



**Interim condensed financial statement  
at 31 March 2023**

## TABLE OF CONTENTS

<b>Company name, share capital and registered office</b>	<b>4</b>
<b>Corporate Bodies and Committees</b>	<b>4</b>
<b>Rai Way S.p.A.'s activities</b>	<b>5</b>
<b>Main alternative performance measures</b>	<b>6</b>
<b>Summarised economic and financial data</b>	<b>7</b>
<b>Human Resources and Organization</b>	<b>11</b>
<b>Relationships with RAI Group Companies</b>	<b>12</b>
<b>Significant events</b>	<b>12</b>
<b>Disclosures on the main risks and uncertainties faced by the Company</b>	<b>12</b>
<b>Events subsequent to 31 March 2023</b>	<b>13</b>
<b>Business outlook</b>	<b>14</b>
<b>Management and coordination</b>	<b>15</b>
<b>Interim financial report as at 31 March 2023</b>	<b>16</b>
<b>Introduction (note 1)</b>	<b>20</b>
<b>Amendments and interpretations of current standards, effective as at 1 January 2022 (note 2)</b>	<b>21</b>
<b>Segment information (note 3)</b>	<b>22</b>
<b>Seasonality of the reference business (note 4)</b>	<b>22</b>
<b>Notes on the main changes in the Income Statement</b>	<b>22</b>
Revenues (note 5)	22
Other revenues and income (note 6)	23
Costs (note 7)	23
Amortisation/depreciation, Other write-downs and Provisions (note 8)	24
Financial Income and Expenses (note 9)	24
Income Tax (note 10)	24
<b>Notes on principal changes in the Balance Sheet</b>	<b>25</b>
Non-Current Assets (note 11)	25
Current Assets (note 12)	26
Shareholders' Equity (note 13)	27
Non-current liabilities (note 14)	27
Current liabilities (note 15)	28
<b>Earnings per Share (note 16)</b>	<b>29</b>

<b>Net financial debt (note 17)</b>	<b>29</b>
<b>Commitments and guarantees (note 18)</b>	<b>30</b>
<b>Transactions deriving from abnormal and/or unusual operations (note 19)</b>	<b>31</b>
<b>Other Information (note 20)</b>	<b>31</b>
<b>Declaration pursuant to Art. 154-bis, paragraph 5 of Legislative Decree No. 58/1998</b>	<b>37</b>

## **Company name, share capital and registered office**

Company Name: Rai Way S.p.A.  
Share Capital: € 70,176,000 fully paid-up  
Registered Office: Via Teulada, 66 – 00195 Rome  
Tax and VAT code: 05820021003  
Company website: [www.rairway.it](http://www.rairway.it)  
Managed and coordinated by RAI - Radiotelevisione Italiana S.p.A.  
The Company does not have any branch offices.

## **Corporate Bodies and Committees <sup>1</sup>**

### Board of Directors

#### **Chairman**

Giuseppe Pasciucco

#### **Chief Executive Officer**

Roberto Cecatto

#### **Directors**

Romano Ciccone  
Alessandra Costanzo  
Michela La Pietra  
Barbara Morgante  
Umberto Mosetti  
Gian Luca Petrillo  
Paola Tagliavini

#### **Secretary of the Board**

Giorgio Cogliati

### Board of Statutory Auditors

#### **Chairman**

Silvia Muzi

#### **Standing Auditors**

Massimo Porfiri  
Barbara Zanardi

#### **Substitute Auditors**

Cristina Chiantia  
Paolo Siniscalco

#### **Auditing Company**

EY S.p.A. <sup>2</sup>

## **Control, Risks and Sustainability Committee Remuneration and Appointments Committee.**

=

Paola Tagliavini (Chairman)  
Alessandra Costanzo  
Gian Luca Petrillo

Umberto Mosetti (Chairman)  
Romano Ciccone  
Barbara Morgante

---

<sup>1</sup> In office at the date of this Interim Financial Report.

Information on the powers assigned within the Board of Directors and the Company's system of corporate governance in general can be found in the Report on Corporate Governance and Ownership Structures relating to the year 2022, published on the Company website ([www.rairway.it](http://www.rairway.it)).

<sup>2</sup> Statutory audit assignment approved by the Rai Way Shareholders' Meeting on 27 April 2023.

## **Rai Way S.p.A.'s activities**

Rai Way<sup>3</sup> (hereafter the Company) is a leading provider of integrated networks infrastructures and services for broadcasters, telecommunication operators, corporates and public administrations; the Company uses its own assets and its own competences to guarantee the public radio and television service and the transport and broadcast of television and radio content to its customers, in Italy and abroad, using its excellent wealth of technological, engineering and management know-how, in addition to its infrastructures.

Since 2014, Rai Way has been listed on the Electronic Stock Market (MTA) of Borsa Italiana following the Global Offering promoted by the Shareholder RAI, which allowed the Company to confirm its previously initiated opening to the market, reinforcing its image as an independent enterprise.

In carrying out its activities, Rai Way also operates in over 2,300 sites equipped with infrastructure and systems for transmitting and broadcasting television and radio signals throughout Italy, it has 21 local network centres and it avails itself of highly specialised workforce.

The services offered by the Company include:

- (i) Broadcasting services, meaning services for the terrestrial and satellite transmission of television and radio signals, through the network infrastructure, to the final users within a geographical area and transmission capacity sale services;
- (ii) Transmission services, for the transmission of radio and television signals via the dedicated network (radio links, satellite, fibre optic) and in particular the provision of Contribution Services, meaning one-directional transport services;

---

<sup>3</sup> Rai Way has joined the simplification regime provided for by Arts. 70, paragraph 8, and 71, paragraph 1-bis, of Consob Regulation No. 11971 of 14 May 1999 and subsequent amendments and integrations (Consob Issuers Regulation), and, therefore, it does not need to meet the informational document publication obligations set forth for significant merger, spin-off, capital increase by means of the contribution of assets in kind, acquisition and disposal transactions.

(iii) Tower Rental services, meaning hosting of third party transmission and broadcasting equipment at Company's sites including, were required, maintenance services as well as other complementary activities;

(iv) Network Services consist of a vast range of heterogeneous services which the Company is able to provide in relation to electronic and telecommunications networks in general such as, for example, planning and consultancy services.

The services mentioned above are offered by Rai Way to different categories of customers: Broadcasters (a category that also includes local and national radio and television network operators and players, which includes RAI), telecommunication operators (mainly MNOs, or Mobile Network Operators), public administrations and corporates.

### **Main alternative performance measures**

The Company assesses performance on the basis of certain measures not considered by IFRS. Set out below is a description of the components of the indicators that are important for the Company as stated in Communication CESR/05-178b.

- Gross operating profit or EBITDA - earnings before interest, taxes, depreciation and amortisation: this is calculated as profit before income taxes, depreciation, amortisation, provisions, write-downs and financial income and expenses. EBITDA also excludes profits and losses from managing equity investments and securities, as well as gains and losses arising from the sale of equity investments, which are classified in the financial statements as "financial income and expenses".
- Adjusted EBITDA - earnings before interest, taxes, depreciation and amortisation: this is calculated as profit before income taxes, depreciation, amortisation, provisions, write-downs and financial income and expenses adjusted for non-recurring income/expenses.

- EBIT - earnings before interest and taxes: this is calculated as profit before income taxes and before financial income and expenses, without adjustment. EBIT also excludes profits and losses from managing equity investments and securities, as well as gains and losses arising from the sale of equity investments, which are classified in the financial statements as "financial income and expenses".
- Net Invested Capital: this is defined as the sum of Fixed Assets and Net Working Capital less Provisions.
- Net financial debt: the scheme for the calculation complies with that provided for in paragraph 175 et seq. of the recommendations contained in the document prepared by ESMA, no. 32-382-1138 dated 4 March 2021 (guidelines on disclosure requirements under EU Regulation 2017/1129, the "Prospectus Regulation").
- Capital expenditure: equal to the sum of the expenditure for the maintenance of the infrastructure of the Company's network (Maintenance Investments) and for the development/launch of new commercial initiatives (Development Investments). The item does not include the increases in financial fixed assets and in lease rights of use.

## **SUMMARISED ECONOMIC AND FINANCIAL DATA**

The following is a summary of the economic data of Rai Way at 31 March 2023 compared to the results at 31 March 2022.

In addition, figures are also provided for the Company's Net Financial Position and Net Invested Capital at 31 March 2023 compared to equivalent figures at the close of the previous financial year.

For a better analysis of the data, note that the changes and percentages shown in the following tables are calculated using values expressed in Euro.

## Main Indicators

<i>(figures in millions of euro; %)</i>	3 months		3 months		
	2023	2022	Delta	Change %	
<b>Key Income Statement Figures</b>					
Core Revenues	67.8	60.1	7.7	12.8%	
Other Revenues and income	0.3	0.0	0.3	N.M.	
Other operating costs (*)	(11.1)	(9.4)	(1.7)	(18.4%)	
Personnel costs	(12.5)	(11.2)	(1.3)	(11.9%)	
Adjusted EBITDA	44.4	39.5	4.9	12.4%	
EBIT	33.4	26.7	6.7	25.0%	
Net Income	23.5	18.8	4.7	25.0%	
<b>Key Balance Statement Figures</b>					
Capital expenditure	6.0	9.2	(3.2)	(34.7%)	
of which maintenance	1.2	0.7	0.5	70.8%	
<b>Indicators</b>					
Adjusted EBITDA / Core Revenues (%)	65.5%	65.8%	-0.2%	-0.4%	
Net Income / Core Revenues (%)	34.6%	31.3%	3.4%	10.8%	
Maintenance Capex / Core Revenues (%)	1.7%	1.1%	1%	51.4%	
Net financial debt/Adj EBITDA (%)	206.9%	265.6%	(58.6%)	(22.1%)	

(\*) "Other operating costs" is calculated net of the electricity tax credit for companies that are not considered as energy-intensive, amounting to € 0.7 million.

- Core Revenues amounted to € 67.8 million, up 12.8% compared to the values as at 31 March 2022.
- Adjusted EBITDA is equal to € 44.4 million and shows an increase of € 4.9 million compared to the 31 March 2022 value. The Company defines this measure as EBITDA adjusted for non-recurring expenses.
- The ratio between *Adjusted* EBITDA and core Revenues was 65.5% compared to 65.8% as at 31 March 2022.
- EBIT is equal to € 33.4 million, and shows an increase of € 6.7 million compared to the 31 March 2022 value.
- Net income was € 23.5 million, up 25.0% compared to 31 March 2022.
- Capital expenditure of € 6.0 million relates to development projects and the maintenance of network infrastructure.
- Net Invested Capital amounted to € 291.5 million, with Net Financial Debt of € 92.0 million and a Shareholders' Equity of € 199.5 million.



A summary of the Company's income statement for the period ended 31 March 2023 and for the period ended 31 March 2022 is set out in the following table:

<i>(figures in millions of euro; %)</i>	3 months		3 months	
	2023	2022	Delta	Change %
Revenues from RAI	57.5	52.4	5.1	9.7%
Revenues from third parties	10.4	7.7	2.6	34.0%
<b>Core Revenues</b>	<b>67.8</b>	<b>60.1</b>	<b>7.7</b>	<b>12.8%</b>
Other revenues and income	0.3	0.0	0.3	1554.9%
Personnel costs	(12.5)	(11.2)	(1.3)	(11.9%)
Other operating costs	(11.1)	(9.4)	(1.7)	(18.4%)
<b>Adjusted EBITDA</b>	<b>44.4</b>	<b>39.5</b>	<b>4.9</b>	<b>12.4%</b>
<i>EBITDA Margin</i>	65.5%	65.8%	( 0.2%)	( 0.4%)
Adjustments	-	-	-	N.M.
<b>EBITDA</b>	<b>44.4</b>	<b>39.5</b>	<b>4.9</b>	<b>12.4%</b>
Amortization/depreciation	(11.1)	(12.8)	1.8	13.8%
Bad Debt Provisions	-	-	-	N.M.
Provisions	-	-	-	N.M.
<b>EBIT</b>	<b>33.4</b>	<b>26.7</b>	<b>6.7</b>	<b>25.0%</b>
Net Financial Expenses	(0.7)	(0.4)	(0.3)	(67.2%)
<b>Pre-Tax Profit</b>	<b>32.7</b>	<b>26.3</b>	<b>6.4</b>	<b>24.3%</b>
Taxation	(9.2)	(7.5)	(1.7)	(22.4%)
<b>Net Income</b>	<b>23.5</b>	<b>18.8</b>	<b>4.7</b>	<b>25.0%</b>
<i>NET INCOME Margin</i>	34.6%	31.3%	3.4%	10.8%

Rai Way had revenues of € 67.8 million, an increase of € 7.7 million compared to the previous period (12.8%).

The activities carried out for the RAI Group generated revenues of € 57.5 million, a 9.7% increase compared to the same period of the previous year. The increase of € 5.1 million was due to effects of the indexation to inflation of the related consideration to the inflation rate. With reference to commercial relations with other customers, revenues from third parties amounted to € 10.4 million, an increase of € 2.6 million compared to the same period of the previous year, benefiting from the start-up of new transmission capacity sale services to television broadcasters local to the technical areas where Rai Way was awarded the rights to use frequencies.

Personnel costs amounted to € 12.5 million as of 31 March 2023, an increase of € 1.3 million compared to the previous period due to one-off benefits recorded at 31 March 2022 and due to lower capitalisations on investment projects. The Company's workforce is 591 as at 31 March 2023.

"Other operating costs" – which consist of consumables, services and other costs net of non recurring items – amounted to € 11.1 million, up by € 1.7 million over the previous period. The increase in costs is mainly due to the upward trend in electricity costs (€ 1.3 million), as a result of the increase in the price of the energy raw material component, partially absorbed by the reduction in consumption resulting from the use of new, more efficient equipment and the related tax credit.

Adjusted EBITDA amounted to € 44.4 million, an increase of € 4.9 million compared to the value of € 39.5 million at 31 March 2022, representing a margin of 65.5%.

The Operating Profit of € 33.4 million was € 6.7 million higher than in the same period of the previous year due to the effects described previously, and to a reduction in amortization/depreciation of € 1.8 million.

Financial management closed with a balance of € 0.7 million, an increase of € 0.3 million over the previous period.

Net income amounted to € 23.5 million, an increase of € 4.7 million over the same period in 2022.

### Capital Expenditure and Other Investments

During the first three months of 2023, capital expenditure amounted to € 6.0 million (€ 9.2 million in 2022), of which € 1.2 million relating to the maintenance of the Company's network infrastructure (€ 0.7 million in 2022) and € 4.9 million to the development investments (€ 8.5 million in 2022).

<i>(figures in millions of euro; %)</i>	3 months		3 months	
	2023	2022	Delta	Change %
Maintenance Investments	1.2	0.7	0.5	70.8%
Development Investments	4.9	8.5	(3.7)	(43.2%)
Total Capital expenditure	6.0	9.2	(3.2)	(34.7%)
Investment in real estate leasing and car fleet	1.8	5.0	(3.2)	(64.7%)

Development Investments mainly concerned the final activities related to the refarming process, the extension and improvement of television networks for the sale of transmission capacity in the local area in the technical areas where Rai Way was awarded the rights to use frequencies, the roll-out of a national fibre optic backbone infrastructure, and digital transformation projects.

### Statement of financial position

<i>(figures in millions of euro; %)</i>	3 months	12 months		
	2023	2022	Delta	Change %
Net fixed assets	331.1	334.3	(3.3)	(1.0%)
Net Working Capital	(16.3)	(29.8)	13.5	45.3%
Provisions	(23.3)	(23.4)	0.1	0.3%
<b>NET INVESTED CAPITAL</b>	<b>291.5</b>	<b>281.2</b>	<b>10.3</b>	<b>3.7%</b>
Shareholders' Equity	199.5	176.2	23.3	13.2%
Net Financial Debt	92.0	105.0	(13.0)	(12.4%)
<b>TOTAL FUNDING</b>	<b>291.5</b>	<b>281.2</b>	<b>10.3</b>	<b>3.7%</b>

Net Invested Capital at 31 March 2023 was € 291.5 million. Fixed assets also include the lease rights of use in application of the IFRS16 accounting standard for € 31.5 million, net of the dismantling and restoration provision of € 1.1 million.

Net Financial Debt amounted to € 92.0 million, a reduction of € 13.0 million compared to 31 December 2022. The item included lease financial liabilities in application of the IFRS16 accounting standard for a value of € 39.4 million. Please refer to the paragraph "Net Financial Debt" for additional details (note 17).

### **Human Resources and Organization**

As at 31 March 2023, Rai Way had a workforce of 560 people employed on a permanent basis: 26 executives, 177 middle managers, 353 technicians or white-collar employees and 4 manual workers; considering the 31 workers on fixed-term contracts, the workforce reached a total of 591.

The average number of employees was 583 in the first three months of 2023, while in the same period of 2022 it was 594.

## **Relationships with RAI Group Companies**

Relationships mostly of a commercial nature were maintained with the Parent Company RAI - Radiotelevisione Italiana, while an intercompany current account agreement used for residual payments was financial in nature. Relationships with other companies of the RAI Group are exclusively of a commercial nature. Further details may be found in the section "Related Party Transactions" in the Notes to the financial statements.

## **Significant events**

The significant events were as follows:

- Following the termination, with 31 December 2022, of the transitional period provided for by Article 44-bis, paragraph 2, of Decree-Law No. 76 of 16 July 2020, i.e. the two financial years following FY 2020, the Company - pursuant to Article 2-ter of the Regulation adopted by Consob Resolution No. 11971 of 14 May 1999 ("Issuers' Regulation") - lost, as of 1 January 2023, the qualification of "SME" (Small and Medium Enterprise) pursuant to Article 1, paragraph 1, letter w-quater.1) of Legislative Decree No. 58 of 24 February 1998 (the "Consolidated Finance Act" or "TUF").
- On 08 March 2023, the Board of Directors resolved to convene the Shareholders' Meeting, amongst others for the approval of the Annual Report at 31 December 2022, on single call, on 27 April 2023;
- on 16 March 2023, the Board of Directors approved the draft financial statements for 2022, which closed with a profit of approximately € 73.7 million, and a proposal to distribute a dividend of € 0.2745 per share.

## **Disclosures on the main risks and uncertainties faced by the Company**

The pursuit of the corporate mission and the Company's economic and financial position are affected by various potential risk factors and uncertainties.

A detailed analysis of risks was presented in the Rai Way 2022 Annual Report - Report on Operations "Risk factors related to the Company") published on the Company's website to which reference is made.

### **Events subsequent to 31 March 2023**

- On 27 April 2023, the Shareholders' Meeting, among other things:
  - approved the Financial Statements of the Company as at 31 December 2022 and the distribution of a dividend as proposed by the Board of Directors;
  - approved the First Section (relating to the remuneration policy for 2023) and voted favourably in support of the Second Section (relating to compensation for 2022) of the Report on the remuneration policy and compensation paid;
  - approved the proposal of the Board of Directors authorising the purchase and disposal of treasury shares, previously revoking the corresponding authorisation approved at the Meeting of 27 April 2022;
  - appointed for the years 2023-2025 (and therefore until the Shareholders' Meeting is called to approve the financial statements for FY 2025) the Board of Directors comprised of nine members: Giuseppe Pasciucco, appointed as Chairman, Roberto Cecatto, Michela La Pietra, Paola Tagliavini, Barbara Morgante, Alessandra Costanzo, Gian Luca Petrillo, Romano Ciccone (taken from the majority slate presented by RAI - Radiotelevisione italiana S.p.A) and Umberto Mosetti (taken from the minority slate presented by some asset management companies);
  - approved, following the relevant grounded proposal of the Board of Statutory Auditors, the appointment of the

independent auditing firm EY S.p.A. for FYs 2023-2031 and the determination of the relevant consideration.

- On 28 April, the Board of Directors meeting chaired by Giuseppe Pasciucco appointed:
  - Roberto Cecatto as new CEO and General Manager;
  - the Control, Risks and Sustainability Committee - which also acts as a Related Parties Committee - and the Remuneration and Appointments Committee, both of which are always made up entirely of independent directors, with the following respective compositions
    - Control, Risks and Sustainability Committee: Paola Tagliavini (Chair), Alessandra Costanzo and Gian Luca Petrillo;
    - Remuneration and Appointments Committee: Umberto Mosetti (Chairman), Romano Ciccone and Barbara Morgante;
  - confirming, having obtained the previous favourable opinion by the Board of Statutory Auditors, Adalberto Pellegrino as manager responsible for drafting corporate accounting documents, in accordance with art. 154-bis of Legislative Decree no. 58/1998, until the Shareholders' Meeting called to approve the Financial Statements as at 31 December 2025.

### **Business outlook**

The Company envisages the following for 2023:

- Adjusted EBITDA growth rate in the mid-teens (based on current electricity price forecasts for 2023);
- Maintenance investments in line with the previous year; development investments substantially in line with 2022 but with a different RAI-third parties mix.

### **Management and coordination**

Rai Way is subject to management and coordination by RAI pursuant to Art. 2497 of the Italian Civil Code. Further details may be found in the 2022 Annual Report - Report on Operations, "Management and coordination" paragraph, published on the Company's website.

Rome, 11 May 2023

on behalf of the Board of Directors

The Chairman

Giuseppe Pasciucco

## Interim financial report as at 31 March 2023

### Financial statements

#### RAI WAY SPA INCOME STATEMENT (\*)

<i>(Figures in Euro)</i>	Note (**)	3 months as at	
		31/03/2023	31/03/2022
Revenues	5	67,832,477	60,131,826
Other revenues and income	6	945,887	16,792
Purchase of consumables	7	(319,242)	(324,287)
Cost of services	7	(10,862,443)	(8,428,375)
Personnel costs	7	(12,528,764)	(11,196,736)
Other costs	7	(626,556)	(656,404)
Amortization/depreciation and other write-downs	8	(11,061,011)	(12,828,244)
<b>Operating profit</b>		<b>33,380,348</b>	<b>26,714,572</b>
Financial income	9	66,835	347
Financial expenses	9	(791,037)	(433,384)
<b>Total net financial income/(expenses)</b>		<b>(724,202)</b>	<b>(433,037)</b>
<b>Pre-tax profit</b>		<b>32,656,146</b>	<b>26,281,535</b>
Income taxes	10	(9,159,011)	(7,482,887)
<b>Income for the period</b>		<b>23,497,135</b>	<b>18,798,648</b>

#### COMPREHENSIVE INCOME STATEMENT RAI WAY SPA (\*)

<i>(Figures in Euro)</i>	Note (**)	3 months as at	
		31/03/2023	31/03/2022
<b>Income for the period</b>		<b>23,497,135</b>	<b>18,798,648</b>
<b>Items that will be recognized in the Income Statement</b>			
Profit/(loss) on cash flow hedges		(317,161)	197,577
Tax effect		76,119	(47,418)
<b>Items that will not be recognised in the Income Statement</b>			
Actuarial Profit / (Loss) for employee benefits		-	-
Tax effect		-	-
<b>Comprehensive income for the period</b>		<b>23,256,093</b>	<b>18,948,807</b>

(\*) Schedule prepared in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board and adopted by the European Union ("IFRS").

(\*\*) The notes refer only to the items commented upon in these explanatory Notes.



**RAI WAY STATEMENT OF FINANCIAL POSITION (\*)**

	Note	3 months as at	12 months as at
(Figures in Euro)	(**)	31/03/2023	31/12/2022
<b>Non-current assets</b>	11		
Property, plant and equipment		278,187,234	280,773,127
Lease rights of use		32,586,049	33,434,083
Intangible assets		19,680,485	19,519,975
Deferred tax assets		2,061,669	1,764,013
Other non-current assets		932,256	947,641
<b>Total non-current assets</b>		<b>333,447,693</b>	<b>336,438,839</b>
<b>Current assets</b>	12		
Inventories		755,679	756,234
Trade receivables		84,864,810	66,221,818
Other current receivables and assets		4,635,145	2,461,007
Current financial assets		1,236,465	1,480,192
Cash and cash equivalents		48,336,121	35,183,995
Current tax receivables		62,196	62,196
<b>Total current assets</b>		<b>139,890,416</b>	<b>106,165,442</b>
<b>Total assets</b>		<b>473,338,109</b>	<b>442,604,281</b>
<b>Shareholders' equity</b>	13		
Share capital		70,176,000	70,176,000
Legal reserve		14,035,200	14,035,200
Other reserves		38,035,030	38,200,449
Retained earnings		97,223,389	73,726,254
Treasury shares		(19,974,011)	(19,974,011)
<b>Total shareholders' equity</b>		<b>199,495,608</b>	<b>176,163,892</b>
<b>Non-current liabilities</b>	14		
Non-current lease liabilities		21,205,429	22,582,661
Employee benefits		9,984,687	10,000,616
Provisions for risks and charges		15,373,149	15,133,331
Other non-current payables and liabilities		327,273	327,273
<b>Total non-current liabilities</b>		<b>46,890,538</b>	<b>48,043,881</b>
<b>Current liabilities</b>	15		
Trade payables		50,476,065	60,471,655
Other debt and current liabilities		54,237,504	38,455,148
Current financial liabilities		102,186,533	101,544,042
Current lease liabilities		18,146,705	17,550,507
Current tax payables		1,905,156	375,156
<b>Total current liabilities</b>		<b>226,951,963</b>	<b>218,396,508</b>
<b>Total liabilities and shareholders' equity</b>		<b>473,338,109</b>	<b>442,604,281</b>

(\*) Schedule prepared in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board and adopted by the European Union ("IFRS").

(\*\*) The notes refer only to the items commented upon in these explanatory Notes.

**RAI WAY STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (\*)**

	Share capital	Legal reserve	Other reserves	Retained profits earnings	Treasury shares	Total
<i>(Figures in Euro)</i>						
<b>As at 01 January 2022</b>	<b>70,176,000</b>	<b>14,035,200</b>	<b>37,265,839</b>	<b>64,413,559</b>	<b>(19,974,011)</b>	<b>165,916,587</b>
Income for the period				18,798,648		18,798,648
Cash flow hedge reserve (**)			150,159			150,159
Stock option plan reserves			46,718			46,718
<b>As at 31 March 2022</b>	<b>70,176,000</b>	<b>14,035,200</b>	<b>37,462,716</b>	<b>83,212,207</b>	<b>(19,974,011)</b>	<b>184,912,112</b>
Income for the period				54,891,302		54,891,302
Actuarial gains and losses (**)				998,808		998,808
Distribution of dividends				(65,376,063)		(65,376,063)
Cash flow hedge reserve (**)			517,582			517,582
Stock option plan reserves			220,151			220,151
<b>As at 31 December 2022</b>	<b>70,176,000</b>	<b>14,035,200</b>	<b>38,200,449</b>	<b>73,726,254</b>	<b>(19,974,011)</b>	<b>176,163,892</b>
Period profits				23,497,135		23,497,135
Cash flow hedge reserve (**)			(241,042)			(241,042)
Stock option plan reserves			75,623			75,623
<b>As at 31 March 2023</b>	<b>70,176,000</b>	<b>14,035,200</b>	<b>38,035,030</b>	<b>97,223,389</b>	<b>(19,974,011)</b>	<b>199,495,608</b>

(\*) Schedule prepared in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board and adopted by the European Union ("IFRS").

(\*\*) These items are listed net of relative tax effects.

## RAI WAY CASH FLOW STATEMENT (\*)

<i>(Figures in Euro)</i>	<b>31/03/2023</b>	<b>31/03/2022</b>
<b>Pre-tax profit</b>	<b>32,656,146</b>	<b>26,281,535</b>
Adjustments for:		
Amortization/depreciation and write-downs	11,061,011	12,828,244
Provisions and (releases of) personnel and other funds	916,852	405,693
Net financial (income)/expenses (**)	689,044	395,372
Other non-monetary items	75,623	48,630
<b>Cash-flows generated by operating activities before changes in net working capital</b>	<b>45,398,676</b>	<b>39,959,474</b>
Change in inventories	555	-
Change in trade receivables	(18,642,992)	(8,105,519)
Change in trade payables	(9,991,109)	(7,202,217)
Change in other assets	(2,174,137)	1,146,806
Change in other liabilities	7,865,020	6,790,601
Use of risk funds	(155,929)	(67,301)
Payment of employee benefits	(539,102)	(959,846)
Change in current tax receivables and payables	-	(15,549)
<b>Net cash flow generated by operating activities</b>	<b>21,760,982</b>	<b>31,546,449</b>
Investments in property, plant and equipment	(4,799,326)	(9,126,949)
Investments in intangible assets	(1,231,269)	(102,426)
Change in non-current financial assets	-	47,473
Change in other non-current assets	(164)	15,598
<b>Net cash flow generated by investment activities</b>	<b>(6,030,759)</b>	<b>(9,166,304)</b>
(Decrease)/increase in current financial liabilities	-	(1)
Repayments of lease liabilities	(2,547,564)	(3,396,703)
Change in current financial assets	234,579	(81,843)
Net interest expense for the period	(102,213)	(182,657)
Dividends paid	(162,898)	-
<b>Net cash flow generated by financing activities</b>	<b>(2,578,096)</b>	<b>(3,661,204)</b>
<b>Change in cash and cash equivalents</b>	<b>13,152,126</b>	<b>18,718,942</b>
Cash and cash equivalents at the beginning of the period	35,183,995	17,243,998
<b>Cash and cash equivalents at the end of the period</b>	<b>48,336,121</b>	<b>35,962,940</b>

(\*) Schedule prepared in accordance with the International Financial Reporting Standards issued by the International Accounting Standards Board and adopted by the European Union ("IFRS").

(\*\*) Note that the item Net financial income/expenses excludes financial expenses relative to the Dismantling and restoration provision, as they are not considered to be financial in nature.

## **Notes to the Interim Financial Report as at 31 March 2023**

### **Introduction (note 1)**

The Interim financial report as at 31 March 2023, consisting of a Balance Sheet, an Income Statement, a Comprehensive Income Statement, a Cash Flow Statement, a Statement of Changes in Shareholders' Equity, and these Notes, has been prepared on a voluntary basis in accordance with Art. 82-ter of the Issuers' Regulation, adopted by Consob Resolution no. 11971 of 14 May 1999 as subsequently amended and supplemented. The Interim financial report as at 31 March 2023 has been prepared in accordance with IAS 34 – Interim financial report, issued by the International Accounting Standards Board (IASB).

The Interim financial report as at 31 March 2023 was approved on 11 May 2023 by the Board of Directors, which authorized its publication.

The structure and content of the accounting statements in the Interim financial report as at 31 March 2023 and the related compulsory schedules conform to those prepared for the Annual report. Where applicable, the same criteria and standards applied to the financial statements at 31 December 2022 were used to prepare this report.

Following the approval by the Shareholders' Meeting of 27 April 2021 of a long-term incentive plan, pursuant to Art. 114-bis of Legislative Decree No. 58/1998, having as its object the free assignment of ordinary shares of Rai Way S.p.a. upon the achievement of certain performance targets, the Company began to recognise additional benefits to strategic managers through participation in the share capital. The aforementioned plan continues to be accounted for in FY 2023 in accordance with IFRS 2.

The Notes were drawn up in accordance with the minimum contents required by IAS 34 – Interim financial report, and with the instructions issued by Consob in Communication No. 6064293 of 28 July 2006. In accordance with IAS 34, the Notes are presented in summary form and do not include all of the information required in the annual financial statements; they refer exclusively to components

which, due to amount, composition, or transactions, are essential for purposes of understanding the Company's economic and financial position. Therefore, this Interim Financial Report must be read together with the financial statements at 31 December 2022.

The Interim financial report presents a comparison with data from the last Financial Statements of Rai Way as at 31 December 2022 with regard to the balance sheet, and with data from the Interim financial report of Rai Way as at 31 March 2022 with regard to the income statement and cash flow statement.

The preparation of the Interim financial report as at 31 March 2023 required the use of estimates by the directors: the main areas in which significant evaluations and assumptions were conducted, and those with significant effects on the periodic situations presented, are reported below in the Notes as at 31 March 2023. Some of the measurement processes, especially the most complex ones, such as the determination of impairment of non-current assets, are generally conducted in a complete manner only when preparing the annual financial statements, except when there are indicators that demand an immediate update of estimates.

#### **Amendments and interpretations of current standards, effective as at 1 January 2022 (note 2)**

With regard to application of current accounting standards and recently issued ones, please refer to the Rai Way 2022 Annual Report – Notes to the financial statements, "Summary of accounting standards" paragraph published on the Company's website.

With regard to Accounting standards approved but not yet applicable or not yet approved by the European Union, please refer to the description provided in the specific paragraph of the Notes to the financial statements as at 31 December 2022.

### Segment information (note 3)

The segment information, to which the reader is referred, was set out in the 2022 Annual Report ("Reference market" paragraph) published on the Company's website.

### Seasonality of the reference business (note 4)

There are no significant seasonality factors that affect the Company's results.

### Notes on the main changes in the Income Statement

#### Revenues (note 5)

<i>(in thousand of euro)</i>	3 months	
	2023	2022
Revenues from RAI Group (*)	57,466	52,396
Revenues from third parties	10,366	7,736
- Hospitality fees for equipment and apparatus	7,575	7,041
- Other	2,791	695
<b>Total revenues of sales and performances</b>	<b>67,832</b>	<b>60,132</b>

(\*) Revenues are shown net of marginal costs equal to € 4,100 thousand (€ 4,479 thousand at 31/03/2022)

The item "Revenues", which includes revenues for the period attributable to the provision of services falling within the normal business activity, recorded an increase of € 7,700 thousand compared to the same period of 2022, going from € 60,132 thousand at 31 March 2022 to € 67,832 thousand at 31 March 2023.

"Revenues from RAI Group" amounted to € 57,466 thousand, equal to 84.7% of total Revenues as at 31 March 2023 and increased by € 5,070 thousand compared to the same period in 2022. This increase stems from the effects of indexation to inflation of the consideration of the relevant service contract.

"Revenues from third parties" mainly includes revenues from (i) *Tower Rental services*, (ii) *broadcasting services*, (iii) *transmission services*, and (iv) *network services*, which the Company provided to third parties other than RAI. These

revenues increased by € 2,630 thousand compared to the same period of last year, benefiting from the start-up of new services for the sale of transmission capacity in the local area in the technical areas where Rai Way was assigned the rights to use frequencies.

#### **Other revenues and income (note 6)**

The income statement item "Other revenues and income" amounted to € 946 thousand in the first three months of 2023 and compared to 31 March 2022 (€ 17 thousand) shows an increase of € 929 thousand mainly due to the recognition of the tax credit on the energy component purchased and actually used during the first quarter of the year (see "Aiuti bis" Decree) and the contribution for damages.

#### **Costs (note 7)**

The item "Purchase of consumables and goods", which includes the purchase of technical materials for the warehouse, and fuels for generators and heating, came to € 319 thousand as at 31 March 2023, in line with last year's values.

"Costs of services" amounted to € 10,862 thousand at 31 March 2023 and increased by € 2,434 thousand compared to 31 March 2022 (€ 8,428 thousand). The increase is mainly due to higher utility costs (electricity). Note that the increase in energy costs, due to the raising of the unitary prices of energy, was partly mitigated by the effect of the benefit of the facilitations on the tariff components linked to the general electricity system charges, by the reduction in electricity spending deriving from the use of new, more efficient transmission equipment and by the new network configuration.

The income statement item "Personnel costs" amounted to € 12,529 thousand, an increase of € 1,332 thousand compared to 31 March 2022 (€ 11,197 thousand) mainly due to an extraordinary positive impact recorded in the first quarter of last year and a decrease of € 391 thousand in capitalised personnel costs; the latter amounted to € 418 thousand at 31 March 2023 (€ 809 thousand at 31 March

2022). It is also noted that the Company's average headcount increased from 594 resources as of 31 March 2022 to 583 resources as of 31 March 2023.

"Other costs" amounted to € 626 thousand, with a decrease of € 30 thousand compared to 31 March 2022 (€ 656 thousand), mainly attributable to lower tax on production and consumption.

### **Amortisation/depreciation, Other write-downs and Provisions (note 8)**

"Amortization, Depreciation, and other Write-downs" amounted to € 11,061 thousand at 31 March 2023 (€ 12,828 thousand at 31 March 2022). Compared to the same period of the previous year, the item recorded a decrease of € 1,767 thousand, mainly due to the completion of the depreciation process of the assets related to the transmission equipment installed as part of the transition from the analogue to the digital television system in DVB-T technology.

The item 'Provisions' as at 31 March 2023 shows a balance of zero.

### **Financial Income and Expenses (note 9)**

"Financial income" showed a balance of € 67 thousand at 31 March 2023. In the same period of the previous year it had a balance of € 0.3 thousand.

"Financial expenses" amounted to € 791 thousand, an increase of € 358 thousand compared to the same period last year (€ 433 thousand at 31 March 2022) , mainly due to the greater charges related to the loan agreement signed on 29 October 2020 with Mediobanca -Banca di Credito Finanziario S.p.A., Banca Nazionale del Lavoro S.p.A., Unicredit S.p.A. and Cassa depositi e prestiti S.p.A.

### **Income Tax (note 10)**

The item breaks down as follows:

<b>(in thousand of euro)</b>	<b>3 months</b>	
	<b>2023</b>	<b>2022</b>
Current taxes	9,365	7,485
Deferred taxes	(222)	(18)



Substitute taxes	16	16
Taxes relating to previous financial years	-	-
<b>Total</b>	<b>9,159</b>	<b>7,483</b>

"Current taxes" amounted to € 9,365 thousand, showing an increase on the previous period of € 1,880 thousand, mainly driven by higher earnings before income tax.

This item consists of:

- IRES (corporate income tax) of € 7,835 thousand;
- IRAP (regional production tax) of € 1,530 thousand.

Deferred tax assets amounted to € 222 thousand negative, down by € 204 thousand compared to 31 March 2022.

Deferred taxes consist of:

- Prepaid taxes of € (212) thousand;
- Deferred tax liabilities of € (10) thousand.

## **Notes on principal changes in the Balance Sheet**

### **Non-Current Assets (note 11)**

"Property, plant and equipment" amounted to € 278,187 thousand as at 31 March 2023, a decrease of € 2,586 thousand compared to 31 December 2022 due primarily to investments made in the first three months of the year (€ 4,799 thousand), offset by the effect of depreciation for the period (€ 7,385 thousand).

"Lease rights of use", recognised from FY 2019 due to the adoption of IFRS 16, amounted to € 32,586 thousand as at 31 March 2023 (€ 33,434 thousand as at 31 December 2022), a decrease of € 848 thousand as a result of period amortisation/depreciation for € 2,605 thousand, partly offset by new investments for € 1,831 thousand.

"Intangible assets" amounted to € 19,680 thousand, an increase of € 160 thousand compared to 31 December 2022, due to investments of € 1,231 thousand, partially offset by amortization for € 1,071 thousand.

Deferred tax assets amounted to € 2,062 thousand at 31 March 2023, up by € 298 thousand compared to 31 December 2022.

"Other non-current assets" amounted to € 932 thousand at 31 March 2023 and decreased by € 15 thousand compared with the values of the previous financial year. The amount relates for € 220 thousand to guarantee deposits receivable and for € 712 thousand to the advance payment of the substitute tax deriving from the tax enfranchisement of the merger deficit generated by the merger by incorporation of the company Sud Engineering, which took place with effect from 22 June 2017. It should be noted that the Company has opted for the ordinary regime, pursuant to Art. 176, paragraph 2-ter, of the T.U.I.R. (Income Tax Consolidation Act) and that the accounting model adopted is that relating to the recognition of the substitute tax as an advance on current taxes.

### **Current Assets (note 12)**

Inventory amounted to € 756 thousand, in line with the values of the previous year.

Inventories include contract work in progress and stocks and spare parts for the maintenance and use of technical business assets.

"Trade receivables", amounting to € 84,865 thousand, increased by € 18,643 thousand compared to 31 December 2022 and are detailed as follows:

	<b>At 31 March</b>	<b>As at 31 December</b>
<i>(in thousand of euro)</i>	<b>2023</b>	<b>2022</b>
Receivables from RAI	65,672	58,194
Receivables from customers and other Group companies	22,191	11,026
Provision for bad and doubtful debts	(2,998)	(2,998)
<b>Total Trade receivables</b>	<b>84,865</b>	<b>66,222</b>

At 31 March 2023, "Other current receivables and assets" amounted to € 4,635 thousand, an increase of € 2,174 thousand compared to 31 December 2022 due mainly to higher accrued income and prepayments and higher tax credits. These include the tax credit on the energy component purchased and actually used.

As at 31 March 2023, "Current financial assets" amounted to € 1,236 thousand, a decrease of € 244 thousand from the prior year.

"Cash and cash equivalents" amounted to € 48,336 thousand at 31 March 2023, an increase of € 13,152 thousand compared to 31 December 2022 (€ 35,184 thousand). This increase is mainly due to the cash flows generated by operating activities.

Current income tax credits amounted to € 62 thousand as at 31 March 2023 and were unchanged from the previous year. The value refers to the recognition of substitute tax paid on the merger surplus, as reported above in the section on "Other non-current assets".

### **Shareholders' Equity (note 13)**

At 31 March 2023, the Company's "Shareholders' equity" amounted to € 199,496 thousand, an increase of € 23,332 thousand compared to 31 December 2022 (€ 176,164 thousand), as a result of the profit for the first three months of 2023.

### **Non-current liabilities (note 14)**

"Non-current lease liabilities" totalled € 21,206 thousand, a decrease of € 1,376 thousand compared to 31 December 2022.

"Employee benefits" amounting to € 9,985 thousand, decreased by € 16 thousand compared to 31 December 2022 (€ 10,001 thousand), due to the reduction in the workforce.

The item "Provisions for risks and charges", amounting to € 15,373 thousand, increased by € 240 thousand compared to 31 December 2022 (€ 15,133

thousand), mainly due to the accrual to the provision for accrued fees offset by the use of provisions for risks and charges.

The timing of disbursements for the item "Provision for risks and charges" cannot be estimated with any certainty as they mainly depend on the timing of judicial proceedings and strategic and/or legislative decisions, which are currently not predictable.

Other non-current payables and liabilities amounted to € 327 thousand and consisted entirely of trade payables due beyond 12 months with no change on the figure recorded at 31 December 2022.

### **Current liabilities (note 15)**

"Trade payables", which amounted to € 50,476 thousand, can be broken down as follows:

	At 31 March	As at 31 December
<b>(in thousand of euro)</b>	<b>2023</b>	<b>2022</b>
Payables to suppliers	45,086	56,679
Payables to Parent Company	5,390	3,793
Payables due to other RAI Group Companies	-	
<b>Total Trade payables</b>	<b>50,476</b>	<b>60,472</b>

The item "Other current payables and liabilities" was equal to € 54,238 thousand as at 31 March 2023, up by € 15,783 thousand with respect to the values at the end of 2022. The increase is mainly attributable to higher accruals and deferrals and higher IRES (corporate income tax) payables for the period.

"Current financial liabilities" amounted to € 102,187 thousand at 31 March 2023, an increase of € 643 thousand compared to 31 December 2022. The amount mainly includes uses of the Term Credit Facility of the loan subscribed on 29 October 2020, the Company signed a new loan agreement with a pool of financial institutions consisting of Mediobanca - Banca di Credito Finanziario

S.p.A., Banca Nazionale del Lavoro S.p.A., Unicredit S.p.A. and Cassa depositi e prestiti S.p.A.

The item "Current lease liabilities" amounted to € 18,147 thousand, up by € 596 thousand compared to 31 December 2022 (€ 17,551 thousand) due to the combined effect of the renewals and the payments made during the period.

At 31 March 2023, "Current tax payables" amounted to € 1,905 thousand, an increase of € 1,530 thousand compared to 31 December 2022 (€ 375 thousand) due to the payable to tax authorities for IRAP (regional production tax) accrued during the current period.

### **Earnings per Share (note 16)**

The following table shows the calculation of basic and diluted earnings per share in the reference period.

	<b>At 31 March</b>	<b>At 31 March</b>
<i>(in thousand of euro, unless otherwise indicated)</i>	<b>2023</b>	<b>2022</b>
Net profit	23,497	18,799
Number of ordinary shares outstanding	268,374,644	268,374,644
<b>Earnings per share in Euro</b>	<b>0.09</b>	<b>0.07</b>

Diluted earnings per share is the same as basic earnings per share, because there were no dilutive elements at the reference date of this Report.

### **Net financial debt (note 17)**

The following is the Net Financial Debt of the Company, determined in accordance with the provisions of paragraph 175 et seq. of the recommendations contained in the document prepared by ESMA, No. 32-382-1138 dated 4 March 2021 (guidelines on disclosure requirements under EU Regulation 2017/1129, the "Prospectus Regulation").

	At 31 March	As at 31
<i>(in thousand of euro)</i>	2023	December
		2022
A. Cash and cash equivalents	48,336	35,184
B. Cash equivalents	-	-
C. Other current financial assets	1,236	1,480
<b>D. Cash and cash equivalents (A) + (B) + (C)</b>	<b>49,572</b>	<b>36,664</b>
E. Current financial debt (including debt instruments, but excluding the current portion of non-current financial debt)	19,333	18,095
F. Current portion of non-current financial debt	101,000	101,000
<b>G. Current financial debt (E + F)</b>	<b>120,333</b>	<b>119,095</b>
<b>H. Net current financial debt (G - D)</b>	<b>70,761</b>	<b>82,431</b>
I. Non-current financial debt (excluding current portion and debt instruments)	21,205	22,583
J. Debt instruments	-	-
K. Trade payables and other non-current payables	-	-
<b>L. Non-current financial debt (I + J + K)</b>	<b>21,205</b>	<b>22,583</b>
<b>M. Total financial debt (H + L)</b>	<b>91,966</b>	<b>105,014</b>
Excluding the effects of IFRS 16-Lease liabilities:	<b>39,352</b>	<b>40,133</b>
<b>Q. ESMA net financial debt net of IFRS 16</b>	<b>52,614</b>	<b>64,881</b>

With reference to the loan subscribed on 29 October 2020, the term line has been drawn down for € 101 million, while the revolving line (of € 50 million) has not been used. Therefore, € 69 million remain available to the Company to finance short-term requirements.

Lastly, it should be noted that, based on future projections for the next 12 months, the Company will be able to meet its commitments thanks to the generation of cash, the aforementioned financial resources and new debt lines.

### **Commitments and guarantees (note 18)**

Commitments referring only to technical investments amount to € 44.3 million at 31 March 2023; at 31 December 2022, they were € 42.1 million.

At 31 March 2023, guarantees amounted to € 85.8 million (€ 88.3 million at 31 December 2022) and mainly regard personal guarantees received for the obligations of other parties and guarantees of third parties pledged for the Company's obligations for liabilities and payables.

### **Transactions deriving from abnormal and/or unusual operations (note 19)**

Pursuant to Consob Communication no. DEM 6064293 of 28 July 2006, during the first nine months of 2022, the Company was not party to any abnormal and/or unusual operations as defined in that communication.

### **Other Information (note 20)**

#### Contingent Liabilities

The amounts recognised in this Interim Report on Operations as provisions for risks and charges represent the Company's best estimate of the outcome of the pending disputes and have been calculated by taking into account the opinions of the external legal counsels assisting the Company.

The Company is party to certain legal disputes pending before Regional Administrative Courts relating to the use of radio and television signal transmission frequencies. All disputes are constantly monitored by the Company's legal department, which to this purpose engages the support of leading law firms specialising in administrative disputes. Again, in relation to administrative disputes, the Company is involved in a dispute relating to a selection procedure appeal pursuant to Arts. 4 and 15 of Italian Legislative Decree 50/2016.

Rai Way is also a party to a number of lawsuits of a civil and tax nature relating to the correct quantification of the fee due for the occupation of public space of installations owned by the Company.

With regard to the aforementioned lawsuits, although it is arguing its case in the applicable courts, assisted in this by the support of leading specialised law firms, also taking into account the professional opinions formulated by these firms concerning the expected outcome of the pending disputes, the Company has not recognized in the provisions for risks and charges in its financial statements,

the amounts claimed, since it considers it possible, but not probable, that it will be required to pay, should it lose the cases.

The Company is also party to a very limited number of lawsuits brought by employees and former employees in relation to alleged faulty application of the current regulations governing employee agreements. The amounts recognised in this Interim financial report to provide against the risk of losing the litigation have been calculated by the Company by estimating, on the basis of the professional assessment of the external lawyers representing the Company in court, the probable cost to be borne by Rai Way, taking into consideration the present stage of the litigation.

In order to provide supplementary information on the matters discussed above, it should be stated that, in carrying out its ordinary operations, the Company avails itself of the hosting services of third parties to position its installations on the land, buildings or structures of such parties. Taking into account that such hospitality is ordinarily formalized through contracts or similar legal instruments (but not limited to: transfers of surface rights, concessions of public spaces, etc.), the Company may have to incur costs for the removal of network infrastructures in the event that the contractual relationships with the third party hosts are not renewed or expire. A number of specific disputes are currently in progress on this matter, which could lead to the determination of these costs, at present not quantifiable, in the near future. The Company accordingly believes that the possibility exists that it may in the future have to incur costs to satisfy the claims it has received, and in this respect has created a provision for site decommissioning and restoration in the financial statements for this purpose.

If the circumstances discussed above should change in the future, with the likelihood of the Company having to incur costs that exceed the amount recognised in the financial statements becoming probable, all the necessary measures will be taken to protect the Company's interests and adequately portray the changed situation in the financial statements.



### Related Party Transactions<sup>4</sup>

Details of the transactions the Company carried out with related parties for the period ended 31 March 2023 are provided in the following; related parties are identified on the basis of IAS 24 Related Party Disclosures. The company Rai Way carries out transactions mainly of a commercial, financial and welfare nature with the following Related Parties:

- RAI (hereinafter the "Parent Company");
- key management ("Senior Management");
- other subsidiaries/associates of Rai and/or companies in which the Parent Company has an interest ("Other related parties").

Related party transactions are conducted under normal market conditions.

The following table sets out details of the Company's statement of financial position items with regard to related parties as at 31 March 2023 and 31 December 2022:

---

<sup>4</sup> In compliance with the provisions of IAS 24, paragraph 25, Rai Way is exempted from the disclosures specified in paragraph 18 (according to which the Company must indicate the nature of the related party transaction, besides providing the information on these transactions and the outstanding balances, including commitments, needed by the users of the financial statements to understand the potential effects of these transactions on the separate Financial Statements) in the case of relations with another entity that is a related party because the same governing entity has the control, the joint control or a significant influence both on the entity that prepares the financial statements and on the other entity.

## Related party transactions (Statement of financial position)

<i>(in thousand of euro)</i>	Parent Company	Senior Management	Other related parties	Total
<b>Lease rights of use</b>				
As at 31 March 2023	7,644		8	7,652
As at 31 December 2022	8,564		11	8,575
<b>Non-current financial assets</b>				
As at 31 March 2023	-		-	-
As at 31 December 2022				-
<b>Current financial assets</b>				
As at 31 March 2023	141		-	141
As at 31 December 2022	376			376
<b>Current trade receivables</b>				
As at 31 March 2023	65,672		-	65,672
As at 31 December 2022	58,194		104	58,298
<b>Other current receivables and assets</b>				
As at 31 March 2023	-		-	-
As at 31 December 2022	91			91
<b>Non-current lease liabilities</b>				
As at 31 March 2023	3,919			3,919
As at 31 December 2022	4,891			4,891
<b>Current financial liabilities</b>				
As at 31 March 2023	-		-	-
As at 31 December 2022			-	-
<b>Current lease liabilities</b>				
As at 31 March 2023	9,409		-	9,409
As at 31 December 2022	8,500	-	12	8,512
<b>Trade payables</b>				
As at 31 March 2023	5,390		-	5,390
As at 31 December 2022	3,793	-	12	3,781
<b>Other debt and current liabilities</b>				
As at 31 March 2023	32,620	217	396	33,233
As at 31 December 2022	23,709	265	182	24,156
<b>Employee benefits</b>				
As at 31 March 2023			126	126
As at 31 December 2022	-	120	126	246

The following table sets out details of the Company's income statement items with regard to related parties as at 31 March 2023 and 31 March 2022:

### **Related party transactions (Economic)**

<b>(in thousand of euro)</b>	<b>Parent Company</b>	<b>Senior Management</b>	<b>Other related parties</b>	<b>Total</b>
<b>Revenues (*)</b>				
As at 31 March 2023	61,792		-	61,792
As at 31 March 2022	56,563		312	56,875
<b>Other revenues and income</b>				
As at 31 March 2023			-	-
As at 31 March 2022	-		-	-
<b>Purchase of consumables</b>				
As at 31 March 2023	-		-	-
As at 31 March 2022	-		-	-
<b>Cost of services</b>				
As at 31 March 2023	1,634		-	1,634
As at 31 March 2022	1,620	-	-	1,620
<b>Personnel costs</b>				
As at 31 March 2023	- 21	514	209	702
As at 31 March 2022	- 22	501	207	686
<b>Other costs</b>				
As at 31 March 2023	7		-	7
As at 31 March 2022	4			4
<b>Right of use amortization/depreciation</b>				
As at 31 March 2023	955		3	958
As at 31 March 2022	952		3	955
<b>Financial income</b>				
As at 31 March 2023	2			2
As at 31 March 2022	-		-	-
<b>Financial expenses</b>				
As at 31 March 2023	26			26
As at 31 March 2022	37		-	37

(\*) Amounts are shown gross of marginal costs to the Parent Company of € 4,100 thousand (€ 4,254 thousand at 31/03/2022).

### Parent Company

The relations with the Parent Company, RAI, at 31 March 2023, mainly regard the Service Contract renegotiated on 31 July 2014 and amended in December 2019 in certain contractual terms and conditions, which relates to the provision of new integrated network services by the Company, the RAI supply agreement (regarding personnel administration, general services, IT systems, administration and treasury and the research and technological innovation centre), the lease and supply contract of connected services by RAI, the domestic tax consolidation, the VAT legislation consolidation and an agreement for an intercompany current account agreement used to deal with residual payments.

### Senior Management

"Key management personnel" means key executives who have the power and direct and indirect responsibility for planning, managing and controlling the Company's activities, and among others includes the members of the Companies' Board of Directors.

### Other Related Parties

The Company has dealings of a commercial and welfare nature with other Related Parties and in particular with:

- San Marino RTV which provides transmission services and receives transmission services from Rai Way;
- Supplementary pension funds for employees and executives.

Rome, 11 May 2023

on behalf of the Board of Directors

The Chairman

Giuseppe Pasciucco

**Declaration pursuant to Art. 154-bis, paragraph 5 of Legislative Decree No. 58/1998**

The manager in charge of preparing the corporate accounting documents of Rai Way S.p.A., Adalberto Pellegrino, declares, pursuant to Art. 154- bis, paragraph 2 of the Consolidated Finance Act, that the accounting information contained in this Interim financial report as at 31 March 2023 corresponds to the supporting documentation, accounting books, and records.

Rome, 11 May 2023

**Adalberto Pellegrino**

The Manager in charge of preparing  
the corporate accounting documents