit, that is, over the estimated useful life. The estimated useful life for the various classes of intangible assets is as follows:

Class of intangible asset	Useful life in years
Patent rights and intellectual property	3-8
Software user licenses	3-5
Retail network and services contract network	20
Brand	3-20
Paytipper technological platform	11.4
Customer Relationship	11.5

The costs relating to the development of new products and sales channels, particularly with reference to software (for example, the website software used to manage online payment services), are also capitalized. In accordance with IFRS, such costs are capitalized since it is believed that the estimated future economic benefits linked to the turnover from services, also online, is able to sustain the amount capitalized.

IMPAIRMENT OF PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

(a) Goodwill

As mentioned previously, goodwill is subject to an Impairment Test annually or more frequently whenever events or changes in circumstances indicate that goodwill may be impaired.

Impairment testing is conducted on the goodwill allocated to each ***Cash-Generating Unit*** ("CGU") monitored by management. An impairment loss on goodwill is recognized when the carrying amount is lower than the recoverable amount. The recoverable amount is the higher of fair value of the CGU less costs to sell and its value in use, intended as the present value of future cash flows estimated for the asset in question. In calculating the value in use, the estimated future cash flows are discounted to present value using a discount rate before taxes that reflects current market assessments of the time value of money, proportionate to the investment period, and the risks specific to the asset. If the impairment loss is higher than the carrying amount of goodwill allocated to the CGU, the excess is applied to the other assets of the CGU in proportion to their carrying amount.

The carrying amount of an asset should not be reduced below the highest of:

- the fair value of the asset less costs to sell;
- the value in use, as defined above;
- zero.

The reversal of a previous goodwill impairment loss is not permitted.

(b) Property, plant and equipment, and intangible assets with a finite useful life

At every closing date, the Group assesses whether there are any indications of impairment of property, plant and equipment, and intangible assets. Both internal and external sources of information are used for this purpose. Internal sources include obsolescence or physical damage, and significant changes in the use of the asset and the economic performance of the asset compared to estimated performance. External sources include the market value of the asset, changes in technology, markets or laws, trend in market interest rates and the cost of capital used to evaluate investments.

When indicators of impairment exist, the carrying amount of the assets is reduced to the recoverable amount and any impairment loss is recorded in the income statement. The recoverable amount of an asset is the higher of fair value less costs to sell and its value in use, the latter being the present value of future cash flows estimated for the asset in question. In calculating the value in use, the estimated future cash flows are discounted to present value using a discount rate before taxes that reflects current market assessments of the time value of money, proportionate to the investment period, and the risks specific to the asset. For assets that do not generate largely independent cash flows, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

If the carrying amount of the asset or of the cash-generating unit exceeds the recoverable amount, an impairment loss is recognized in the income statement. The impairment loss of the CGUs is first recognized as a deduction of the carrying amount of goodwill allocated to the cash generating unit and then only applied to the other assets in proportion to their carrying amount, up to the recoverable amount of the assets with a finite useful life. When the conditions that gave rise to an impairment loss no longer exist, the carrying amount of the asset is re-recognized in the income statement, up to the carrying amount that would have been recorded had no impairment loss been recognized and if normal amortization/depreciation been applied.

TRADE RECEIVABLES AND OTHER FINANCIAL ASSETS

Trade receivables and other financial assets are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method. Trade receivables and other financial assets are included in current assets, except for those with a contractual due date beyond twelve months after the date of the financial statements, which are classified as non-current assets.

Impairment losses on receivables are recognized in the financial statements according to the expected credit loss method, in accordance with the provisions of IFRS 9. In particular, the impairment on trade receivables and on contract assets is carried out through the simplified approach, which provides for estimating the expected loss throughout the life of the receivable at the time of the initial recognition and in the subsequent valuations. For each customer segment, the estimate is carried out mainly through the determination of the average expected non-collectability, based on historical-statistical indicators, which may be adjusted using prospective elements. For some categories of receivables characterized by peculiar risk elements, instead, specific valuations are carried out on the individual credit positions.

If in subsequent periods the reasons for the impairment cease to exist, the asset value is reinstated up to the amount that would have been resulted from the application of the amortized cost.

Financial assets, relating to non-derivative financial instruments, with fixed or determinable payments and fixed maturity dates, which the Company intends and has the ability to hold until maturity, are classified as “hold to collect” assets.

Such assets are measured at amortized cost using the effective interest method, adjusted by impairment losses, if any. Whenever there are impairment losses, the same principles as described above for loans and receivables are applied.

Other financial assets, including investments in other companies, classified as “hold to collect and sell” assets are measured at fair value, if determinable, and profits and losses deriving from changes in fair value are attributed directly to other components of comprehensive income until they are disposed of or impaired. At that point, the other components of comprehensive income (loss) previously recognized in equity are attributed to the income statement for the period. Dividends received by investments in other companies are included under the item financial income.

INVENTORIES

Inventories of rolls of paper for terminals and replacement parts are stated at the purchase cost, using the weighted average cost method.

The inventories of virtual and scratch top-up cards for telephone and television content are stated at the weighted average cost of the purchase prices.

CASH AND CASH EQUIVALENTS

Under cash and cash equivalents, restricted cash resulting from funds received from customers in compliance with the directive known as PSD2 are stated separately, as part of the services provided by the company Mooney S.p.A., also as a result of the incorporation during the financial year of the company Enel X Financial Services S.r.l, as Electronic Money Institution and the companies Paytipper S.p.A. and Cityposte Payment S.p.A, as Payment Institutions.

Cash and cash equivalents include cash and available bank deposits and other forms of short-term investments, with original due dates equal to or less than three months. Cash and cash equivalents are recorded, according to their nature, at their nominal amount or at amortized cost.

DEBT AND OTHER FINANCIAL LIABILITIES

Debt and other financial liabilities are initially recorded at fair value, net of directly attributable incidental expenses, and subsequently measured at amortized cost using the effective interest method. If there is a change in the estimate of expected cash flows, the value of the liabilities is re-measured to account for this change on the basis of the present value of the new cash flows expected and the effective interest rate determined initially. Financial liabilities are classified within current liabilities, except those with contractual maturities due beyond twelve months of the reporting date and those for which the Group has an unconditional right to defer payment for at least twelve months after that date.

Financial liabilities are recognized at the transaction date and are derecognized when paid and when the Group has transferred all the risks and expenses related to the instruments.

EMPLOYEE BENEFITS

Short-term benefits are represented by salaries and wages, social security contributions, indemnities in lieu of holidays and incentives in the form of bonuses payable in the twelve months subsequent to the date of the financial statements. Such benefits are recognized as components of personnel costs in the period in which their services are rendered.

Post-employment benefits are divided into two categories: defined contribution plans and defined benefit plans.

In defined contribution plans, contributory costs are charged to the income statement as they occur, based on the relative nominal value.

In defined benefit plans, which include severance indemnities due to employees regulated by art. 2120 of the Italian Civil Code, the amount of the benefit to be paid is quantifiable only after termination of employment, and associated with one or more factors such as age, the years of service and compensation. Therefore, the relative cost is charged to the statement of comprehensive income based on actuarial computations. The liability recorded in the financial statements for defined benefit plans corresponds to the present value of the obligation at the reporting date. The obligations for defined benefit plans are determined annually by an independent actuary using the projected unit credit method.

The present value of defined benefit plans is determined by discounting future cash flows at an interest rate equal to high-quality corporate bonds issued in Euro which take into account the period of the relative pension plan.

Starting from January 1, 2007, the Finance Law 2007 and the relative implementing decrees introduced amendments concerning employee severance indemnities. The amendments include the decision of employees as to the allocation of their accruing indemnities. In particular, new flows of employee severance indemnities can be directed by the employee either to pre-chosen pension funds or retained in the company. In the case of external pension funds, the payment of the defined contribution will be made to the fund and starting from such date the new amounts accrued have the nature of defined contribution funds not subject to actuarial measurement.

Starting from January 1, 2013, following the adoption of IAS 19 – Employee Benefits, changes in actuarial gains and losses are recognized in other statement of comprehensive income items.

PROVISIONS FOR RISKS AND CHARGES

Provisions for risks and charges are set up to cover losses or liabilities whose existence is certain or probable but which at the end of the reporting period are uncertain as to amount or as to the date on which they will arise. Provisions are recognized only when there is a current obligation (legal or constructive) for a future outflow of resources deriving from a past event and it is probable that the outflow will be necessary to fulfill the obligation. This amount represents the best estimate of the present value of expenditures required to settle the obligation. If the effect of the time value is material, and the payment date of the obligations can be reasonably estimated, provisions to be accrued are the present value of the expected cash flows, using a rate which reflects market conditions, the change in the time value of money and the risks specific to the obligation. The increase in the provision due to the cost of money over time is recognized as interest expense.

RECOGNITION OF REVENUES

The method for recognizing revenues, based on standard IFRS 15, is divided into five steps:

▪ the identification of the contract with the customer: the standard's provisions are applicable to each individual contract, except in the cases where the standard itself requires the entity to consider several contracts jointly and consequently provides for their relative recognition;

▪ the identification of the separate performance obligations, or contractual promises to transfer goods and/or services contained in the contract;

▪ the determination of the transaction price. In case of variable compensation, this must be estimated by the entity to the extent in which it is highly probable that when the uncertainty associated with the variable compensation is subsequently resolved it does not cause a significant downward adjustment of the amount of cumulative revenues recognized;

▪ the allocation of the transaction price to the separate performance obligations identified, on the basis of the relative stand-alone sale price of each product or service;

▪ the recognition of revenue at the time and/or to the extent in which the relative separate performance obligation is satisfied.

Revenues are recognized initially at the fair value of the consideration received. Any fee variable components, relating by way of example to year-end adjustments and variable incentives, are included in the fee if they can be reliably determined and if it is reasonably certain that this component will not be reversed in subsequent periods.

The asset is transferred when, or during the period in which, the customer acquires control of it.

The service is transferred to the customer and therefore revenues can be recognized:
- at a specific time, when the entity fulfills its obligation to perform by transferring the promised good or service to the customer; or
- over time, as the entity fulfils its obligation by transferring the promised good or service to the customer.

In particular:

- commission income from points of sale, networks or digital platforms are recognized in the Income Statement on an accrual basis, based on the negotiation date of the expenses incurred by end customers;

- revenues connected with recurring services are distributed on a straight-line basis over the duration of the contracts to which they refer.

The revenues accrued by the Company in the resale of telephone and television content top-ups are recognized in an amount equal to the difference between the sale price and the nominal cost of the cards. The cost relating to the purchase of the same is therefore recognized as an adjustment to the gross revenue recorded, operating the Company as an "agent":

- revenues for activities related to development projects specifically requested by customers are recognized during the development activity (over time) if the following requirements are met:
a. the customer simultaneously receives and uses the benefits deriving from the performance along the provision of the service;
b. the service is carried out on activities under the customer's control;
c. the activity object of the service has no alternative uses and the Group has the right to be remunerated for the work carried out up to that moment;
otherwise, the costs and revenues of the project are suspended and recognized at the end of the design phase.
In the case of contracts in which different separate performance obligations are identified, transaction prices are allocated to the identified performance obligations on the basis of the relative stand-alone sales prices of each good or service included in the contract.

COST OF GOODS PURCHASED AND SERVICES PERFORMED

Purchases of goods and the performance of services are recognized in the income statement on an accrual basis.

Commission expenses, other than those included in the amortized cost of financial instruments, are recognized when they are incurred or when the revenues to which they refer are recorded.

Non-deductible VAT, calculated on the basis of the pro-rata coefficient, is similar to a general cost and recognized in other operating costs, when it relates to the purchase of goods and services classified under cost items, while it is recognized as an increase in the asset in the event of purchases relating to intangible assets and property, plant and equipment.

INCOME TAXES

Income taxes are allocated on the basis of an estimate of the tax expense for the year according to current laws. The corresponding liability is shown under “Tax payables”.

Deferred tax assets and liabilities are recognized on the temporary differences between the carrying amount of an asset or a liability in the financial statements and its tax base, except for first-time recognition of goodwill and for those differences related to investments in associates when the reversal of such differences is under the control of the Group and it is probable that they will not reverse in the reasonably foreseeable future.

Deferred tax assets and liabilities are offset when the income taxes are levied by the same tax authority, there is a legally enforceable right of offset and settlement of the net balance is expected. If the net amount is an asset, it is shown as “deferred tax assets” and if a liability as “deferred tax liabilities”. When the effects of a transaction are credited or charged directly to equity, the related current and deferred taxes are also recognized directly in equity.

Deferred tax assets and liabilities are computed based on tax rates that are expected to apply in the period in which the asset is recovered or settled to the extent that such rates have been approved at the date of the financial statements.

Expenses, if any, in connection with litigation with the tax authorities for the portion relating to the evasion of taxes and the corresponding penalties is recorded in “income taxes”.

2.5 Adoption of the new standards

In drawing up the 2023 Consolidated Financial Statements, the accounting standards, valuation criteria and consolidation criteria applied are consistent with those used for the 2022 Consolidated Financial Statements, except for what is mentioned below.

The description and impacts of the standards and interpretations applicable from January 1, 2023 are provided below.

PRINCIPLES, AMENDMENTS AND INTERPRETATIONS APPLICABLE FROM JANUARY 1, 2023

The following is a list of the other new standards, interpretations and amendments that have mandatory application from January 1, 2023 and that have not had any significant effects on the consolidated financial statements as at December 31, 2023:

- IFRS 17 “Insurance Contracts”; including "Amendments to IFRS 17";
- Amendments to IAS 1 “Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies";
- Amendments to IAS 8 "Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates";
- Amendments to IAS 12 “Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction";
- Amendments to IAS 12 “International Tax Reform”;

Accounting standards, amendments and interpretations not yet applicable and not adopted in advance by the Group

As at the date of preparation of this document, the following new Standards, Amendments and Interpretations had been issued and are not yet applicable and have not been adopted early by the Group:

Accounting standards, amendments and interpretations	**Mandatory application from**
Amendment to IFRS 16 – Leases on sale and leaseback	January 1, 2024
Amendment to IAS 1 - Non-current liabilities with covenants	January 1, 2024
Amendment to IAS 7 and IFRS 7 - Supplier finance	January 1, 2024
Amendments to IAS 21 - Lack of Exchangeability	January 1, 2024 (or early adoption)
IFRS S1, "General requirements for disclosure of sustainability-related financial information"	January 1, 2024
IFRS S2, "Climate-related disclosures"	January 1, 2024

3. Management of financial risks

The Group is exposed to: market risk – defined as foreign exchange rate, interest rate and bookmaker risk – liquidity risk, credit risk and capital risk.

The risk management strategy of the Group focuses on minimizing the potential adverse effects on the Group's financial performance. As far as considered necessary, certain types of risk are mitigated by using derivative instruments. Risk management is centralized in the Finance function which identifies, assesses, and hedges financial risks, in close cooperation with the operating units of the Group. The Finance function provides guidelines for monitoring risk management, just as it provides guidelines for specific areas such as interest rate risk, foreign exchange rate risk and the use of derivative and non-derivative instruments.

With reference to the serious geo-political crisis triggered at the beginning of the previous fiscal year following the invasion of Ukraine, no significant impacts were identified with reference to the financial risks to which the Group is exposed, therefore the directors did not consider it appropriate to adopt significant changes to the management, risk control and risk assessment systems.

For more details, please refer to what is reported below.

MARKET RISK

Foreign exchange rate risk

The Group is mainly active on the Italian market and is therefore exposed to exchange rate risk to a limited extent.

Interest rate risk

The Group is exposed to risks linked to fluctuations in interest rates in relation to the short-term revolving credit line and the FRN medium-term bond, in view of the increase in the Euribor benchmark index from August 2022 as a direct consequence of the macroeconomic situation and the ongoing inflationary shock.

In particular, the Group normally looks for short-term debt to finance its working capital requirements and for medium- and long-term financing to support investments related to its operations and extraordinary transactions. The financial liabilities that expose the Group to interest rate risk are mainly medium- and long-term loans index-linked to floating rates of interest. Specifically, on the basis of the analysis of the Group's indebtedness, approximately 51% of the debt as at December 31, 2023 is at floating rates.

See Note 34 for additional details.

Concerning interest rate risk, a sensitivity analysis was performed to determine the effects on income statement and equity of hypothetical positive and negative 100 bps variations to current effective interest rates.

The analysis performed related mainly to the following:

- cash and cash equivalents, with the exclusion of third-party restricted liquidity accounts as well as the settlement of debts towards so-called service partners;

- short-term and medium- and long-term debt, including the related derivative financial instruments, where existing.

Regarding cash and cash equivalents, reference was made to the average balance and the average interest rate thereon for the year, while for short-term and medium- and long-term debt the effect was calculated at the reporting date of the consolidated financial statements. This analysis also included financial payables contracted at fixed rates, as they represent a hedge of interest rate risk even though they are not affected by it, for Euro 588,811 thousand in 2023, while no tax impact was considered.

In contrast to the year 2022 with the significant rise in the Euribor rate during the year 2023, the assessment was made on the negative -1% effect on the interest income item; the analysis on the interest expense of the Bond and ssRCF always takes into account the fixed interest CAP below which said interest rate cannot fall.

	At December 31, 2023	2023			
		Income Statement		Equity	
		1% profit / (loss)	-1% profit / (loss)	1% profit / (loss)	-1% profit / (loss)
Net financial debt	(1,129,705)	(4,877)	5,019	(4,877)	5,019
Total	**(1,129,705)**	**(4,877)**	**5,019**	**(4,877)**	**5,019**

	At December 31, 2022	2022			
		Income Statement		Equity	
		1% profit / (loss)	-1% profit / (loss)	1% profit / (loss)	-1% profit / (loss)
Net financial debt	(1,057,829)	(4,920)	(104)	(4,920)	(104)
Total	**(1,057,829)**	**(4,920)**	**(104)**	**(4,920)**	**(104)**

With specific reference to the direct consequences of the weak macroeconomic environment, which during 2023 was reflected in a significant slowdown in Italian GDP growth, the Group constantly monitors the market situation with reference to interest rate risk, but to the best of its knowledge, and also following discussions with the specialized structures operating in the groups to which the shareholding structure belongs, it has not assessed the opportunity/convenience of proceeding with the activation of specific hedging operations.

LIQUIDITY RISK

Liquidity risk is the risk of not being able to fulfill present or future obligations owing to insufficient available funds. The Group manages this risk by seeking to establish a balance between outflows of cash and the sources of short-term and long-term debt and the distribution of maturities of medium- and long-term debt over time. In particular, a prudent management of liquidity risk implies maintaining a sufficient level of cash and the availability of funds obtainable through an adequate amount of lines of credit.

As of December 31, 2023, some credit lines in place allow short-term drawdowns that have been resolved on and utilized for a total of approximately Euro 74 million, mainly attributable to revolving credit lines.

Set out below are the cash flows expected in future years for the repayment of financial liabilities as at December 31, 2023 and 2022:

	Financial Liabilities Disbursements Analysis				
(in Euro/000)	**At December 31, 2023**	**Up to three months**	**More than three months - up to one year**	**More than one year - up to five years**	**More than five years**
Bank debts and payables to other lenders	1,205,767	76,774	5,112	1,132,507	2,604
Trade payables	290,219	246,330	43,889	0	0
other payables	274,235	256,293	17,602	339	1
Total	**1,770,220**	**579,397**	**66,603**	**1,132,846**	**2,605**

	Financial Liabilities Disbursements Analysis				
(in Euro/000)	**At December 31, 2022**	**Up to three months**	**More than three months - up to one year**	**More than one year - up to five years**	**More than five years**
Bank debts and payables to other lenders	1,146,662	67,486	4,715	1,085,306	3,786
Trade payables	262,490	226,362	36,030	98	0
other payables	245,137	226,704	16,344	2,069	21
Total	**1,654,290**	**520,552**	**57,088**	**1,087,473**	**3,807**

The flows indicated for loans refer exclusively to the repayments of principal. Actual disbursements will be increased by the finance expenses based on the rates applicable to the various loans as summarized in Note 34.

Further, the tables do not include the payments associated with tax payables which will be paid to the tax authorities at due dates established by existing laws or provisions for risks and charges.

During the year, the Group complied with all the clauses stated in the existing loan agreements.

With specific reference to the geopolitical risk generated by the Russian invasion of Ukraine on the Group's liquidity risk, no critical elements have been identified as the level of liquidity available is adequate to meet the Group's financial needs and investment plans. It should also be noted that the Group has a credit line with credit institutions (Revolving Credit Facility) that was unused at the balance sheet date for an amount equal to Euro 19.5 million.

CREDIT RISK

Potential credit risk in commercial relations existing mainly with the points of sale, under partnership contracts, is mitigated by specific selection procedures for points of sale, by imposing operating limits on the collections through terminals and by daily controls over changes in credit which provide for the blocking of the terminal in the event of non-payment and the revocation of the authorization to operate as a Mooney outlet in the event of recurrent non-payment.

The amount of financial assets that the Group does not expect to collect is covered by the provisions for the impairment of receivables.

Current trade receivables at December 31, 2023 and 2022 are analyzed by macro-class of homogeneous risk in the following table:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Receivables from points of sale	142,411	102,170
Other receivables	36,455	33,570
Provision for impairment of receivables	(41,392)	(30,079)
Total	**137,474**	**105,661**

- *Receivables from points of sale (outlets)* essentially represent amounts due from payments and other services referring to the last few days of the year and the relative receivables arising from the automated weekly collections of the preceding periods that have gone unpaid. The large number of outlets exposes the Group to a partial uncollectability risk which, following suitable evaluation by the directors, has duly been covered by a specific provision for impairment of trade receivables.

- *Other receivables* include receivables from suppliers of services for distribution fees, receivables from third-party customers for integrated digital solutions to transport companies and mobility services, insurance receivables, receivables from employees and other receivables not included in the previous classes. There are no specific forms of credit risk for the Group associated with this category.

Intercompany and tax receivables have been excluded from this analysis as no significant risk profile is believed to exist.

Risk exposure

Exposure to credit risk at December 31, 2023 and 2022, analyzed by reference to the aging of receivables, is as follows:

	Aging of Receivables				
(in Euro/000)	**At December 31, 2023**	**Current**	**past due up to 90 days**	**past due 90-180 days**	**past due more than 180 days**
Trade receivables	164,177	121,142	7,426	5,289	30,320
Provision for impairment of receivables	(35,919)	-	(3,958)	(2,994)	(28,967)
Net value	**128,258**	**121,142**	**3,468**	**2,295**	**1,353**
Other receivables	14,689	8,786	115	44	5,744
Provision for impairment of receivables	(5,473)	-	-	-	(5,473)
Net value	**9,216**	**8,786**	**115**	**44**	**271**
Total	**137,474**	**129,928**	**3,583**	**2,340**	**1,624**

	Aging of Receivables				
(in Euro/000)	**At December 31, 2022**	**Current**	**past due up to 90 days**	**Past due 90-180 days**	**past due more than 180 days**
Trade receivables	119,927	88,108	7,640	5,132	19,047
Provision for impairment of receivables	(24,631)	-	(4,374)	(2,543)	(17,714)
Net value	**95,296**	**88,108**	**3,265**	**2,589**	**1,334**
Other receivables	15,813	9,291	0	5	6,517
Provision for impairment of receivables	(6,117)	-	-	-	(6,117)
Net value	**9,696**	**9,291**	**0**	**5**	**400**
Total	**104,992**	**97,398**	**3,265**	**2,594**	**1,734**

The Group shows a past-due trade receivable not covered by provisions on which the Group believes an insignificant risk of uncollectability to exist. As already mentioned, the Group monitors credit risk existing with the outlets mainly through specific procedures for selecting points of sale, by assigning operating limits for wagers on the terminal and by daily control over changes in credit which provides for the blocking of the terminal in the event of non-payment and the revocation of the authorization to operate as a Mooney outlet in the event of recurrent non-payment.

With reference to the impacts arising from the geopolitical risk generated by the Russian invasion of Ukraine, at the reporting date, despite a context of significant economic uncertainty, which also led to potentially critical credit items recovery situations, the management considers the impacts on credit risk of the events deriving from the pandemic to be contained, also by virtue of risk management policies, monitoring activities and remedial actions implemented by the Group.

CAPITAL RISK

The objective of the Group in the management of capital risk is principally that of guaranteeing returns to the shareholders and ensuring benefits to the other stakeholders while protecting going concern.

The size of the debt of the Group, deriving from the extraordinary operations described above, was decided on the basis of the assessment of the Group's capacity to generate a steady profit and financial flows sufficient to repay the debt and settle the related expenses but also provide cash flows for operating and investing activities for the development of the business.

Moreover, in the presence of investment opportunities aimed at increasing the value and the stability of the Group, characteristics of its shareholders, which are in turn part of entrepreneurial groups of absolute national and international importance in their respective markets, as well as of economic and financial soundness, enable the Company and the Group to take advantage of such opportunities through recourse to risk capital.

CATEGORIES OF FINANCIAL ASSETS AND LIABILITIES

Financial assets and liabilities by category at December 31, 2023 and 2022 are presented in the following table:

	At December 31, 2023					
(in Euro thousands)	**Loans and receivables**	**Investments held to maturity**	**Financial assets or liabilities at fair value**	**Total financial assets or liabilities**	**Non-financial assets and liabilities**	**TOTAL**
Current financial assets						-
Trade receivables	128,271			128,271		128,271
Other assets (current and non-current)	11,971			11,971	1,970	13,941
Restricted bank deposits	264,656			264,656		264,656
Cash and cash equivalents	76,062			76,062		76,062
Total assets	**480,960**			**480,960**	**1,970**	**482,930**
Debt (current and non-current)	1,205,767			1,205,767		1,205,767
Trade payables and other payables	290,219			290,219		290,219
Other liabilities (current and non-current)	274,234			274,234	2,104	276,338
Total liabilities	**1,770,220**			**1,770,220**	**2,104**	**1,772,323**

	At December 31, 2022					
(in Euro thousands)	**Loans and receivables**	**Investments held to maturity**	**Financial assets or liabilities at fair value**	**Total financial assets or liabilities**	**Non-financial assets and liabilities**	**TOTAL**
Current financial assets						-
Trade receivables	95,309			95,309		95,309
Other assets (current and non-current)	12,259			12,259	1,037	13,296
Restricted bank deposits	241,811			241,811		241,811
Cash and cash equivalents	88,833			88,833		88,833
Total assets	**438,212**			**438,212**	**1,037**	**439,249**
Debt (current and non-current)	1,146,662			1,146,662		1,146,662
Trade payables and other payables	262,490			262,490		262,490
Other liabilities (current and non-current)	245,210			245,210	2,642	247,852
Total liabilities	**1,654,362**			**1,654,362**	**2,642**	**1,657,003**

During the years under review, the Group did not reclassify any financial assets among the various categories.

For trade receivables and payables and other short-term receivables and payables, the carrying amount is considered not to be significantly different from their fair value. At December 31, 2023, the market price of the *senior secured notes* (level 1 in the fair value hierarchy) was a total of approximately Euro 529.6 million compared to a nominal value of Euro 530 million.

FAIR VALUE MEASUREMENT

The fair value of financial instruments listed in an active market is based on the market prices at the reporting date. The fair value of instruments not listed in an active market is determined using valuation techniques based on a series of methods and assumptions connected with market conditions at the reporting date.

The classification of financial instruments based on a hierarchy that reflects the significance of the inputs in the determination of fair value is the following:

- Level 1: fair value based on inputs that are quoted prices (unadjusted) on active markets for identical financial instruments;
- Level 2: fair value based on measurement methods referring to variables observable on active markets;
- Level 3: fair value based on measurement techniques referring to unobservable market variables.

There were no assets and liabilities that are measured using the fair value method at December 31, 2023 and 2022.

4. Use of estimates

The preparation of the financial statements requires that management apply accounting standards and methods which, under certain circumstances, are based on difficult subjective measurements and estimates based on past experience and on assumptions considered, at various times, to be reasonable and realistic in terms of the respective circumstances. The use of such estimates and assumptions affects the amounts reported in the consolidated financial statements (the statement of financial position, the statement of comprehensive income and the statement of cash flows) and also disclosure. Actual results for those areas requiring management judgement or estimates may differ from those recorded in the financial statements due to the occurrence of events and the uncertainties which characterize the assumptions and conditions on which the estimates are based.

The areas that require greater subjectivity of management in making estimates and for which a change in the conditions of the underlying assumptions may have a significant impact on the financial statements are briefly described below.

Goodwill

In accordance with its adopted accounting policies and procedures for impairment, the Group tests goodwill at least annually if there is any indication that the goodwill may be impaired. The recoverable amount is determined on the basis of the calculation of the value in use. This calculation requires the use of estimates that depend on factors which may vary over time and influence the assessments made by the directors.

Depreciation of property, plant and equipment, and amortization of intangible assets

The cost of property, plant and equipment and intangible assets is depreciated/amortized on a straight-line basis over the estimated useful life of each asset. The economic useful life of these assets is determined at the time of purchase, based on historical experience for similar assets, market conditions and expected future events which may affect them, such as technological changes. The effective economic useful life may, therefore, be different from its estimated useful life. Each year the Company assesses the technological and business segment developments, any contractual and legislative changes related to utilization of the assets and their recovery values in order to update the residual useful life. Such updating may modify the depreciation/amortization period and consequently the annual rate and charge for current and future periods.

Impairment loss/reversal of fixed assets

Non-current assets are periodically tested for impairment and where indicators of difficulty in recovery are present an impairment loss is recorded as a deduction from the relative net carrying amount. The existence of such indicators can be verified through subjective valuations, based on information available within the Group or externally and on historical experience. Moreover, in the presence of a potential impairment, this is determined by suitable impairment tests. The correct identification of the factors, indicating a potential impairment and the estimates to determine the loss, may depend on conditions which vary over time, affecting the assessments and estimates. Similar considerations regarding the existence of indicators and the use of estimates in the application of valuation techniques can be found in the valuations to be made in the event of the reversal of impairment losses charged in previous periods.

Deferred tax assets

Deferred tax assets are recorded on the basis of expectations of future taxable income. The assessment of expected future taxable income for the purpose of recognizing deferred tax assets depends on factors which may vary over time and may have significant effects on the measurement of this item.

Provisions for risks and tax uncertainties

The Group accrues in these provisions the probable liabilities relating to litigation and controversies with staff, suppliers and third parties, tax disputes and, in general, expenses arising from obligations undertaken. The quantification of such allocations involves assumptions and estimates based on presently available knowledge of factors which may vary over time. Thus, the final outcomes may be significantly different from those considered during the preparation of the financial statements.

Provision for impairment of receivables

Impairment losses on receivables are recognized in the financial statements according to the expected credit loss method, in accordance with the provisions of IFRS 9. In particular, the impairment on trade receivables and on contract assets is carried out through the simplified approach, which provides for estimating the expected loss throughout the life of the receivable at the time of the initial recognition and in the subsequent valuations. For each customer segment, the estimate is carried out mainly through the determination of the average expected non-collectability, based on historical-statistical indicators, which may be adjusted using prospective elements. For some categories of receivables characterized by peculiar risk elements, instead, specific valuations are carried out on the individual credit positions.

Leases

The recognition and measurements of lease liabilities and the corresponding rights of use can be influenced by various estimates.

Specifically, the Group estimates the internal debt rate to discount the expected lease payments. The management also considers all the facts and circumstances that create an economic incentive to exercise the renewal options. The renewal options are included in the overall term of the lease contract only if it is reasonably certain that the option will be exercised. The assessment of the renewal options shall be revised only if a significant event occurs that influences said assessment which is under the control of the lessee.

5. Litigation

There are no significant disputes outstanding at the end of the 2023 financial year.

6. Significant events during the year

In 2023, the Group continued the integration activities of the companies acquired in 2022 through the corporate transaction carried out with Enel X S.r.l.

The 2023 financial year was, as previously commented, also marked by the significant increase, started in the previous year, in financial expenses which exerted its effects over a full 2023, as a direct consequence of the rise in the cost of money following the restrictive policies put in place by the Central Banks and in particular by the ECB to counter the inflationary shock that impacted the world's main economies in the post-pandemic phase and that was aggravated by the geopolitical tensions that exploded with the invasion of Ukraine by the Russian Federation. This increase was only partially offset by an increase in financial income relating to the cash and cash equivalents held by the Group.

In July 2023, the Italian Antitrust Authority initiated proceedings against Mooney Group S.p.A., Mooney S.p.A. and Mooney Servizi S.p.A. for alleged unfair business practices regarding the Mooney Card product. Mooney S.p.A., the company issuing the product in question, provided the requested information and submitted its pledges in September. Following the rejection of the pledges submitted by Mooney S.p.A., the Authority continued its proceedings and notified, on February 9, 2024, the end of the preliminary investigation phase. Despite the rejection of its pledges, Mooney is implementing the plan submitted to the Authority and will submit its defense brief within the time limits set by the Authority. The deadline for completion of the proceedings is April 12, 2024.

In October 2023, the Bank of Italy initiated audits at Mooney S.p.A. regarding compliance with regulations on combating money laundering and terrorist financing.

The report relating to the audits conducted at Mooney should be notified to the company in the first half of the year. In the event of non-compliance, there would be a risk of administrative sanctions, losses or reputational damage. For the sake of completeness, it should be noted that in January 2024, the company adopted a plan to strengthen the safeguards put in place in the area of anti-money laundering and countering the financing of terrorism.

At the date of preparation of the Consolidated Financial Statements and at the state of knowledge, it is not deemed possible to determine the potential liabilities deriving from the disputes and proceedings in progress.

Finally, it should also be noted that in September 2023, PayTipper S.p.A., merged into Mooney S.p.A., has completed the remediation plan prepared as a result of the inspection by the Bank of Italy concluded in May 2022.

6.1 Merger by incorporation of the supervised companies of the Enel X complex into Mooney S.p.A.

During the year, the merger by incorporation of the companies supervised by the Bank of Italy of the Enel X complex into Mooney S.p.A. was completed. This merger became effective for statutory purposes as of September 1, 2023, the date from which Mooney S.p.A., as the incorporating company, took over all the assets and liabilities of the merged companies Enel X Financial Services S.r.l., PayTipper S.p.A. and CityPoste Payment S.p.A.

6.2 Purchase Price Allocation deriving from the contribution of a business unit owned by Banca 5 S.p.A.

As already described in the consolidated financial report as at December 31, 2022, in April 2022 the transfer of an additional business unit owned by the former Banca5 S.p.A. (now Isybank S.p.A.) was completed, including business transactions, activities, contracts and assets pertaining to the performance of some payment services of Banca 5 that were not yet assigned to the company Mooney S.p.A. This transaction, worth a total of Euro 23.5 million, included both payment services and the related technology assets functional to their delivery, as well as several contracts with business partners and consumer customers, effectively representing the completion of the segregation and integration processes from which the Mooney Group was established at the end of 2019. The transaction was financed by subscribing to a debt note in the same amount and on similar terms as the debt instruments already in place with the shareholders.

With reference to the contribution that took place in 2022 and described in detail below, the purchase price allocation operation was finalized in 2023, as permitted by the reference accounting standard.
A summary table of the amounts regarding the contribution from Banca 5 S.p.A. is shown below:

Mooney S.p.A.	
(in Euro thousands)	**Final fair value of acquired assets and liabilities**
Intangible assets	6,119
Other assets – current and non-current	2,429
Trade receivables	268
Deferred tax assets	6
Total Assets acquired	**8,822**
Provision for employee severance indemnities	57
Trade payables	307
Other current and non-current liabilities	2,339
Liabilities acquired	**2,703**
Net assets acquired	**6,119**
Present value of consideration	**23,500**
Goodwill	**17,381**

The transfer therefore led to the recognition of provisional goodwill of Euro 17.4 million.
Based on the valuations carried out in 2023 within 12 months of the contribution, and as no assets were identified to which to allocate the higher price paid, it was deemed that the elements to confirm the provisional accounting shown above exist by allocating the difference between the price paid and the net assets acquired entirely as goodwill for a value of Euro 17.4 million.

6.3 Final purchase price allocation of the assets acquired and liabilities undertaken relating to the acquisition of Enel Group companies

In July 2022, the parent company Schumann Investments SA, a subsidiary of the international private equity fund CVC, sold its entire shareholding in Mooney Group, equal to 70% of the Company's share capital, to the shareholder Isybank S.p.A. and the new shareholder Enel X S.r.l., a subsidiary of the Enel Group. Mooney Group is therefore subject from that moment to a joint control of 50% of the two shareholders. Subsequently, on July 25, 2022, the Company acquired direct and indirect control of 100% of the share capital of seven companies previously owned by Enel X S.r.l. for a total value of Euro 140 million, a transaction financed with the activation of an additional transaction line of debt to the selling shareholder, DPP (deferred purchase price) notes. The new shareholder Enel X S.r.l. also took over from Schumann Investments SA in the ownership of the previous DPP notes equal to Euro 100 million of principal plus capitalized interest.

When preparing the consolidated financial statements at December 31, 2022, the fair value of assets and liabilities acquired was calculated provisionally as permitted by IFRS 3 - Business Combinations, consequently recording a provisional goodwill amounting to a total Euro 128.4 million.

In the year ended December 31, 2023, the process of allocating the price paid to the fair value of the assets and liabilities acquired was completed, resulting in the final redefinition of the goodwill arising from the business combination.

In particular, the purchase price allocation process resulted in recognition of the following assets and liabilities at the acquisition date:

(in Euro thousands)	**Provisional fair value of acquired assets**	**Purchase Price Allocation**	**Final fair value allocation**
Property, equipment, plant and machinery	2,976		2,976
Intangible assets	6,302		6,302
Intangible assets (Paytipper platform)	0	42,498	42,498
Intangible assets (Customer Relationship)	0	6,313	6,313
Goodwill	128,432	(26,761)	101,672
Deferred tax assets	6,993	(5,375)	1,618
Other assets – current and non-current	3,535		3,535
Inventories	143		143
Trade receivables	2,766	(669)	2,097
Restricted bank deposits	51,236		51,236
Cash and cash equivalents	18,868		18,868
Total Assets acquired	**221,252**	**16,006**	**237,258**
Short- and m/l-term loans	1,446		1,446
Provision for employee severance indemnities	1,464		1,464
Provisions for deferred tax liabilities	0	16,006	16,006
Provisions for risks and charges	89		89
Trade payables and other payables	16,544		16,544
Other current and non-current liabilities	61,709		61,709
Liabilities acquired	**81,252**	**16,006**	**97,259**
Net assets acquired	**140,000**		**140,000**

As shown in the table above, the year entailed the recognition of intangible assets associated with the revaluation of the Paytipper software platform in the amount of Euro 42.5 million and, regarding the customer relationship represented by the affiliated points of sale, in the amount of Euro 6.3 million, net of the related tax effect of Euro 16 million, as well as the prudential write-down of prepaid tax assets pending the completion of an appeal procedure started on the basis of current legislation.
In addition, the management deemed it appropriate to write down receivables for Euro 669 thousand attributable to the company Paytipper Network S.r.l., as they are considered uncollectable given to the fact that they are overdue by more than 180 days, with a related tax effect of Euro 161 thousand.

As a result of the final recalculation of the fair value of assets and liabilities acquired, the comparison data for the consolidated financial statements as at December 31, 2022 was restated as indicated in the following summary table.

(in Euro thousands)	Provisional fair value of acquired assets	Purchase Price Allocation	Purchase Price Allocation effect 2022 from 1 August	Final fair value 2022
Assets				
Property, plant and equipment	49,877			49,877
Intangible assets	127,615	48,811	(1,780)	174,646
Goodwill	679,917	(26,761)		653,156
Deferred tax assets	21,633	(5,375)		16,258
Other non-current assets	5,941			5,941
Current assets	448,867	(669)		448,198
Total assets	**1,333,851**	**16,006**	**(1,780)**	**1,348,077**
Liabilities and equity				-
Deferred tax liabilities	-	16,006	(584)	15,422
Other non-current liabilities	1,086,308			1,086,308
Current liabilities	579,907			579,907
Total liabilities	**1,666,215**	**16,006**	**(584)**	**1,681,637**
Equity attributable to owners of the Parent	332,364		1,196	333,560
Total equity	**332,364**	**-**	**1,196**	**333,560**

The economic effects arising from the process of allocating the outright purchase price to the comparative balances of 2022 amounted in total to a loss of Euro 1,196 thousand (intangible amortization of Euro 1,780 thousand and deferred tax release of Euro 584 thousand).

7. Revenues

This item can be broken down as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Payments & Banking	296,797	288,584
Cards	38,879	34,498
Mobility	17,712	12,623
Merchant & Others	81,139	80,434
Total	**434,528**	**416,139**

Payments & Banking refers to fees recognized in connection with services subject to Bank of Italy supervision, consisting mainly of payment of utility bills and car tax stamps, of revenues relating to banking services, also subject to the Bank of Italy supervision, of withdrawal, deposit, and transfer of money in addition to payments of tax proxies, which are typically the responsibility of traditional distribution channels (bank and post office branches), of revenues mainly related to the sale/distribution of telephone top-ups and the sale/distribution of TV content top-ups, and revenues mainly related to commercial services for the distribution/sale of railway tickets and codes for online purchases.

The item Cards includes revenues from both the distribution and top-up of prepaid cards issued by third parties and the issuing and top-up of prepaid cards issued in the capacity of Electronic Money Institution by Mooney S.p.A. From 2023, the relevant fees were deferred on an annual basis arising from new contract activations and/or renewals.

The item Mobility includes the revenues deriving from the businesses of the companies Pluservice S.r.l. and myCicero S.r.l., consisting in the supply of technological solutions for public and private transport companies, as well as services to citizens for the digital payment of parking, blue lines and purchase of transport tickets, in addition to revenues from the electronic toll service.

The item Revenues from points of sale and others mainly includes revenues relating to the annual “Point of Sale” fee due by the Mooney distribution network on the basis of the undertaken contractual conditions and to a lesser extent other fees for services provided to the points of sale, including service fees related to EasyCassa installations, a retail technological solution integrated with cash register functions, electronic invoicing, management and payment acceptance.

8. Other income

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Other sundry income	**833**	667
Total	**833**	**667**

The balance of Other sundry income is mainly attributable to operating and capital grants regarding the Mobility business and other income from items pertaining to previous years.

9. Purchases of materials, consumables and merchandise

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Purchase of rolls of paper	1,168	1,297
Spare parts purchases	250	219
Sundry materials purchases	547	771
Warehousing	6	8
Purchase of finished products	4,135	1,585
Change in inventories	468	93
Total	**6,574**	**3,973**

The purchases of materials such as rolls and spare parts are linked to the management of terminals at the points of sale. Sundry materials relate to purchases of promotional material and other equipment; the purchase of finished products mainly represents the purchase of hardware and auxiliary material intended for sale to support the business of the companies Pluservice S.r.l. and myCicero S.r.l.

10. Costs for services

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Marketing and commercial expenses	2,599	3,612
Promotional and sponsorship activities	3,151	5,158
Sales channel – Payment services	194,615	188,690
Maintenance and Technical Support	12,482	8,157
Logistics	2,454	2,512
Telecommunications	3,173	3,233
Consulting	10,619	11,474
Emoluments on Corporate Offices	1,343	917
Bank Fees and Expenses	15,767	16,743
Business and Employee Travel	1,328	1,678
Insurance	1,901	1,880
Outsourcing services	32,427	30,462
Other services	3,838	4,564
Other costs for services	930	1,437
Total	**286,627**	**280,517**

The main costs for services are represented by the commissions paid to the payment points, relating to the services subject to the supervision of the Bank of Italy and other commercial services carried out by the Group with the support of its distribution network. The increase in the item *Sales channel - Payment services* is mainly attributable to the new acquired assets in 2022 in line with the trend of related revenues.

The item *Maintenance and Technical Assistance* costs mainly includes the costs for the maintenance activities of the technological platforms and payment terminals on the network.

The item *Bank Fees and Expenses* is mainly represented by the acquiring commissions for cashless payments at points of sale and online, by the commissions for SEPA Credit Transfer (SCT) and SEPA Direct Debit (SDD), and by the expenses related to sureties and guarantees given to partner customers as part of agreements relating to payment services and to the sale and/or distribution of telephone top-ups respectively.

The item *Outsourcing services* is mainly linked to the costs of the external call center and help-desk services, visual merchandising activities at points of sale, and operational and technological support services. The increase is mainly attributable to platform and technological services for the management of new services and new activities companies acquired to the Group during the previous year that impacted 12 months of the year 2023.

The item *Other services* mainly includes the costs of managing the external collection and payment platforms, other costs related to employees such as meal vouchers, training and recruitment costs, and audit costs.

The item *Other costs for services* mainly represents the operating costs for the offices, the costs for commercial services and the residual operating support service costs.

The fees paid to the audit firms for the audit of the annual financial statements of the Group (including these consolidated financial statements and some non-recurrent assets) amounted, for the entire year, to approximately Euro 535 thousand (Euro 544 thousand in 2022) (net of VAT).

It must also be noted that the compensation due to the statutory auditors of the Parent Company for carrying out their functions, also in other consolidated companies, amounts to a total of Euro 240 thousand.

11. Lease and rent expenses

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Building leases	737	654
Other rentals and operating leases	1,602	703
Total	**2,339**	1,357

The costs incurred in the financial year in relation to leases with an underlying asset of low value or relative to contracts of duration of less than 12 months amounted to approximately Euro 1,609 thousand.

12. Personnel costs

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Salaries and wages	23,358	21,941
Social security contributions	7,875	6,720
Employee severance indemnities	2,818	2,447
Other personnel costs	7,813	2,163
Total	**41,864**	**33,270**

The following table shows the number of employees by category for the years under review (the number of employees represents the situation as at December 31, in both years):

	Year ended December 31	
Number of employees	**2023**	**2022**
Executives	33	30
Management staff	140	126
White-collar	635	595
Blue-collar	1	1
Other	-	30
Total	**809**	**782**

The increase in the item is mainly attributable to the impact of the expansion of the company structure, which, unlike the previous year, impacted the year on a full year basis, as well as to employee transactions concluded during the year and resulting from the new company organization, and to the updated assessment of the earn-out to be paid to the employees of Pluservice S.r.l. and myCicero S.r.l. This updated estimate was based on the company's forecast plans and in parallel resulted in an increase in the recognition of the related liability in the financial statements of approximately Euro 2.8 million.

13. Other operating costs

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Other taxes and duties	528	716
Gifts and donations	238	401
Sundry operating costs	6,162	11,612
Total	**6,928**	**12,729**

The other operating expenses are mainly represented by the cost of non-deductible instalment accrued in 2023, a charge significantly lower than the figure recorded in 2022 due to the activation of the new VAT Group controlled by the Company.

14. Depreciation, amortization, provisions, impairment losses and reversals of the value of property, plant and equipment, and intangible assets

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Amortization of intangible assets	53,569	49,073
Depreciation of property, plant and equipment	17,380	28,566
Impairment losses on current assets	11,807	13,259
Allocations and releases to provisions for risks and charges	513	136
Total	**83,269**	**91,034**

The portion of depreciation of property, plant and equipment related to the application of IFRS 16 amounts to Euro 4,872 thousand and relates to the depreciation of motor vehicles for Euro 1,127 thousand, property leases for Euro 2,000 thousand and for Euro 1,746 thousand to the lease of the company's data center and to the financial lease of some lots of terminals for the provision of payment services.

The increase in intangible amortization is attributable to the intangible assets arising from the Purchased Price Allocation (PPA) activity related to the acquisition, finalized in July 2022, of the companies in the Enel X Pay S.r.l. complex and the investments from the SW applications developed to support the various business and integration projects launched by the Group, in addition to the full-year impact of the assets acquired and developed in the previous year.

The significant decrease in depreciation of property, plant and equipment is mainly attributable to the effect of the acceleration, accounted for in the previous year, of the depreciation of a part of the terminal fleet decommissioned at the end of 2022 following the completion of the technological integration process of the networks.

15. Finance income and similar

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Finance income on bank accounts	2,401	238
Other finance income	21	894
Total	**2,422**	**1,132**

The increase in this item is mainly attributable to interest income earned on bank accounts, particularly as a result of the adjustment by the lending institutions involved of the rates of return on the relevant deposits.

16. Finance expenses and similar

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Interest and other finance expenses - third parties	48,774	29,059
Interest and finance expenses - Shareholders	48,502	37,835
Exchange gains/losses realized	1	17
Total	**97,277**	**66,911**

The item "*Interest and other finance expenses – third parties*" refers mainly, for Euro 41.2 million, to interest in addition to the fee and commission component related to a bond issue and a revolving credit facility deriving from the Group's financial restructuring carried out in December 2019 and for Euro 2.9 million as a result of the updated valuation of the earn-out to be paid to the sellers of Pluservice S.r.l. in connection with the sale of their majority stake, compared to the estimates made in the previous Financial Statements.

The item Interest expense and other financial charges to Shareholders refers, for Euro 46.7 million, to financial charges accrued in reference to the outstanding payables to Enel X S.r.l., which took over from SG2 S.p.A. and Isybank S.p.A. by virtue of the agreements called Deferred Purchase Price Agreements, signed by the parties in light of the finalization of the extraordinary transactions already commented on. The item also includes the interest component relating to loans in place with Intesa Sanpaolo for the portion of the revolving credit line referring to the aforementioned bank and other loans in favor of Group companies for a total value of Euro 1.8 million.

17. Income taxes

This item is composed as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Current taxes	(3,580)	(1,920)
Current income tax relating to prior years	518	280
Deferred tax assets and liabilities	22,263	18,792
Deferred tax assets/liabilities related to prior years	(1,805)	106
Total	**17,395**	**17,258**

The reconciliation of the theoretical tax rate is presented in the following table:

	Year ended December 31
(in Euro thousands)	
IRES	**2023**
Consolidated financial statement result before income taxes	(87,095)
Nominal tax rate	24%/27.5%
Theoretical tax burden	(22,428)
Effect of temporary increases	4,608
Effect of temporary decreases	(1,574)
Effect of permanent increases	2,058
Effect of permanent decreases	(287)
Deferred IRES liabilities	(3,145)
Other variations	1,484
IRES tax	**(19,283)**
IRAP	**2023**
Taxable balance sheet items	(25,246)
Ordinary tax rate	3.9%/5.57%
Theoretical tax burden	3,676
Effect of increases	1,840
Effect of decreases	(2,726)
Deferred IRAP liabilities	(632)
Other IRAP changes	(269)
IRAP tax	**1,888**
TOTAL	**17,395**

IRES:

The effects of the temporary increases relate to:

- non-deductible amortization/depreciation of Euro 3.8 million;

- write-downs of receivables for Euro 530 thousand;

- allocations to provisions for risks and charges, temporarily non-deductible for Euro 288 thousand.

The effects of the temporary decrease relate to:

- amortization charges, reversed to taxation in previous years (for Euro 1,055 thousand) and, to a lesser extent, to the so-called "super-amortization" amounts (for Euro 41 thousand).

The effects of the permanent increases relate to:

- non-deductible or unpaid taxes (art. 99, paragraph 1 of the Consolidated Income Tax Act), mostly of Pluservice S.r.l.

IRAP:

The effects of the increases relate to the capitalization of personnel costs and non-deductible amortization; the effects of the decreases can be written to the so-called "tax wedge".

18. Property, plant and equipment

The composition and changes in this item are as follows:

(in Euro/000)	31-Dec-22	Investments	amortisation and impairment	Divestments	Other changes	31-Dec-23
Land and buildings						
Original cost	16,069	2,961	-	(933)	-	18,097
Accumulated amortization	(4,403)	-	(2,225)	295	-	(6,332)
Impairment losses	-	-	-	-	-	-
Net value	11,666	2,961	(2,225)	(638)	-	11,764
Plant and machinery:						
Original cost	1,299	198	-	-	1	1,498
Accumulated amortization	(778)	-	(216)	-	(0)	(994)
Impairment losses	-	-	-	-	-	-
Net value	521	198	(216)	-	0	503
A103001						
Industrial equipment						
Original cost	135,459	4,659	-	(40,581)	496	100,033
Accumulated amortization	(101,049)	-	(13,488)	40,301	(261)	(74,496)
Impairment losses	(92)	-	-	92	-	-
Net value	34,318	4,659	(13,488)	(188)	236	25,537
Other assets						
Original cost	9,039	2,043	-	(665)	(497)	9,920
Accumulated amortization	(5,355)	-	(1,451)	160	261	(6,385)
Impairment losses	(312)	-	-	312	-	-
Net value	3,372	2,043	(1,451)	(193)	(236)	3,535
Property, plant and equipment under construction						
Original cost	-	-	-	-	-	-
Accumulated amortization	-	-	-	-	-	-
Impairment losses	-	-	-	-	-	-
Net value	-	-	-	-	-	-
Total						
Original cost	161,866	9,861	-	(42,179)	-	129,548
Accumulated amortization	(111,585)	-	(17,380)	40,757	0	(88,208)
Impairment losses	(404)	-	-	404	-	-
Net value	49,877	9,861	(17,380)	(1,018)	0	41,339

(in Euro/000)	31-Dec-21	Changes in scope	Investments	Depreciation, amortisation and impairment losses	Divestments	Other changes	31-Dec-22
Land and buildings							
Original cost	**11,545**	2,644	1,894	-	(14)	-	**16,069**
Accumulated amortization	**(1,956)**	(646)	-	(1,799)	6	(7)	**(4,403)**
Impairment losses	**-**	-	-	-	-	-	**-**
Net value	**9,589**	**1,998**	**1,894**	**(1,799)**	**(8)**	**(7)**	**11,666**
Plant and machinery:							
Original cost	**1,060**	149	90	-	-	-	**1,299**
Accumulated amortization	**(492)**	(95)	-	(192)	-	-	**(778)**
Impairment losses	**-**	-	-	-	-	-	**-**
Net value	**568**	**54**	**90**	**(192)**	**-**	**-**	**521**
Industrial equipment							
Original cost	**120,705**	420	14,346	-	(11)	-	**135,459**
Accumulated amortization	**(75,652)**	(81)	-	(25,321)	5	-	**(101,049)**
Impairment losses	**(92)**	-	-	-	-	-	**(92)**
Net value	**44,961**	**339**	**14,346**	**(25,321)**	**(7)**	**-**	**34,318**
Other assets							
Original cost	**6,893**	1,262	1,151	-	(266)	-	**9,039**
Accumulated amortization	**(3,617)**	(676)	-	(1,254)	193	-	**(5,355)**
Impairment losses	**(312)**	-	-	-	-	-	**(312)**
Net value	**2,963**	**585**	**1,151**	**(1,254)**	**(73)**	**-**	**3,372**
Property, plant and equipment under construction							
Net value	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Total							
Original cost	**140,203**	**4,474**	**17,480**	**-**	**(291)**	**-**	**161,867**
Accumulated amortization	**(81,717)**	**(1,499)**	**-**	**(28,566)**	**203**	**(7)**	**(111,586)**
Impairment losses	**(404)**	**-**	**-**	**-**	**-**	**-**	**(404)**
Net value	**58,082**	**2,976**	**17,480**	**(28,566)**	**(88)**	**(7)**	**49,877**

2023

The rights of use of leased assets recorded under property, plant and equipment as at December 31, 2023 amounted to Euro 19,467 thousand, broken down as follows:

- Land and buildings for Euro 10,884 thousand referring primarily to the leases for the Milan, Rome and Senigallia offices;

- Industrial equipment for Euro 6,110 thousand referring to the data centers, terminals and pos;

- Other assets for Euro 2,473 thousand.

With reference to rights of use on lease assets, depreciation was recorded for an amount of Euro 6,630 thousand (land and buildings Euro 2,000 thousand, industrial equipment Euro 3,504 thousand and other assets Euro 1,127 thousand).

To be noted are also new investments amounting to Euro 9.9 million, of which Euro 3.3 million relate to owned tangible assets.

During the year, the M210 terminals, which had been fully depreciated in previous years for a total historical cost amount of Euro 37.3 million, were sold for subsequent scrapping.

19. Goodwill

Goodwill, as at December 31, 2023, standing at Euro 653,156 thousand, was restated after the final process of allocation of the acquisition price of the Enel X Pay complex, completed in 2023. For the reconciliation of the relevant values, see what is reported in paragraph "Final purchase price allocation of the assets acquired and liabilities undertaken relating to the acquisition of Enel Group companies"

Management has identified the CGUs taking into account the method for the generation of cash flows of each Group activity, as well as the method by which management monitors their results. These criteria led to the identification of the following CGUs:

- the Mooney CGU coinciding with the corporate scope of Mooney S.p.A.;
- the Mooney Servizi CGU coinciding with Mooney Servizi S.p.A. and including the subsidiaries Pluservice S.r.l. and MyCicero S.r.l. and the unsupervised companies Paytipper Network S.r.l., Cityposte Payment Digital S.r.l. and Flagpay S.r.l., which were merged into Mooney Servizi S.p.A. effective January 1, 2024;

The goodwill recognized in the Company's consolidated financial statements as at December 31, 2023 is broken down as follows:

(in Euro thousands)	**Financial year ended 12.31.2023**
Mooney CGU	525,825
Mooney Services CGU	127,331
Balance at December 31	**653,156**

The value of Goodwill, in line with the requirements of the relevant accounting standards, was subjected to an impairment test.

According to the IFRS reference accounting standards, the “recoverable amount” of the CGU to be considered for the purposes of impairment is equal to the higher of the “fair value less costs of disposal” and the “value in use”.

For the Mooney and Mooney Servizi CGUs, the recoverable value of the CGUs was estimated on the basis of the value in use, defined on the basis of the five-year cash flow projections approved by top management, differentiated according to the historical trends of the various products and the expected developments in the various reference markets.

To this end, the Group's management has developed a plan of company results and the related cash flows that envisages significant growth objectives over a five-year time span, in line with the Group's mission.

Projected growths are linked to the development of all the main sectors and products in which the Group operates. Specifically, the plan calls for focusing on the following main lines of action: (a) the development of volumes and digital business, aiming to become a company operating transversely on both Retail and Digital channels; (b) supporting the expansion of the Mooney prepaid card customer base; (c) the further development of the mobility business also thanks to the launch of the E-tolling business; (d) the expansion of products and industrial partnerships; and (e) the expansion of the distribution network also through the launch of a New Commercial Offer for Merchants with the aim of further consolidating its leadership in the so-called Proximity Retail Market.

The growth rate used to estimate cash flows beyond the explicit projected period was determined on the basis of market data and information available to the Group management according to reasonable projections of estimated sector growth in the long term and is equal to 2.0%.

The rate used to discount cash flows to present value is equal to a WACC of 10.0%, derived from the weighted average cost of the cost of capital of 11.2% and the after-tax cost of debt of 3.9%.

The aforementioned "impairment test" exercise highlighted that the recoverable value of the CGUs, for the portion of the flows attributable to the Group, is higher than the book value of the invested capital, including goodwill, attributed to each CGU. It was therefore not necessary to carry out any write-down of the item in question.

In particular, the excess of the recoverable value of the Mooney CGU, determined on the basis of the parameters described above, with respect to the relative book value is equal to approximately Euro 353 million and to approximately Euro 161 million for the Mooney Servizi CGU.

The value that the WACC would have to assume, keeping the other assumptions unchanged, in order to make the recoverable value of the CGUs equal to their book value would be 14.0% and 17.7% for the Mooney CGU and the Mooney Services CGU respectively (thus significantly higher values than those used for the purposes of the test), while as far as growth rates are concerned, these would have to assume insignificant values for both CGUs.

20. Intangible assets

The composition and changes in this item are as follows:

(in Euro/000)	31-Dec-22	Restatement cards 2022	Restatement PPA 2022	Investments	amortisation and impairment	Divestments	Reclassifications	Other changes	31-Dec-23
Industrial patent and intellectual property rights:									
Original cost	**176,333**	-	42,498	36,486	-	(69)	2,366	-	**257,614**
Accumulated amortization	**(121,947)**	-	(1,551)	-	(34,437)	47	-	-	**(157,887)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**54,387**	**-**	**40,947**	**36,486**	**(34,437)**	**(22)**	**2,366**	**-**	**99,726**
rights:									
Original cost	**44,874**	-	-	2,978	-	-	-	-	**47,853**
Accumulated amortization	**(32,515)**	-	-	-	(11,599)	-	-	-	**(44,114)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**12,359**	**-**	**-**	**2,978**	**(11,599)**	**-**	**-**	**-**	**3,738**
Other intangible assets:									
Original cost	**75,514**	6,516	6,313	5,974	-	-	(1)	-	**94,316**
Accumulated amortization	**(18,297)**	-	(229)	-	(7,533)	-	-	-	**(26,059)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**57,217**	**6,516**	**6,084**	**5,974**	**(7,533)**	**-**	**(1)**	**-**	**68,257**
Intangible assets in progress and advances:									
Original cost	**3,652**	-	-	1,056	-	-	(2,364)	-	**2,344**
Accumulated amortization	**-**	-	-	-	-	-	-	-	**-**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**3,652**	**-**	**-**	**1,056**	**-**	**-**	**(2,364)**	**-**	**2,344**
Total									
Original cost	**300,374**	**6,516**	**48,811**	**46,494**	**-**	**(69)**	**-**	**-**	**402,127**
Accumulated amortization	**(172,759)**	**-**	**(1,780)**	**-**	**(53,569)**	**47**	**-**	**-**	**(228,061)**
Impairment losses	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net value	**127,615**	**6,516**	**47,031**	**46,494**	**(53,569)**	**(22)**	**-**	**-**	**174,066**

(in Euro/000)	31-Dec-21	Change in B5 scope	Change in Enel scope	Investments	Depreciation/Amort. and write-downs	Divestments	Reclassifications	Other changes	31-Dec-22
Industrial patent and intellectual property rights:									
Original cost	**118,756**	15,047	7,829	32,460	-	-	2,242	-	**176,334**
Accumulated amortization	**(78,857)**	(8,928)	(3,605)	-	(30,537)	-	-	(20)	**(121,947)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**39,899**	**6,119**	**4,225**	**32,460**	**(30,537)**	**-**	**2,242**	**(20)**	**54,388**
rights:									
Original cost	**40,994**	-	448	3,432	-	-	-	-	**44,874**
Accumulated amortization	**(20,608)**	-	(380)	-	(11,528)	-	-	-	**(32,515)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**20,386**	**-**	**69**	**3,432**	**(11,528)**	**-**	**-**	**-**	**12,359**
Other intangible assets:									
Original cost	**74,127**	-	1,331	55	-	-	-	-	**75,513**
Accumulated amortization	**(13,713)**	-	(751)	-	(3,833)	-	-	-	**(18,297)**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**60,415**	**-**	**580**	**55**	**(3,833)**	**-**	**-**	**-**	**57,216**
Intangible assets in progress and advances:									
Original cost	**3,098**	-	1,429	1,367	-	-	(2,242)	-	**3,652**
Accumulated amortization	**-**	-	-	-	-	-	-	-	**-**
Impairment losses	**-**	-	-	-	-	-	-	-	**-**
Net value	**3,098**	**-**	**1,429**	**1,367**	**-**	**-**	**(2,242)**	**-**	**3,652**
Total									
Original cost	**236,975**	**15,047**	**11,038**	**37,314**	**-**	**-**	**-**	**-**	**300,374**
Accumulated amortization	**(113,178)**	**(8,928)**	**(4,736)**	**-**	**(45,898)**	**-**	**-**	**(20)**	**(172,760)**
Impairment losses	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Net value	**123,798**	**6,119**	**6,302**	**37,314**	**(45,898)**	**-**	**-**	**(20)**	**127,615**

2023:

The investments made in 2023 mainly refer to internal capitalizations relating to the development of platforms and application programs for the purchase of software licenses for the consolidation of business systems and preliminary to the developments required for the Group's new businesses as well as software developments resulting from the integration process following the company's acquisition of the Enel X Pay complex.

In addition, in compliance with the requirements of IAS 1, minor changes were made to the comparative figures due to a change, effective 2023, of a policy choice concerning the classification of suspended costs, as required by IFRS 15, for the acquisition of prepaid card customers. This resulted in the "restatement" of other intangible assets on the previous year, amounting to Euro 6.5 million.

A similar "restatement" against the closing balances of the previous year affected the assets valued in "purchase price allocation" as previously commented.

21. Investments in associates

The item in question, as in the previous year, has no balance at the end of the 2023 financial year.

22. Deferred tax assets and liabilities

This item can be broken down as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Deferred tax assets	**53,203**	**43,636**
Restatement DTA 2022 on PPA		(20,798)
Deferred tax liabilities	**(31,200)**	**(22,003)**
Net amount	**22,003**	**835**

Net changes in this item are as follows:

Deferred tax assets and liabilities		
(in Euro thousands)	**2023**	**2022**
At December 31	835	(3,869)
Restatement DTA 2022 on PPA		(20,798)
Charges/releases to income statement of deferred tax liabilities	5,356	4,022
Charges/releases to income statement of deferred tax assets	15,102	14,293
Charges/releases to statement of comprehensive income	(224)	(340)
Change in scope of consolidation	934	7,528
At December 31	**22,003**	**835**

Deferred tax assets are summarized in the following table:

(in Euro thousands)	**2023**		**2022**	
	Temporary differences (Amount)	Tax effect	Temporary differences (Amount)	Tax effect
IRES tax losses from previous years	201,560	47,004	152,303	37,438
Allocation to provision for risks and charges	4,689	1,344	4,244	1,019
Allocation to provision for impairment of receivables	5,425	1,302	2,154	524
Severance indemnity discounted and deducted out of books	1,423	341	4,366	1,048
Amortization	6,938	1,928	11,182	2,684
Other temporary differences	5,346	1,284	3,846	924
Restatement 2022	(45,232)	(14,022)	(67,671)	(20,798)
Total deferred tax assets	**180,149**	**39,181**	**110,424**	**22,838**
Portion offset with liabilities by individual legal entity		(10,521)		(5,159)
Portion offset against consolidated deferred tax liabilities		(7,283)		(16,844)
Adjustment of equity investment in Pluservice		626		
Total deferred tax assets		**22,003**		**835**

The DTAs, which at the end of 2023 stood at Euro 53,202 thousand, were generated by the assets of the same name recognized at the end of 2022 for Euro 43,636 thousand, increased by provisions made during the year for Euro 9,566 thousand.

The gross DTAs recognized only on the IRES losses that can be carried forward, which amounted to Euro 37,438 thousand at the end of 2022 and increased by Euro 9,566 thousand during the closing fiscal year, amounted to Euro 47,004 at the end of 2023.

The Group expects to have future taxable income able to absorb deferred tax assets recognized with particular reference to those deriving from previous tax losses, for which a full recovery is estimated over a period of 7 years, starting from January 1, 2024. The Directors' assessment was carried out from the forecast plans also used for the purpose of the impairment test process, estimating the taxable bases that the Group is expected to be able to generate in the coming years and whose projected growths are, as previously mentioned, related to the development of all the main sectors and products in which the Group operates, in particular focusing its actions on the following points: (a) the development of volumes and digital business, aiming to become a company operating transversely on both Retail and Digital channels; (b) supporting the expansion of the Mooney prepaid card customer base; (c) the further development of the mobility business by strengthening the positioning of the E-tolling business; (d) the expansion of products and industrial partnerships; and (e) the expansion of the distribution network also through the launch of a New Commercial Offer for Merchants with the aim of further consolidating its leadership in the so-called Proximity Retail Market.

The tax losses prudently excluded from the calculation of deferred tax assets refer to: the past IRES losses recorded by Enel X FS S.r.l. for Euro 6,276 thousand for the use of which a special petition has been filed (pursuant to Article 11 paragraph 2, Law no. 212/2000) whose procedure is still in progress, and for a tax effect of Euro 10,147 thousand to the IRES losses realized by the Mooney Group, partly related to the IRES surtax and partly accrued before joining the tax consolidation regime, of which, although they can be carried forward indefinitely pursuant to art. 84, paragraph 2 TUIR, the Directors did not consider it likely that they would be recovered through the income generated by the consolidating entity.

Deferred tax liabilities are summarized in the following table:

	At December 31		At December 31	
(in Euro thousands)	2023		2022	
	Temporary differences (Amount)	Tax effect	Temporary differences (Amount)	Tax effect
Business combinations	96,267	30,848	58,518	21,459
Employee severance indemnity discounting	643	174	576	158
Other temporary differences	1,904	178	1,551	386
Restatement 2022			48,811	15,262
Total deferred tax liabilities	**98,814**	**31,200**	**109,456**	**37,265**
Restatement 2022				(15,262)
Amount that can be offset against prepaid tax assets in the individual legal entity		(10,521)		(5,159)
Portion offset against consolidated deferred tax liabilities		(7,283)		(16,844)
PPA Restatement of former Enel entity		(14,022)		
Adjustment of equity investment in Pluservice		626		
Total deferred tax liabilities		**0**		**0**

23. Other non-current assets

The total amount of this item is approximately Euro 2,746 thousand (Euro 1,578 thousand as of December 31, 2022) and is mainly composed of prepaid expenses with maturity beyond 12 months on insurance and guarantee deposits for services, utilities and leases for the Group. It should be noted that since 2023 the Group has changed the policy choice granted by IFRS 15 related to the suspension of costs associated with the activation of the cards, which have therefore been capitalized under fixed assets; previously they were deferred. This led to the “restatement” of the related item on the previous year, for the amount of Euro 4.4 million.

24. Inventories

This item is composed as follows:

	At December 31	
(in Euro thousands)	2023	2022
Rolls of paper for terminals	160	147
Spare parts (repairs)	(268)	(64)
Spare parts (consumables)	974	996
Raw materials, ancillaries and consumables	**865**	**1,078**
Virtual top-ups and parking tickets	5,311	5,509
HW and auxiliary warehouse	694	971
Finished products and goods	**6,005**	**6,480**
Total	**6,870**	**7,558**

Inventories are shown net of the provision for inventory obsolescence. Changes in the provision are as follows:

Provision for inventory obsolescence	
(in Euro thousands)	
December 31, 2021	**(435)**
Net provisions	(8)
Usage	60
December 31, 2022	**(383)**
Net provisions	(257)
Usage	
December 31, 2023	**(640)**

25. Trade receivables

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Receivables from points of sale	105,348	77,236
Trade receivables from third parties	14,216	11,111
Other trade receivables from third parties	4,205	3,501
Doubtful receivables	37,063	24,934
Provision for impairment of trade receivables	(35,919)	(24,631)
Trade receivables from Sisal Group companies	13	13
Trade receivables from Intesa Sanpaolo S.p.A.	2,869	2,793
Receivables from Enel X S.r.l.	22	14
Receivables from Enel Group Companies	454	337
Total	**128,271**	**95,309**

The item "*Receivables from points of sale*" mainly refers to amounts due to the Group for payment services and telephone top-ups provided in the last few days of December, paid on the network and still to be collected. The increase in the balance compared to the previous year is mainly due to the different calendar on the year-end cut-off and the expansion of the scope of consolidation.

The item "*Trade receivables from third parties*" mainly refers to amounts due to the Group for fees deriving from partners for distribution and ticketing services.

The item "*Doubtful receivables*" represents primarily unpaid outstanding amounts generated by receivables that were subject to collection, due mainly from points of sale, on which recovery procedures and possibly legal warnings were initiated, excluding amounts due on situations that can be resolved in the short term.

The item *Trade Receivables from ISP* mainly refers to receivables from the active cycle from Intesa San Paolo S.p.A. for banking services transferred by Isybank (Bank 5) such as the withdrawal and subsidized transfer service as well as the related fees due to Mooney S.p.A. for these services.

The item *Receivables from Enel Group companies* refers to trade receivables from Enel Energia S.p.A. and Servizio Elettrico Nazionale S.p.A. for payment services and sales of Energy contracts.

Trade receivables denominated in foreign currency and the breakdown by geographical area are not significant as all receivables are substantially due from domestic operators.

The changes in the provision for impairment of receivables are as follow:

(in Euro thousands)	**Provision for impairment of trade receivables from network**
December 31, 2021	**(12,415)**
Net provisions	(12,981)
Usage	648
Reclassification	180
Change in scope of consolidation	(63)
December 31, 2022	**(24,631)**
Net provisions	(11,425)
Usage	126
Reclassification	11
Change in scope of consolidation	
December 31, 2023	**(35,919)**

The increase recorded in the 2023 financial year was primarily reflected against insolvency positions generated during the year.

26. Current financial assets

There is no balance for this item in either 2023 or 2022.

27. Receivables for income taxes

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Receivables for IRES tax from tax authorities	21	219
Receivables for IRAP tax from tax authorities	161	598
Total	**182**	**817**

Receivables from tax authorities for IRAP are mainly attributable to the companies Mooney S.p.A. and Mooney Servizi S.p.A., net of the advances already paid.

28. Restricted bank deposits

Restricted bank deposits mainly include the balances of restricted cash deposits deriving from funds received from customers in compliance with the directive known as PSD2, as part of the services performed by the companies supervised by the Bank of Italy.

These deposits are managed by the Group but their use is restricted to the liquidation of payables to service partners, holders of prepaid cards and payment accounts.

Restricted bank deposits as at December 31, 2023 amounted to Euro 264,656 thousand (Euro 241,811 thousand at December 31, 2022). It should be noted that the value of the above-mentioned bank deposits referring to related parties is Euro 242,055 thousand (Euro 178,212 thousand as at December 31, 2022).

The increase is attributable to the growth in volumes on prepaid cards and on segregated accounts that receive funds intended for the settlement to the beneficiaries of payment services.

29. Cash and cash equivalents

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Bank and postal accounts	76,057	88,825
Cash and cash equivalents in hand	5	8
Total	**76,062**	**88,833**

It should be noted that the value of the bank deposits referring to related parties is Euro 60,052 thousand.

30. Other current assets

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Other receivables from employees	74	79
Other receivables from tax authorities	1,970	1,037
Prepaid expenses	2,835	2,980
Other receivables from third parties	11,780	12,754
Provision for impairment of other receivables	(5,473)	(6,117)
Sundry receivables from Sisal Group companies	8	984
Total	**11,195**	**11,717**

The item *Other receivables from tax authorities* mainly refers to VAT receivables for Euro 1,671 thousand and other tax receivables.

Prepaid expenses refer mainly to the portion not attributable to the year of the charges incurred in connection with the issuance of bank guarantees, rent payable, health insurance premiums and purchase of supplies. As commented on above, it should be noted that since 2023 the Group has changed the policy choice granted by IFRS 15 linked to the suspension of costs related to the activation of the cards, which were therefore capitalized under fixed assets; previously they were deferred. This resulted in the "restatement" also under this item of the balance on the previous year, in the amount of about Euro 2.2 million.

Sundry receivables from third parties, amounting to Euro 11,780 thousand, mainly include receivables from some defaulted companies of the Qui! Group claimed by the company Mooney S.p.A. for approximately Euro 4 million and entirely covered by the bad and doubtful debt provision, receivables from third parties deriving from technical anomalies and almost completely written down for Euro 1,426 thousand, receivables of Euro 2,817 thousand pertaining to the companies Pluservice S.r.l. and MyCicero S.r.l. as part of the respective businesses belonging to the Mobility segment (receivables from entities and operators for travel and parking tickets) and other receivables for Euro 2,537 thousand deriving substantially from technical advances for the regulation of services relating to the Mooney S.p.A. activities.

31. Equity

The breakdown of equity at December 31, 2023 is shown below:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Equity	(405,776)	(336,745)
Shareholders' equity attributable to non-controlling interests	3,192	3,185
Total	**(402,584)**	**(333,560)**

The share capital of the Company at December 31, 2023, fully subscribed and paid-in, is composed of 50,000,000 ordinary shares, and is 50% held by Isybank S.p.A., a company that is part of the Intesa Group, and 50% by Enel X S.r.l., a company that is part of the ENEL Group, respectively.

The changes in the single items are summarized in the statement of changes in consolidated equity. The shareholders' equity in 2022 was updated following the exercise of the PPA relating to the acquisition of the companies forming part of the Enel X Pay Complex, to reflect the related cost-effective impact from August 2022, for an amount equal to Euro 1,196 thousand.

The negative value of equity reflects primarily the recording, according to the reference accounting standards, of the business combinations that were implemented to create the Group at the end of the year 2019, extensively commented on in the disclosure of previous consolidated financial statements.

32. Long-term debt

Long-term debt of the Group as at December 31, 2023 and 2022, shown net of transaction charges in accordance with IFRS, is presented as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Long-term debt	1,184,987	1,125,530
Lease liabilities	20,780	21,133
Total	**1,205,767**	**1,146,662**
of which current	*80,939*	*70,821*
of which non-current	*1,124,828*	*1,075,842*

Long-term debt

	At December 31	
(in Euro thousands)	**2023**	**2022**
Super Senior Revolving Facility	72,088	62,647
of which Super Senior Revolving Facility (ISP)	*22,976*	*20,022*
Senior Secured Notes - Mooney Group	521,326	517,973
Total	**593,414**	**580,620**
Loans and mortgages from other banks	2,763	2,816
of which from related party banks	*798*	*674*
Total Funding from third parties	**596,176**	**583,437**
Funding from shareholders	588,811	542,093
Total	**1,184,987**	**1,125,530**

Existing debt as at December 31, 2023, including the short portion, totaled around Euro 1,185 million.

The loans from shareholders at a fixed rate of approximately Euro 589 million are attributable to the "Deferred Purchase Price Agreements" signed alongside the extraordinary transactions constituting the Group in addition to those implemented during the previous year; as at December 31, 2023, these loans are held equally by the current shareholders for approximately Euro 294.5 million each and provide for a fixed interest rate of 8.5%.

Floating-rate debt amounted to around Euro 596.2 million, of which approximately Euro 521.3 million related mainly to the Senior Secured Floating Rate Notes of Mooney Group S.p.A. and approximately Euro 74.9 million in bank debt or similar.

A description follows of the most significant outstanding debt.

Bond issues and revolving credit facilities

At the end of 2023, the Mooney Group had one floating-rate outstanding bond issue for Euro 530 million (Senior Secured Floating Rate Notes).

The Senior Secured Floating Rate Notes, recorded in the Financial Statements for Euro 521.3 million as the residual balance at December 31, 2023, including the fee related to transaction charges, were subscribed during the year 2019 by Mooney Group S.p.A. They offer quarterly coupon payments of interest (due every March 17, June 17, September 17 and December 17) and repayment of the principal in a lump sum on December 17, 2026.
The floating-rate interest is calculated on the 3-month Euribor rate plus 3.875% spread.

During 2019, as part of the company reorganization that led to the issue of the bond described above, Mooney Group S.p.A. obtained a credit facility from a pool of banks for a total of Euro 92.5 million maturing in 2026 and with interest calculated on the Euribor rate when due, plus a 3% spread subject to decrease in the margin of up to 2% as certain financial ratio levels are achieved.

At the end of the year, the available credit line was used to cover its working capital for a total of Euro 73 million.

Details of the credit facilities which form the above loans are as follows:

			Residual Debt at December 31			
(in Euro thousands)	**Company**	**Type**	**2023**	**2022**	**Due**	**Repayments**
SSFRN bond (floating rate)	Mooney Group S.p.A.	Bullet	530,000	530,000	12.17.26	when due
Senior Secured Revolving Credit Facility	Mooney Group S.p.A.	Revolving facility	73,069	64,027	2026	when due
Total gross of transaction charges			**603,069**	**594,027**		
Accrued interest			1,609	1,224		
Transaction charges connected to loans			(11,265)	(14,631)		
Total			**593,414**	**580,620**		

The loan agreements in place do not envisage compliance with maintenance covenants, but in any event require compliance with several financial covenants on the revolving credit facility such as the guarantor coverage test and quarterly calculation of the leverage ratio, which also determines the applicable margin on the facility. Furthermore, in reference to the loan agreements, the Group is in any event required to satisfy a series of restrictions which, among other things, place limits on: *i*) entering into merger, spin-off, corporate restructuring and joint venture transactions, *ii*) carrying out acquisitions or investments, *iii*) carrying out acts disposing of all or part of its assets and *iv*) increasing financial debt. Exceptions to these restrictions are permitted, on authorization from the lending banks and by the noteholders.

The Group has also arranged pledges in favor of the lenders on shares in Mooney Group S.p.A, Mooney Servizi S.p.A. and Mooney S.p.A.

The Company has the right to full or partial early repayment of the notes issued, as established in the contract governing their issue. In particular, subsequent to December 17, 2021, any early repayments only require payment of the nominal value of the amount repaid and any interest accrued and not paid. The Group did not exercise this right at the reporting date.

Loans and mortgages from other banks

The item has a balance of Euro 2,763 thousand and is made up of the residual portions of medium/long-term loans held by the companies Pluservice S.r.l. and myCicero S.r.l. for Euro 1,580 thousand, in addition to current account overdrafts referable to the same companies for a total of Euro 1,183 thousand.

Funding from shareholders

The item refers to the so-called debt instruments “Deferred Purchase Price Agreements” in place with the shareholders, as described above.

The above loans accrue annual interest (subject to capitalization at the end of each fiscal year), which as of July 25, 2022 has been standardized for all outstanding loans at the rate of 8.5%; during the year 2023, interest of Euro 23.4 million accrued for financial debts attributable to the shareholder Isybank

S.p.A. and likewise Euro 23.4 million for debts attributable to the shareholder Enel X S.r.l. The debt is deferred and the capital value (including interest accrued and capitalized) will be repaid no earlier than 6 months after the complete repayment of the Senior Secured Floating Rate Notes by Company.

Lease liabilities

	At December 31	
(in Euro thousands)	**2023**	**2022**
Short-term lease liabilities	5,481	5,685
Long-term lease liabilities	15,299	15,448
Total	**20,780**	**21,133**

Lease liabilities represent the short and medium/long-term obligations to make the payments set out in contracts that include a lease and mainly refer to property, terminals, data center and motor vehicles.

Lease liabilities are recognized on the basis of an average duration of years for vehicle leases equal to two-three-four-five years, for real estate leases equal to three-five-nine years, for the data center equal to five years and for terminals equal to four years and also include write-backs of values subject to indices such as ISTAT.

Lease liabilities are recognized at an amount equal to the present value of lease payments not yet made at the commencement date, calculated adopting a discount rate equal to the interest rate implicit in the lease or, where this cannot be easily determined, using the incremental borrowing rate of the Group.

An analysis of the due dates of the lease payments is shown below, with a breakdown of the lease payments not discounted on an annual basis for the first five years and the total amounts for the remaining years:

		12.31.23
		€/000
Minimum future payments for leased assets		
	Within 1 year	6,332
	Between 1 and 2 years	5,413
	Between 2 and 3 years	3,653
	Between 3 and 4 years	2,712
	Between 4 and 5 years	2,138
	After 5 years	2,632
(Effect of discounting)		(2,100)
Lease liabilities		**20,780**

33. Net financial debt

The Group's net financial debt as at December 31, 2023 and 2022 is shown below:

		At December 31	
	(in Euro thousands)	**2023**	**2022**
	Cash and cash equivalents	76,062	88,833
A	**Liquidity**	**76,062**	**88,833**
	Current financial payables	72,088	62,647
	Current portion of medium-/long-term debt	7,668	7,444
	Other current financial payables	1,183	729
B	**Current financial debt**	**80,939**	**70,821**
C	**Net current financial debt (B-A)**	**4,877**	**(18,013)**
	Medium/long-term debt	589,812	543,644
	Notes issued	519,717	516,749
	Other non-current financial payables	15,299	15,448
D	**Non-current financial debt**	**1,124,828**	**1,075,842**
E	**Total Net financial debt (C+D)**	**1,129,705**	**1,057,829**

34. Provision for employee severance indemnities

The employee severance indemnity at the end of the 2023 financial year, equal to Euro 7,997 thousand, shows the effect of the discounting calculated in accordance with the provisions of the reference accounting standard IAS 19 equal to Euro 958 thousand. The changes for the year are shown below:

	Year	
(in Euro thousands)	**2023**	**2022**
Beginning balance	**8,219**	**7,579**
Current costs	1,227	1,043
Finance expenses	258	74
Actuarial (gains) losses	(958)	(1,349)
Contributions made - Benefits paid	(794)	(544)
Reclassifications	45	(106)
Change in scope of consolidation		1,521
12.31	**7,997**	**8,219**

There are no plan assets servicing the defined benefit plans.

The main assumptions taken into consideration for the current year are as follows:

the discount rate used is 3.65 percent, the annual cost-of-living increase is 2.0%, the annual wage increase rate is 3.0%, and the assumed annual turnover is 3.0%.

35. Provisions for risks and charges

The changes in this item are as follows:

	at December 31
(in Euro thousands)	Provisions for risks and other charges
12.31.21	**452**
Net provisions	136
Usage	(220)
Reclassification	
Change in scope of consolidation	89
12.31.22	**456**
Net provisions	637
Usage	(111)
Reclassification	(11)
Change in scope of consolidation	
12.31.23	**971**

36. Other non-current liabilities

This item, which as of December 31, 2023 was Euro 328 thousand, relates to payables to employees of the Company Pluservice S.r.l.

37. Trade payables and other payables

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Payables to suppliers	64,631	57,993
Payables to partners for services	197,648	180,804
Other trade payables	6,412	7,006
Payables to Isybank S.p.A.	69	1,223
Payables to Banca Intesa Sanpaolo S.p.A.	424	103
Payables to Enel X S.r.l.	1,223	1,965
Payables to Enel S.p.A.	-	(2)
Payables to Enel Group companies	19,337	12,322
Payables to other related parties	473	1,076
Total	**290,219**	**262,490**

The item *Payables to suppliers* mainly refers to the technological, commercial and operational supplies activated by the Group during the last months of the year, and the increase compared to the balance of the previous year mainly reflects the expansion and the ever-greater diversification of operating activities and of the investments made by the Group. The increase in the balance compared to the previous year is mainly due to the expansion of the scope of consolidation and the charges incurred as part of corporate reorganization projects, as well as the activities to launch new business lines implemented by the Group during the year.

The item "*Payables to partners for services*" relates mainly to the sale of top-ups of telephone and TV content and collection and payment services operated directly by Mooney Servizi S.p.A. and Mooney S.p.A., respectively, on behalf of private and public entities. The increase in the balance compared to the previous year is mainly due to the different calendar on the year-end cut-off and the expansion of the scope of consolidation.

The item "*Payables to Isybank (Banca 5)*" mainly includes payables relating to operating and technological support services governed by temporary service agreements and to payables deriving from developments and services provided for the non-controlling shareholder for the new Mooney prepaid card management platform and debts for collection and payment services with regard to paying-in slips. These assets decreased significantly during the year.

The item *Payables to Banca Intesa Sanpaolo S.p.A.* is mainly attributable to the cost of seconded personnel and receivables for collection and payment services for top-ups and payment notices.

The item *Payables to Enel X S.r.l.* is mainly attributable to the cost of seconded personnel.

The item *Payables to Enel Group companies* mainly includes payables relating to collection and payment services provided by Group companies for the reimbursement and payment of bills for the companies Enel Energia and Servizio Elettrico Nazionale.

The item *Payables to other related parties* mainly includes payables to statutory auditors, supervisory bodies and top management.

38. Income tax liabilities

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Payables for IRAP tax	1,452	121
Payables for IRES tax	390	414
Total	**1,842**	**535**

39. Other current liabilities

This item is composed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Payables to employees	4,603	3,429
Payables for payment accounts	66,079	81,208
Payables to holders of prepaid cards	156,746	126,869
Borsellino debt	5,044	4,126
Payables to social security agencies	3,674	2,685
Other taxes payable	2,104	2,714
Other payables to Sisal Group	-	2,499
Other payables to Enel X	-	2
Other payables to related parties	805	-
Other payables for services	9,072	7,501
Deferred income and accrued expenses	8,762	1,732
Other payables for pro-rata VAT on invoices to be received	2,592	2,316
Other current liabilities	16,525	10,978
Total	**276,005**	**246,061**

The main items forming other current liabilities are analyzed below.

Payables to employees

Payables to employees include the 14th month bonus, other bonuses, vacations, former holidays, outstanding leave, remuneration and overtime accrued but not yet paid at year end.

Payables for payment accounts

The item includes payables to customers for deposits on payment accounts opened for service management, for the indirect financial acquiring service of Mooney S.p.A. and for cash in transit to be transferred to beneficiaries related to the supervised companies acquired by Enel X S.p.A., the decrease refers mainly to a lower amount of cash in transit to be transferred to beneficiaries.

Payables to holders of prepaid cards

The item includes receivables to customers for deposits, acquired against the issue of electronic money by the companies Mooney S.p.A. and Enel X Financial Services S.p.A. (since September 2023, merged by incorporation into the former). The increase is mainly due to the growth in volumes of Mooney prepaid cards.

Payable to Borsellino myCicero

The item includes payables deriving from deposits of the myCicero App users aimed at the use of the services for the purchase of parking tickets, blue stripes and transport tickets.

Other taxes payable

The item "*Other taxes payable*" is detailed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Payables for IRPEF payroll tax	1,315	1,260
Payables for equalization tax	1	35
Sundry taxes payable	787	809
Total	**2,103**	**2,104**

Other payables to related parties

The item mainly includes payables relating to remuneration for top management.

Other payables for services:

The item mainly includes payables related to fees to be transferred to customers as regards collection and payment service transactions handled on the platforms of the supervised companies of the Enel X Pay complex, and amounts related to SDD (SEPA Direct Debit) and SCT (SEPA Credit Transfer) in transit for customers. The change is attributable to the time cut-off at the end of the year and also to the increase in the related volumes.

Deferred income and accrued expenses

From 2023, the item includes deferred income related to annual fees for prepaid cards issued by Mooney S.p.A. amounting to approximately Euro 4,413 thousand.

Other payables for pro-rata VAT on invoices to be received

In September 2022, the Group exercised the option to create a new VAT Group with effect from January 1, 2023, including the companies Mooney Group S.p.A., Mooney S.p.A., Mooney Servizi S.p.A., Pluservice S.r.l. e myCicero S.r.l. This item includes the liability related to the debt accrued on the basis of the Group's VAT non-deductibility pro rata with regard to invoices pertaining to the year that have not yet been received by the client companies.

Other current liabilities

The item includes the liability for Euro 6.7 million, representing the estimated maximum disbursement resulting from the restitutory action put in place by the company Paytipper S.p.A. towards customers who were charged – for transactions involving the payment of PagoPa car taxes (road tax) carried out at the network traceable to the company "Sermetra" – commissions to a greater extent than advertised on the website of the aforementioned company. This restitutory action was initiated by Paytipper S.p.A. in response to suggestions made by the Bank of Italy regarding inspections that took place in 2022.
The item also includes the payable for the earn-out relating to the acquisition of Pluservice S.r.l. for approximately Euro 8 million, accrued with respect to both sales shareholders and employees under the agreements entered into at the time.

40. Commitments

The commitments of the Group at the reporting dates are detailed as follows:

	At December 31	
(in Euro thousands)	**2023**	**2022**
Payment and top-up services	92,109	90,187
Others	1,977	1,693
Former Enel Group	2,630	3,172
Total	**96,716**	**95,052**

Payment and top-up services refer to the guarantees issued by the Mooney Group to partner customers mainly for agreements relating to payment services and to the sale and/or distribution of telephone phone top-ups for which the above-mentioned Group is required to guarantee payment, net of their fees, of the amounts collected under the terms of the agreements.

41. Related party transactions

The Group's related party transactions are both financial and non-financial in nature. All such transactions are substantially settled on an arm's length basis.

As a result of the change that occurred during 2022 in the shareholding structure, the entities belonging to the Enel Group also became related parties of the Group, similarly to those referring to the Intesa Sanpaolo Group to which the shareholder Isybank S.p.A. belongs.

The balances referring to related party transactions in the statement of financial position at December 31, 2023 and 2022 are detailed in the following table.

2023

(in Euro thousands)	Trade receivables	Other (current) assets	Restricted bank deposits	Cash and cash equivalents	Long-term debt	Trade payables and other payables	Short-term debt	Current portion of long-term debt	Other (current) liabilities
Companies that have joint control (direct or indirect) over the Group									
Isybank S.p.A.	-	-	204,596	1,581	294,405	69	-	-	-
Enel X S.r.l.	22	-	-	-	294,405	1,221	-	-	-
Intesa Sanpaolo S.p.A.	2,869	-	37,459	58,471	255	424	23,388	131	-
Enel S.p.A.	-	-	-	-	-	-	-	-	-
Companies subject to the control of companies that have joint control (direct or indirect) over the Group									
Enel Energia S.p.A.	337	-	-	-	-	7,080	-	-	-
Servizio Elettrico Nazionale S.p.A.	117	-	-	-	-	12,266	-	-	-
Enel Italia S.p.A.	-	-	-	-	-	9	-	-	-
Senior Management									
	-	-	-	-	-	239	-	-	805
Other related parties									
	-	-	-	-	-	234	-	-	-
Total	**3,346**	**-**	**242,055**	**60,052**	**589,065**	**21,543**	**23,388**	**131**	**805**
Percentage on financial statements item	2.6%	0.0%	91.5%	79.0%	52.4%	7.4%	31.9%	1.7%	0.3%
Total item in financial statements	**128,271**	**11,195**	**264,656**	**76,062**	**1,124,828**	**290,219**	**73,271**	**7,668**	**276,005**

2022

(in Euro thousands)	Trade receivables	Other (current) assets	Restricted bank deposits	Cash and cash equivalents	Long-term debt	Trade payables and other payables	Short-term debt	Current portion of long-term debt	Other current liabilities
Companies that have joint control (direct or indirect) over the Group									
Isybank S.p.A.	-	-	154,836	16,290	271,046	1,223	-	-	-
Enel X S.r.l.	14	-	-	-	271,046	1,963	-	-	-
Intesa Sanpaolo S.p.A.	2,793	-	23,376	58,188	383	103	20,184	128	-
Enel S.p.A.	-	-	-	-	-	-	-	-	2
Companies subject to the control of companies that have joint control (direct or indirect) over the Group									
Enel Energia S.p.A.	185	68	-	-	-	7,453	-	-	-
Servizio Elettrico Nazionale S.p.A.	61	47	-	-	-	4,818	-	-	-
Enel Italia S.p.A.	91	-	-	-	-	50	-	-	-
Senior Management									
	-	-	-	-	-	114	-	-	-
Other related parties									
	-	-	-	-	-	962	-	-	-
Total	**3,145**	**115**	**178,212**	**74,478**	**542,476**	**16,687**	**20,184**	**128**	**2**
Percentage of financial statements item	3.3%	1.0%	73.7%	83.8%	50.4%	6.4%	31.8%	1.7%	0.0%
Total item in financial statements	**95,309**	**11,717**	**241,811**	**88,833**	**1,075,842**	**262,490**	**63,377**	**7,444**	**246,061**

The effects of related party transactions on the income statement for the years ended December 31, 2023 and 2022 are detailed in the following table.

2023

(in Euro thousands)	Revenues	Costs for services	Personnel costs	Finance income and similar	Finance expenses and similar
Companies that have joint control (direct or indirect) over the Group					
Isybank S.p.A.	2,497	2	0	1,064	23,370
Enel X S.r.l.	28	80	1,627	0	23,359
Intesa Sanpaolo S.p.A.	3,165	1,008	603	331	1,773
Enel S.p.A.					
Companies subject to the control of companies that have joint control (direct or indirect) over the Group					
Enel Energia S.p.A.	2,477	79	0	0	0
Servizio Elettrico Nazionale S.p.A.	1,718	0	0	0	0
Enel Italia S.p.A.	0	24	0	0	0
Companies subject to common control of the parent companies					
Sisal Group					
Senior Management					
	0	883	4,084	0	0
Other related parties					
	0	532	0	0	0
Total	**9,885**	**2,608**	**6,314**	**1,395**	**48,502**
Percentage of financial statements item	2.3%	0.9%	15.1%	57.6%	49.9%
Total item in financial statements	**434,528**	**286,627**	**41,864**	**2,422**	**97,277**

2022

(in Euro thousands)	Revenues	Costs for services	Personnel costs	Finance income and similar	Finance expenses and similar
Companies that have joint control (direct or indirect) over the Group					
Isybank S.p.A.	12,614	6,615	24	0	21,252
Enel X S.r.l.	20	(67)	1,075	0	15,665
Intesa Sanpaolo S.p.A.	2,796	147	486	98	919
ENEL S.p.A.					
Companies subject to the control of companies that have joint control (direct or indirect) over the Group					
Enel Energia S.p.A.	974	21	0	0	0
Servizio Elettrico Nazionale S.p.A.	475	0	0	0	0
Enel Italia S.p.A.	0	(11)	0	0	0
Companies subject to common control of the parent companies					
Sisal Group	18	111	0	0	0
Senior Management					
	0	554	2,806	0	0
Other related parties					
	0	1,261	0	0	0
Total	**16,897**	**8,632**	**4,391**	**98**	**37,835**
Percentage on financial statements item	4.1%	3.1%	13.2%	8.6%	56.5%
Total item in financial statements	**416,139**	**280,517**	**33,270**	**1,132**	**66,911**

Senior Management

Following the corporate reorganization that took place during the year, the following positions within the Group are considered as key executives: i) the Managing Director of the Board of Directors; ii) the heads of the following departments DPO Legal & Corporate Affairs Operations, People Culture & Organization, AFC, Technology & Data, Operations, Product Design & Development Business, Digital, Innovation & Experience and Sales; iii) the head of the Function, and the key executives for the company Pluservice S.r.l. and the acquired companies previously owned by the shareholder Enel X S.r.l.

Compensation to the key executives of the Group is as follows:

	Year ended December 31	
(in Euro thousands)	**2023**	**2022**
Salaries and wages	3,839	2,603
Employee severance indemnities	245	203
Total	**4,084**	**2,806**

Executives who are also Company directors, with related powers and responsibilities, are entitled to directors' compensation determined by the shareholders at the annual general meeting.

42. Law 124/2017

Paragraph 125 of Law 124/2017 of August 4, 2017 introduced, starting from the 2018 financial year, the obligation for companies that receive grants, contributions, paid positions and in any case economic advantages of any kind from the public administrations and from the subjects referred to in the first period 33 of the same paragraph, to publish these amounts in the notes to the financial statements.

In relation to the regulation in question, it is stated that the company Pluservice S.r.l. carries out its own characteristic activities also in favor of entities and companies for the development of projects, also of a national and international nature. In 2023 for these activities, it collected Euro 177,962 and has receivables of Euro 469,986.

43. Pillar II

On December 15, 2022 at the EU level, the EU Directive was formally approved to provide for the mandatory introduction of Pillar II in EU member countries, including Italy. The Directive:

- establishes a minimum ETR of 15% determined by leveraging mainly "data" (so-called data points) that can be drawn from the existing process of preparing consolidated financial statements to which various adjustments can be made in both numerator and denominator;
- introduces an additional tax, the top-up tax that bridges any ETR gap;
- two (innovative) domestic, interconnected and coordinated rules, Income Inclusion Rule (IIR) and Undertaxed Profit Rules (UTPR), ensure their levy.

The directive is aimed at Groups with annual consolidated revenues of at least Euro 750 million in at least two of the last four fiscal years. Although the Mooney Group does not exceed the above limits, it falls under Pillar II regulations because it is jointly controlled by the Intesa Sanpaolo Group and Enel.

However, the Group carried out an assessment for the calculation of the ETR and no critical issue have emerged, given that it has a tax loss and, therefore, is not potentially subject to the withdrawal of any tax as a result of the directive in question.

44. Climate Change

As the Mooney Group is not an industrial processing company, it considers the risk related to climate change to be low with reference to the sector in which it operates and the relevant type of customers.

With reference to the issue of any environmental impacts deriving from the company activities, it should be noted that during the year there were no cases of environmental damage attributed to the Group companies/suppliers, or final sanctions or penalties charged to the same for environmental crimes or damage; moreover, most of the activities relevant to these purposes were carried out during the year by external suppliers.

The Group maintains its commitment to environmental issues and in this context, it should be noted that last December the company began the activity that will enable the group companies to achieve certification of the environmental management system (ISO 14001: 2015) in 2024. The adoption of the management system shall allow the organization to improve its environmental performance also thanks to partnerships with suppliers, in order to meet compliance obligations and achieve environmental objectives.

45. Significant events occurring after the end of the year

The first months of 2024 were characterized by the intense activities carried out at Group level and coordinated by the Company's top management as part of the project to integration the Enel X Pay complex, focusing in particular on the migration processes to the new Mooney commercial offer, the distribution networks acquired and the progressive technological switch to the new platforms developed during the previous year; with specific reference to the corporate integration, note the completion on 1 January 2024 of the merger by incorporation of the non-supervised operating companies of the aforementioned complex into the company Mooney Servizi S.p.A., consequently with the start of the new financial year the Group's corporate scope is substantially returned to the pre-existing acquisition with clear benefits in terms of business efficiency.

Finally, it should be noted that in light of the profitability performance during the 2023 financial year and at the beginning of the new year, in January 2024 the Parent Company has formally requested both shareholders to implement, in a timely manner, the re-capitalization initiative that was agreed upon in the previous months. In response to this request, both the shareholders Isybank S.p.A. and Enel X S.r.l. formalized in February the partial waiver of their respective loans to the Company for Euro 25 million each and the pledge, if necessary, to re-capitalize it in 2024 for a further maximum of Euro 25 million each.

Milan, February 28, 2024

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On behalf of the Board of Directors

The Chairman

Mr. Massimiliano Cesare