
Toscana Aeroporti Group



ANNUAL FINANCIAL REPORT 2023

This dossier is available in the Investor Relations section
of Toscana Aeroporti's website at www.toscana-aeroporti.com

Toscana Aeroporti S.p.A.

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R.E.A. FI-637708 - Fully paid-up share capital € 30,709,743.90

VAT Number and Tax Code: 00403110505

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LETTER TO SHAREHOLDERS

Dear Shareholders,

The Report on Operations for the Consolidated Financial Statements of Toscana Aeroporti S.p.A. (hereinafter also referred to as the **"Parent"** or **"TA"**) and of its subsidiaries (hereinafter the **"TA Group"**), and the Draft Financial Statements as at and for the year ended 31 December 2023, approved by the Board of Directors on 12 March 2024, have been prepared in compliance with CONSOB's Resolution no. 11971 of 14 May 1999 and include the financial statements figures and Directors' comments on the operations and most significant events that took place throughout the year 2023 and after 31 December 2023.

The tables provided and commented on below have been prepared based on the Consolidated Financial Statements as at and for the year ended 31 December 2023, to which we refer the readers of this document. Pursuant to the applicable legislation, we considered it more appropriate to prepare a single Report on Operations and provide an analysis of the most significant items, namely consolidated figures.

The Consolidated Financial Statements and the Annual Financial Statements as at and for the year ended 31 December 2023 have been prepared in compliance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and approved by the European Union. The acronym "IFRS" also includes the International Accounting Standards (IAS) that are still in force to date, as well as all the interpretation documents issued by the International Financial Reporting Interpretations Committee ("IFRIC"), previously called Standing Interpretations Committee ("SIC"), as well as the provisions implementing Art. 9 of Legislative Decree no. 38/2005 (CONSOB Resolution no. 15519 of 27 July 2006 concerning "Provisions on financial statements", CONSOB Resolution no. 15520 of 27 July 2006 concerning "Amendments and additions to the Issuers' Regulation adopted with Resolution no. 11971/99", and CONSOB's Notice no. 6064293 of 28 July 2006 concerning "Company disclosures required by Art. 114, paragraph 5, of Leg. Dec. no. 58/98").

Toscana Aeroporti S.p.A. manages the Pisa Galileo Galilei airport and the Florence Amerigo Vespucci airport and takes care of their development both in terms of passenger and cargo traffic, and of the infrastructure, under a concession agreement entered into with ENAC, in line and in compliance with the Airport Development Plans drawn up for the two airports.

The consolidated financial statement figures provided as at and for the year ended 31 December 2023 include information regarding the Parent, Toscana Aeroporti S.p.A., and its subsidiaries Toscana Aeroporti Engineering S.r.l. (hereinafter "TAE"), Parcheggi Peretola S.r.l., Jet Fuel. S.r.l. and Toscana Aeroporti Costruzioni S.r.l. (hereinafter "TAC"), which have been consolidated on a line-by-line basis.

The Group's Consolidated Financial Statements and TA's Annual Financial Statements have been audited by the independent auditor KPMG S.p.A. ("KMPG").

Furthermore, we point out that Toscana Aeroporti S.p.A. voluntarily prepares and submits a separate Consolidated Non-Financial Statement, called *Dichiarazione consolidata di carattere non finanziario* in Italian, but which we will call "NFS" hereinafter, as required by Art. 5 "Collocazione della dichiarazione e regime di pubblicità" (Reporting and disclosure requirements) of Legislative Decree 254/2016. The NFS is disclosed on the same dates and with the same procedures as the Annual Financial Statements and is made available for the public on the Company's website.

Consistently with the requirements of the selected reporting standard - the GRI Standard - the management of Toscana Aeroporti Group carried out a careful materiality analysis that led to the identification of material topics by ESG area (Environmental, Social, Governance). Some highlights of the

material topics are presented below in this document and we refer readers to the separate NFS for more details.

2023 FINANCIAL AND NON-FINANCIAL HIGHLIGHTS

	INDICATORS	2023	2022 ¹	Δ% vs 2022
OPERATIONS	Total passengers (millions)	8.2	6.7	+21.8%
	Global perception of the passenger and carry-on baggage security service	99.2%	98%	+1.2%
FINANCIAL PERFORMANCE	Revenues (€/000)	123,263	90,407	+36.3%
	EBITDA (€/000)	41,729	20,909	+99.6%
	Profit/(loss) attributable to the owners of the Parent (€/000)	12,631	4,680	+170.2%
	Investments (€/000)	16,205	9,107	+77.9%
ENVIRONMENT	Total CO ₂ emissions (Scope 1 and 2) (tCO ₂)	8,907.2	10,041.6	-11.3%
	Self-produced energy consumption - PSA (GJ)	22,368.4	27,539.7	-18.8%
SOCIAL	Toscana Aeroporti Group: total number of employees at 31 December	391	376	+4.0%
	Toscana Aeroporti Group: average total number of FTEs (Full time equivalents ²) for the year	361.8	358.5	+0.9%
	Percentage of female employees	47%	49%	-2%
	Total training hours	10,526	8,981	+17.2%

THE TUSCAN AIRPORT SYSTEM

¹ 2022 data presented for comparative purposes do not include Toscana Aeroporti Handling S.r.l.

² Part-time personnel are calculated proportionally to full-time units (1 FTE).

Amerigo Vespucci airport - FLORENCE	Galileo Galilei airport - PISA
<ul style="list-style-type: none"> • 3,077,917 passengers • Focus on business and leisure traffic through full service carriers • About 120 ha of land, including a flight runway • 7.2 ha of paved flight runway area • Main configuration with 14 aircraft parking stands • Approximately 18,800 square metres of gross terminal surface area, including the main terminal, the cargo area, the BHS, State Entities and TA offices • Connection with the city tramway • Dedicated stop on the east side with a covered pedestrian walkway of about 70 m 	<ul style="list-style-type: none"> • 5,109,682 passengers • Focus on tourist traffic operated by low-cost carriers • Civil land lot of about 45 ha – Military land lot of about 500 square metres, with two runways for alternate use • Approximately 25.8 ha of paved runway area • 19 (14C/4D/1E) aircraft parking stands • Approximately 36,100 square metres of gross terminal surface area, including the main terminal, the BHS, State Entities and TA offices, Canteen, Building A • Connection with the railway station by the shuttle bus called People Mover • Dedicated station on the west side with a covered pedestrian walkway of about 110 m

ENVIRONMENTAL FACTORS

The **material topics** identified in the Group's NFS concerning **environmental** issues, include:

- Noise pollution
- Energy consumption and emissions
- Water consumption and drains

Both the Pisa and Florence airports operated by TA have been certified according to the ISO 14001:2015 standard for Environmental Management Systems (EMS).

In general, the Company adopted an Integrated Quality Management System, in compliance with the requirements of the UNI EN ISO 9001:2015 standard for Occupational Health and Safety, with the ISO 45001:2018 standard for Social Accountability, consistently with SA8000, and with the UNI EN ISO 14001:2015 standard for its Environmental Management System.

With regard to risks, see the “Main risks and uncertainties to which the Group is exposed” section below.

The **main KPIs** of the Toscana Aeroporti Group include:

- A total energy consumption of 65,778.4 GJ
- A total consumption of 8.06 (GJ/number of passengers*1,000)
- 5,938.3 tCO₂ of direct GHG emissions (Scope 1)

SOCIAL FACTORS

The **material topics** identified in the Group's NFS concerning **social** issues are:

- Personnel management and development
- Equal opportunities and diversity
- Employee health and safety.

The Group has undergone deep changes in recent years, which required a huge effort to standardise HR management procedures and methods.

The commitment of the Human Resources Management and Organisation is best expressed in the **HR Management procedure**, which defines the areas and actions to be implemented concerning communication with the personnel, remuneration and rewards, working hours, freedom of association, disciplinary actions, mobbing, and sexual harassment at the workplace.

With regard to the Group's commitment to health and safety, it is in line with the **UNI ISO 45001:2018 standard**, whose certification has been maintained (for the Parent TA only) following three days of audit by the certification body DNV last November 2023.

The main **risks** in this area can be summarised as follows:

- Personnel selection and recruitment
- Personnel management
- Training
- Accident/incident/illness management
- Health surveillance and preventive occupational medicine

The **main KPIs** of the Toscana Aeroporti Group include:

- A staff of 391 people at 31 December 2023
- 47% of female employees
- An average of 27 hours of training per employee for Toscana Aeroporti
- A recordable occupational incident rate¹ of 7.31 caused by 3 incidents for TA;
- **The number of occupational incidents with serious consequences was zero:**
- 158 events were managed and traced by TA's PPS (Prevention and Protection Service), 6 of which were near-misses;

GOVERNANCE FACTORS

In February 2023, the Parent entrusted the Control and Risk Committee with specific ESG (Environment, Social and Governance) tasks.

The renamed **Internal Control, Risk and Sustainability Committee** plays a propositional and advisory role, and supports the Parent's Board of Directors in managing sustainability issues in line with the initiatives aimed at strengthening **ESG factors in corporate operations and strategies**.

The Committee has 3 non-executive and independent directors, namely Mr. Stefano Bottai (Chairman), Mr. Mirko Romoli Fenu, and Ms. Patrizia Pacini.

STRATEGIC SUSTAINABILITY APPROACH

¹ Incident rate = number of injuries out of number of hours worked per million.

The Group identified **5 material topics** - Green Infrastructure, Operational Excellence, People & Innovation, Customer Experience, and Community - consistently with the topics indicated by the Parent CAAP, to identify the objectives, initiatives and measures necessary to build the Integrated Sustainability Plan. In addition, for each material topic, the Company associated the material topics reported in the NFS to the evidence emerged from the Public Debate for the new Florence Master Plan.

In January 2024, the Group, consistently with the 5 material topics described above, embarked on an Integrated Plan defined as “The evolution of the programming and control model through a plan and a monitoring process that allows for the combination of the objective of generating value for shareholders with that of sustainable development for the community and the territory”. The Integrated Plan thus merges the traditional business objectives that are typically reflected in a business plan with the ESG topics defined in strategic corporate sustainability plans.

REPORT ON OPERATIONS

1. COMPOSITION OF CORPORATE GOVERNING BODIES

<u>Board of Directors</u>	<u>Position</u>
Marco CARRAI	Chairman
Roberto NALDI	CEO/Managing Director
Stefano BOTTAI	Deputy Chairman
Mariano Andres MOBILIA SANTI	Director
Linda STIVALA ¹	Director
Saverio PANERAI	Director
Ana Cristina SCHIRINIAN	Director
Giorgio DE LORENZI	Director
Antonella MANSI	Director
Patrizia Alma PACINI	Director
Mirko ROMOLI FENU	Director
Gino MANNOCCI	Director
Claudio BIANCHI	Director
Nicoletta DE FRANCESCO	Director
Cristina MARTELLI	Director
<u>Board of Statutory Auditors</u>	<u>Position</u>
Alberto RIBOLLA ²	Chairman
Silvia BRESCIANI	Standing Statutory Auditor
Roberto GIACINTI	Standing Statutory Auditor
Leonardo COMUCCI ³	Standing Statutory Auditor
Lara LUPI ⁴	Standing Statutory Auditor
<u>Secretary of the Board of Directors</u>	
Nico ILLIBERI ⁵	
<u>Supervisory Board</u>	<u>Position</u>

¹ Corporate executive holding the position of Sales Director, in office since 12 May 2023, replacing the outgoing Director, Ms. Elisabetta Fabri.

² in office since 2 May 2023

³ in office since 27 April 2023

⁴ in office since 27 April 2023

⁵ Corporate executive holding the position of Director of the Legal Affairs and Compliance area.

Edoardo MARRONI	Chairman
Claudio PEDRAZZANI	Member
Nico ILLIBERI	Member

Financial Reporting Manager pursuant to Law 262/05

Marco GIALLETTI¹

Independent Auditor

KPMG S.p.A.².

2. THE TOSCANA AEROPORTI SHARE

The Toscana Aeroporti share (ISIN code: IT0000214293, Bloomberg ticker: IM; Reuters ticker: TYA.MI) is listed on the Euronext Milan market of Borsa Italiana S.p.A.

At 29 December 2023, it is traded for Euro 11.50 per share, for a corresponding capitalisation of approximately Euro 214 million. Further details and contents are available on the official website of the Company: www.toscana-aeroporti.com.

The most significant market information concerning the Toscana Aeroporti share is provided below:

Key market data	2023	2023 adjusted*	2022	2022 adjusted*
Share capital	€30,709,743.90	€30,709,743.90	€30,709,743.90	€30,709,743.90
Number of shares	18,611,966	18,611,966	18,611,966	18,611,966
Opening price	€11.55	€11.22	€13.05	€12.30
Minimum price	€10.80	€10.80	€11.15	€10.83
Maximum price	€13.20	€13.00	€13.20	€12.44
Year-end price	€11.50	€11.50	€11.55	€10.88
Average price	€12.10	€11.90	€12.09	€11.60
Average volumes ³	686	686	355	355
Year-end market capitalisation	€ 214.0 M	€ 214.0 M	€ 215.0 M	€ 202.4 M

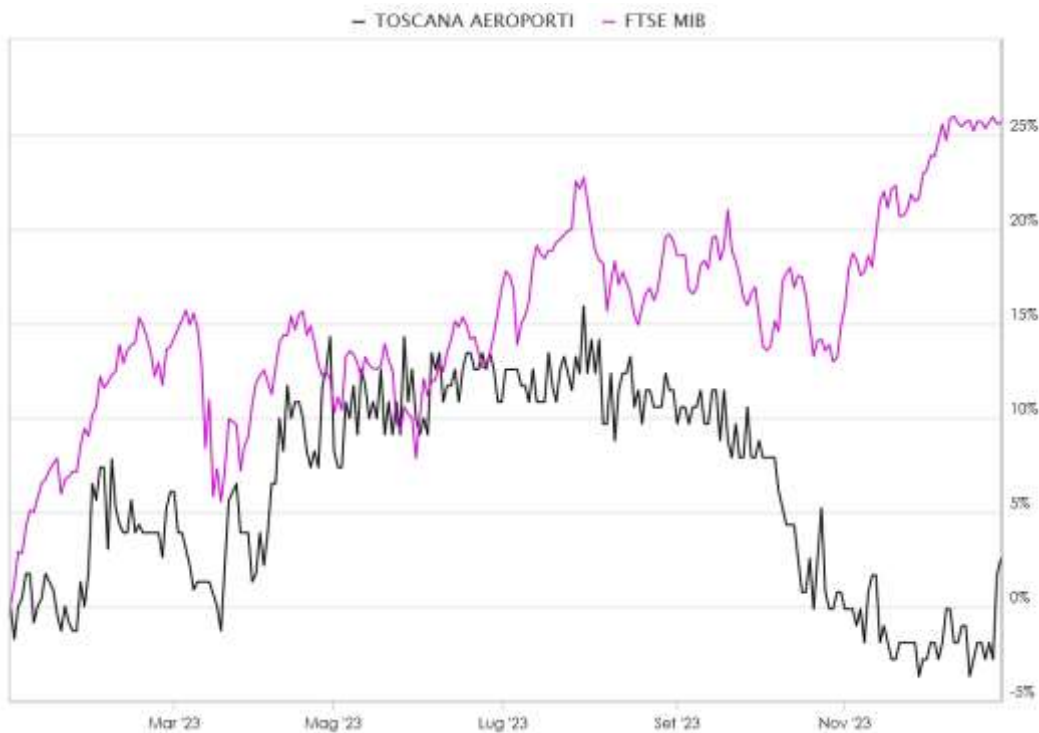
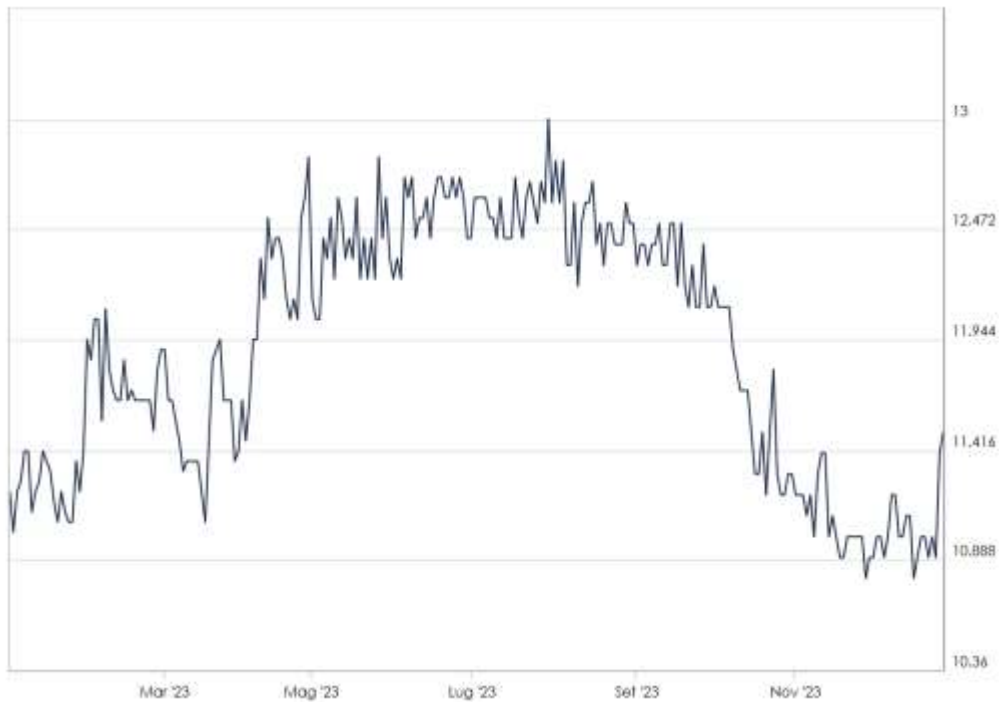
* Following the distribution of extraordinary dividends in 2023 and 2022, the Toscana Aeroporti S.p.A. share prices have been adjusted by the K coefficient, as notified by Borsa Italiana S.p.A.

The performance of the TYA share during 2023* is given below compared with the FTSE MIB Index:

¹ Manager holding the position of Director of the Accounting, Finance and Control areas.

² Independent auditors appointed on 27 April 2023 to replace PriceWaterhouseCoopers.

³ Refers to the daily average of the number of shares traded over the year.



3. CORPORATE GOVERNANCE

The company adopted a Corporate Governance policy to implement the principles of the Voluntary Code of Conduct for the companies listed by Borsa Italiana S.p.A., in line with the recommendations issued by CONSOB and international best practices. A Control, Risk and Sustainability Committee and an Appointments and Remuneration Committee were set up some time ago and operate regularly.

For further information, see the Report on Corporate Governance and Ownership that is prepared every year in compliance with regulatory requirements, which contains a general description of the corporate governance system adopted by TA and information on the ownership structure and Voluntary Code of Conduct, including the main governance practices and the main features of the risk management and internal control systems implemented for the financial disclosure process.

This Report is available for consultation in the website www.toscana-aeroporti.com, "Investor Relations" section.

The company qualifies as a SME (small-medium enterprise) under Article 1, paragraph 1, letter w-quater.1, of TUF [*Testo Unico della Finanza*, Consolidated Law on Finance] and Art. 2-ter of the Issuers' Regulation, since the average capitalisation of Toscana Aeroporti was Euro 225,836,316 in 2023¹.

At the date of approval of these financial statements, CAI (Corporación America Italia S.p.A.) legally controls the company Toscana Aeroporti, but does not actually manages or coordinate its operations pursuant to Art. 2497 et seq. of the Italian Civil Code. The same consideration applies to the companies that directly or indirectly control CAI. In fact, neither CAI nor the companies that directly or indirectly control CAI give Toscana Aeroporti instructions concerning its operations and activities, also considering that, as a listed company, Toscana Aeroporti is completely independent in its operations.

More specifically, TA is not obliged to comply with any directive issued by its parent companies concerning the formation and functioning of the Board of Directors, and independently prepares its business plan, i.e., the strategic, industrial, financial and annual budgets of its Group, without being controlled by its parent companies.

TA makes independent decisions as to the size of its operations and is not required to obtain any authorisation from its parent companies, i.e., CAI, to complete acquisitions, divestitures, mergers, demergers and other non-recurring operations.

TA is not required to follow any Group guidance for cash pooling, unsecured loans, sales financing and foreign exchange risk.

TA is not required to stick to Group procedures for (i) covering insurable business risks, (ii) legal services, (iii) strategic planning services, (iv) personnel management services, and (v) institutional relationships with public and private entities, as well as group policies (also through the execution of framework agreements) for the purchase of goods or services on the market, nor does it periodically report to CAI management information regarding current job orders according to preset schedules and procedures.

Finally, Toscana Aeroporti, in line with the applicable legislation and best practices, has adopted procedures to ensure proper disclosure to the market and prevent selective disclosure and insider trading, and is not used to receiving requests for periodic transmission of management information from its parent companies, with the exception of certain financial information that is provided monthly to CAI and the CAAP Group in order to enable the latter to comply with the reporting obligations imposed by the listing of the ultimate parent entity, Corporación América Airports S.A., and the reporting obligations associated with the bond issued by CAI.

4. MACROSTRUCTURE OF THE TOSCANA AEROPORTI GROUP

Legal details of the parent company

Company name: Toscana Aeroporti S.p.A. ("TA")

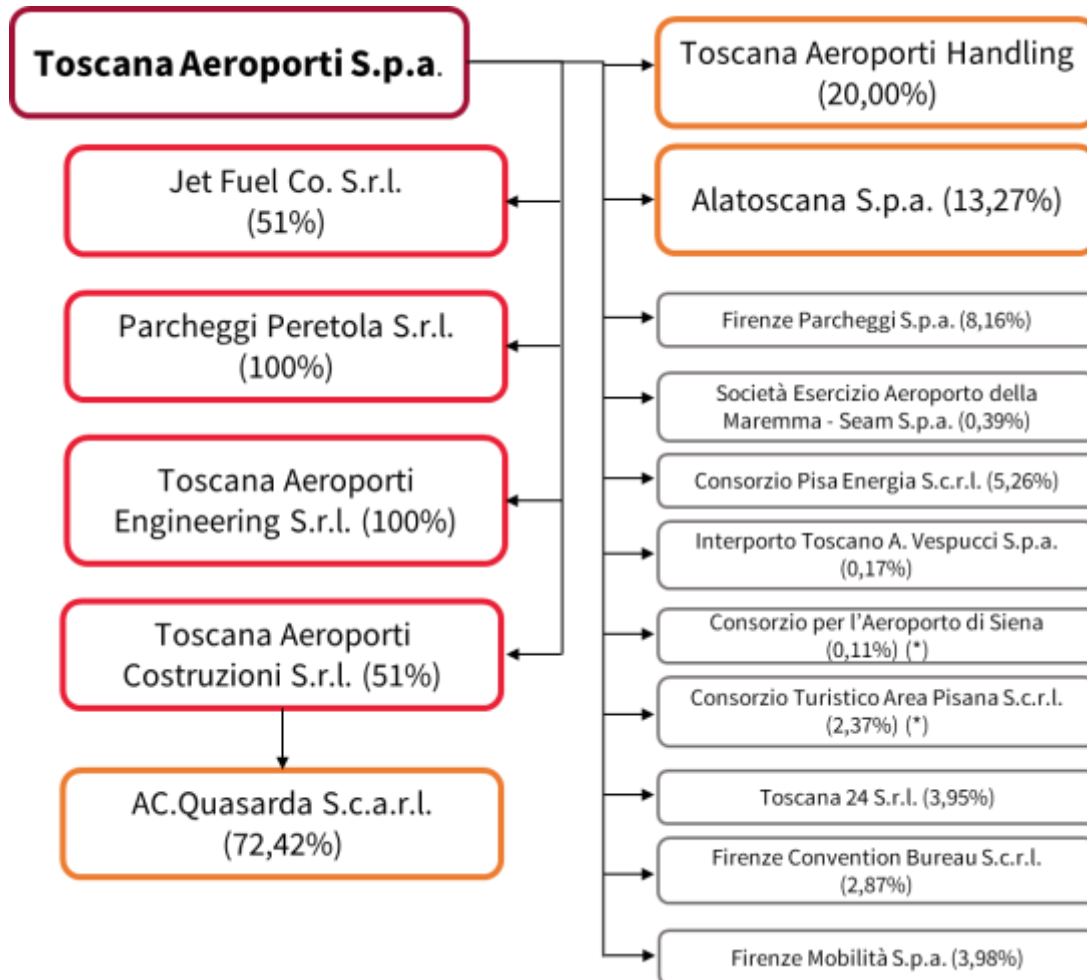
Registered office of the company: Florence (Italy), Via del Termine n. 11 - Tax code: 00403110505.

Company Register of Florence and R.E.A. [Economic and Administrative Index] no. FI 637708.

Share capital: € 30,709,743.90= (fully paid-up)

¹ Source: Data extracted from the Market Connect Web system (Infront company).

A schematic diagram of the Toscana Aeroporti Group at 31 December 2023 is given below.



- **Parent:** Toscana Aeroporti S.p.A.
- **Subsidiaries** - Jet Fuel Co. S.r.l., Parcheggi Peretola S.r.l., Toscana Aeroporti Engineering S.r.l., Toscana Aeroporti Handling S.r.l., Toscana Aeroporti Costruzioni S.r.l. Within the framework of the consolidation, we inform readers that Toscana Aeroporti owns 33.33% of administration rights and dividend rights and 51% of voting rights in the company Jet Fuel Co. S.r.l. For further details, see the section on Subsidiaries.
- **Other equity investments:** (*) companies in liquidation
- **Associates and joint arrangements**

Line-by-line consolidation¹

¹ Data at 31 December 2023

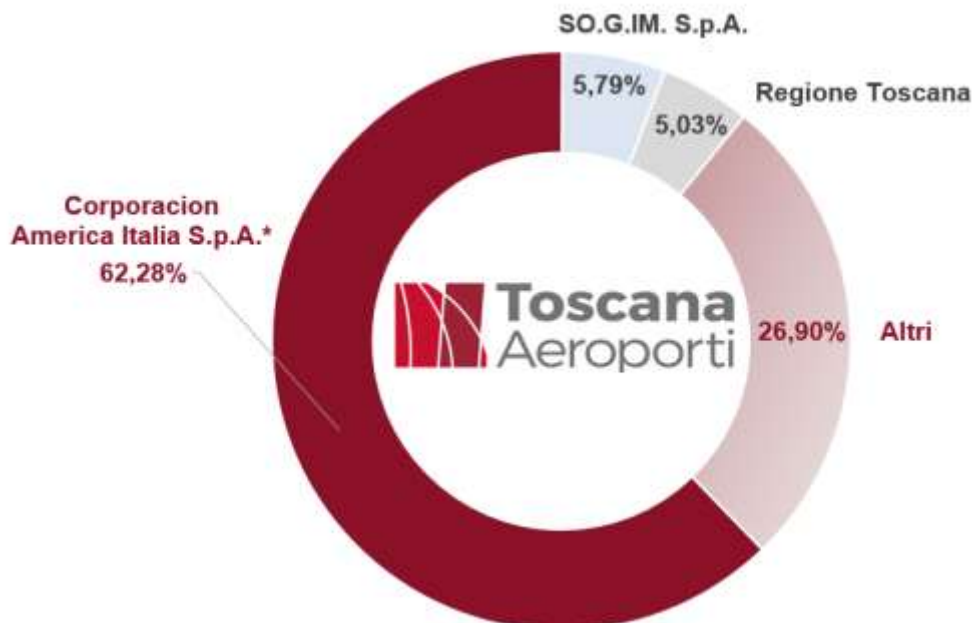
Company	Registered Office	Share/quota capital (€k)	Equity (€K)	%
Toscana Aeroporti S.p.A.	Florence	30,710	100,319	Parent company
Toscana Aeroporti Engineering S.r.l.	Florence	80	2,155	100.00
Parcheggi Peretola S.r.l.	Florence	50	3,686	100.00
Jet Fuel Co. S.r.l.	Pisa	150	1,442	51.00
Toscana Aeroporti Costruzioni S.r.l.	Pisa	1,000	7,224	51.00

Equity-accounted investees¹

Company	Registered Office	Share/quota capital (€k)	Equity (€K)	%
Alatoscana S.p.A.	M. di Campo	2,910	2,846	13.27
Toscana Aeroporti Handling S.r.l.	Florence	1,150	(3,121)	20.00
AC. Quasarda S.c.a.r.l.	Pisa	10	10	72.42

5. COMPOSITION OF THE SHARE CAPITAL OF THE PARENT COMPANY

We are providing below a list of the names of the shareholders who, at 11 March 2024, directly or indirectly held an interest greater than 5% in the subscribed share capital of Toscana Aeroporti S.p.A., consisting of shares with voting rights, according to the Shareholders' Register, as supplemented by the information disclosed pursuant to Art. 120 of Legislative Decree 58/1998 and by any other information regarding the Company.



* Declarant - the party positioned at the top of the control chain: Southern Cone Foundation

¹ Data at 31 December 2022 were used for these companies, because no up-to-date data were available at the date of publication of this Annual Financial Report.

The subscribed and fully paid-up share capital of Toscana Aeroporti S.p.A. is € 30,709.743,90 and consists of 18,611,966 ordinary shares without nominal value.

The entirety of TA's shares owned by Corporación America Italy S.p.a. have been pledged until December 2024 as collateral to secure the bond issued by the shareholder in question.

Shareholder Agreements

At the reporting date, TA has Shareholder Agreements in place with the industrial shareholders of Jet Fuel (Air BP Italia S.p.A. and Refueling S.r.l.). We specifically point out that Toscana Aeroporti owns 33.33% of administration rights and dividend rights and 51% of voting rights in the company Jet Fuel.

Further details and contents are available on the official website of the Parent: www.toscana-aeroporti.com, "Investor Relations /Corporate Governance/ Documents section.

6. HIGHLIGHTS

<p>2023 performance¹</p>	<p>Revenue totals € 123,263 K, up by € 32,856 K (+36.3%) compared to € 90,407 K of the TA Group in 2022.</p> <p>Operating revenue totals € 101,604 K, up by € 24,786 K (+32.3%) compared to € 76,819 K of the TA Group in 2022.</p> <p>The Gross Operating Profit or EBITDA is positive for € 41,729 K, up by € 20,820 K compared to € 20,909 K for the TA Group in 2022 (+99.6%).</p> <p>The Operating Profit or EBIT is positive for € 26,151 K, markedly up by € 18,854 K compared to the EBIT of € 7,197 K of the TA Group in 2022 (+263.3%).</p> <p>The Profit Before Tax is positive for € 19,370 K compared to € 3,066 K for the TA Group in 2022.</p> <p>The Group's profit from continuing operations totals € 13,079 K profits against € 1,354 K in 2022.</p> <p>The Group's profit for the year totals € 12,631 K, up by € 7,956 K compared to the 2022 profit of € 4,675 K (+170.2%).</p> <p>The Net Financial Debt totals € 79,623 K at 31 December 2023 compared to € 85,689 K at 31 December 2022.</p> <p>The Net Adjusted Financial Debt (not including commitments for deferred payments for corporate acquisitions and lease liabilities) totals € 74,322 K at 31 December 2023 against € 79,190 K at 31 December 2022.</p>
<p>The Group's investments in 2023</p>	<p>During 2023, the Group's investments total approx. € 16.2 M, of which € 15.4 M relating to intangible assets and € 852 K relating to tangible assets - property, plant and equipment.</p> <p>The main investments in intangible assets have concerned the works under way to upgrade and expand the Pisa terminal (€ 2,650 K), the project for the new Florence terminal (€ 3,641 K), the update of the Master Plan and environmental impact assessment for the Florence airport (€ 1,115 K), the update of the executive design of the new runway in Florence (€ 338 K), preparatory works for the expansion of the Pisa terminal (€ 2,639 K), the requalification of the commercial outlets at the first floor of the Pisa airport (€</p>

¹ Some of the items in this table reflect financial indicators not covered by IFRS (Alternative Performance Measures). These measures are defined in Section 9. Results of Operations for the Toscana Aeroporti Group

	<p>909 K), the new shelter for ramp vehicles in Florence (€ 173 K), and new self-service bag drop systems in both airports (€ 145 K).</p> <p>Tangible assets (property, plant and equipment) recognised in 2023 total € 852 K and include the purchase of motor vehicles (€ 194 K), hardware (€ 250 K), new metal detector portals (€ 87 K), and ETD systems (€ 50K).</p>
Traffic	<p>The air traffic reported by TA for 2023 is in line with the air traffic reported for 2019, with a 99.1% recovery. Globally, the Tuscan Airport System carried approximately 8.2 million passengers in 2023, with increases of 21.8% for the passenger component, 17.8% for tonnage, and 13.1% for the flight component compared to 2022. Conversely, Cargo & Mail traffic decreased by 13.2%.</p> <p>The criticality of the Russia-Ukraine situation remains, with the closure of the airspace to Russian airlines, who can neither land in nor take off from Italy, nor fly over the Italian national airspace. Consequently, Russia closed its airspace to airlines from 36 countries, including Italy.</p>
Outlook	<p>Traffic is expected to exceed 2019 pre-Covid levels in 2024, resulting in a full recovery of business operations and profitability, albeit accompanied by international tensions due to the continuing conflict between Russia and Ukraine, which could affect passenger mobility.</p> <p>In 2024, the Company will focus on the continuation and finalisation of all the activities related to the approval process of the Florence Master Plan and on the preparation of its implementation, as well as on the development of the new Arrivals terminal in Pisa.</p>

7. PROFILE OF 2023

7.1 The macroeconomic scenario and the air transport industry

Global growth, which fell to +2.9% in 2023, has further weakened compared to previous years. The future outlook shows increased risks mainly stemming from international political tensions in the Middle East and Ukraine, a slowing growth in most major economies, and tighter financial conditions. Indeed, global growth is projected to slow further in 2024, with a +2.7% growth, according to OECD published estimates. The Eurozone economy weakened in the second half of 2023, falling by 0.1% of GDP in the third quarter and with a fourth quarter almost unchanged versus the previous quarter. This is mainly due to tighter financing conditions, a weak manufacturing cycle, and a loss of competitiveness. According to the European Central Bank's projections, the GDP of the Eurozone was +0.6% in 2023, with growth forecasts of +0.8% and +1.5% in both 2024 and 2025-2026, respectively. Compared to previous projections released in September, estimates were revised downward for 2023 and 2024, mainly due to a weakening of the international economic cycle and more restrictive financing conditions for households and businesses. As regards provisions for recovery and resilience, the so-called €750 billion NextGenerationEU Plan created to support the relaunch the economy of the European Union at the end of December 2023, the fourth tranche of €16.5 billion was paid, reaching a total of approx. €102 billion in resources received by Italy so far.

The Italian GDP grew by +0.7% in 2023, but with a marginal increase in the third quarter, almost nil in the last months of the year, owing mainly to monetary constraint, still high energy prices, and a weak foreign demand from our main trading partners.

ACI Europe, the association advocates for over 500 airports in 55 Countries, reported a +19% increase in European passenger traffic in 2023 over 2022, and a 95% recovery compared to 2019, the last pre-Covid reference year. Flights increased by +11.8% in Europe compared to 2022, but are still down by 8.1% compared to pre-Covid 2019 levels. The European cargo sector decreased by -2.9% over 2022 and -1% over 2019.

According to data released by Assaeroporti, passenger traffic in Italian airports reached a new historical record in 2023. With 197.2 million passengers, the reported growth is +19.8% over 2022 and +2.1% over the pre-Covid year, 2019. Flights increased by +9% over 2022, while they decreased by 2.6% over 2019. The Cargo business decreased in Italian airports compared to both 2022 and 2019, by 1.6% and 1.5%, respectively.

7.2 Traffic trends in the Tuscan Airport System

The table below shows 2023 traffic trends by month and compares them with 2022 and 2019 (pre-Covid period).

Toscana Aeroporti reported a total of approx. 8.2 million passengers in 2023, which reflects a +21.8% growth and a +17.4% increase in commercial passenger movements compared to 2022. Compared to 2019 (2019 pre-Covid period), Toscana Aeroporti has recovered 99.1% of traffic, with a sharp closure of the gap starting from the summer months (April-June, and going back to positive figures in the high summer

Toscana Aeroporti - January-December 2023 Monthly Traffic								
Airport	Month	2023	2022	2019	2023/22 DIFF.	2023/22 % DIFF.	2023/19 DIFF.	2023/19 % DIFF.
PSA-FLR	Jan	423,914	191,455	460,725	232,459	121.4%	-36,811	-8.0%
PSA-FLR	Feb	386,605	250,464	430,132	136,141	54.4%	-43,527	-10.1%
PSA-FLR	Mar	488,713	363,688	532,312	125,025	34.4%	-43,599	-8.2%
PSA-FLR	Apr	723,997	576,503	737,981	147,494	25.6%	-13,984	-1.9%
PSA-FLR	May	769,849	669,565	785,782	100,284	15.0%	-15,933	-2.0%
PSA-FLR	Jun	828,141	754,919	841,983	73,222	9.7%	-13,842	-1.6%
PSA-FLR	Jul	947,497	815,005	891,732	132,492	16.3%	55,765	6.3%
PSA-FLR	Aug	942,171	807,359	905,069	134,812	16.7%	37,102	4.1%
PSA-FLR	Sep	877,936	743,389	865,173	134,547	18.1%	12,763	1.5%
PSA-FLR	Oct	824,789	678,813	774,476	145,976	21.5%	50,313	6.5%
PSA-FLR	Nov	481,863	429,593	519,076	52,270	12.2%	-37,213	-7.2%
PSA-FLR	Dec	492,124	442,093	517,350	50,031	11.3%	-25,226	-4.9%
PSA-FLR	Total	8,187,599	6,722,846	8,261,791	1,464,753	21.8%	-74,192	-0.9%

season).

The load factor of scheduled flights - 83.7% - grew by 3.6 percentage points compared to 2022 (80.1%). The load factor was 83.9% in 2019.

Freight and mail traffic recorded an overall drop of -13.2% (-2,000 tonnes) in 2023 compared to 2022, which is recalled to have been positively influenced by the growth in online purchases driven by the health emergency; in fact, traffic reported during 2023 is in line with the pre-Covid period, with only a slight decrease of 1.9%.

In addition, the merger between Fedex and TNT led to the suspension of Fedex operations in Pisa from the summer 2022, which led the carrier to focus on Italian airports, where it already operated large capacity aircraft (-260 tonnes compared to 2022 and -1,000 tonnes compared to 2019).

The Toscana Aeroporti traffic at 31 December 2023, distinguished in its various components, and the related comparison with 2022 is detailed below.

7.3. Traffic trends in the Pisa "Galileo Galilei" airport

The table below compares 2023 traffic trends against 2022, broken down into the various components:

PISA AIRPORT TRAFFIC				
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Passengers	5,097,750	4,482,191	615,559	13.7%
Domestic (Scheduled + Charter)	1,300,755	1,418,745	-117,990	-8.3%
International (Scheduled + Charter)	3,796,995	3,063,446	733,549	23.9%
General Flight Passengers	11,932	11,656	276	2.4%
TOTAL PASSENGERS	5,109,682	4,493,847	615,835	13.7%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Air Transport	33,787	31,722	2,065	6.5%
Domestic (Scheduled + Charter)	8,245	9,264	-1,019	-11.0%
International (Scheduled + Charter)	24,483	20,936	3,547	16.9%
Cargo	1,059	1,522	-463	-30.4%
General Aviation	6,085	5,937	148	2.5%
TOTAL FLIGHTS	39,872	37,659	2,213	5.9%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Tonnage	2,459,048	2,229,969	229,079	10.3%
Domestic (Scheduled + Charter)	576,598	630,387	-53,789	-8.5%
International (Scheduled + Charter)	1,759,751	1,457,307	302,444	20.8%
Cargo	122,699	142,275	-19,576	-13.8%
General Aviation Tonnage	98,756	95,206	3,550	3.7%
TOTAL TONNAGE	2,557,804	2,325,175	232,629	10.00%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Air cargo (kg)	12,613,506	14,593,098	-1,979,592	-13.6%
Ground cargo (kg)	161,106	171,900	-10,794	-6.3%
Mail (kg)	27,058	1,921	25,137	1308.5%
TOTAL CARGO & MAIL	12,801,670	14,766,919	-1,965,249	-13.3%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
TOTAL TRAFFIC UNITS	5,237,699	4,641,516	596,183	12.8%

Over 5.1 million passengers transited through the Pisa airport during 2023, up by 13.7% compared to 2022 (+615 K passengers), against an 8.4% increase in commercial passenger flights.

The load factor of flights operated in the period is 86.3%, up by 4.7 percentage points compared to 2022 (the final value is 81.6%). The load factor was 86.9% in 2019.

The table below shows 2023 traffic trends in the Florence airport by month and compares them with 2022 and 2019, when the airport operated at full capacity (pre-Covid period).

Pisa airport - January-December 2023 Monthly Traffic								
Airport	Month	2023	2022	2019	2023/22 DIFF.	2023/22 % DIFF.	2023/19 DIFF.	2023/19 % DIFF.
PSA	Jan	276,751	133,457	288,569	143,294	107.4%	-11,818	-4.1%
PSA	Feb	241,211	182,633	275,797	58,578	32.1%	-34,586	-12.5%
PSA	Mar	301,867	256,572	329,614	45,295	17.7%	-27,747	-8.4%
PSA	Apr	457,135	383,739	485,081	73,396	19.1%	-27,946	-5.8%
PSA	May	479,065	438,466	515,094	40,599	9.3%	-36,029	-7.0%
PSA	Jun	507,332	506,684	555,404	648	0.1%	-48,072	-8.7%
PSA	Jul	607,063	550,730	607,609	56,333	10.2%	-546	-0.1%
PSA	Aug	609,396	556,018	627,066	53,378	9.6%	-17,670	-2.8%
PSA	Sep	554,590	486,115	571,407	68,475	14.1%	-16,817	-2.9%
PSA	Oct	514,180	441,448	489,048	72,732	16.5%	25,132	5.1%
PSA	Nov	274,558	264,273	313,456	10,285	3.9%	-38,898	-12.4%
PSA	Dec	286,534	293,712	329,413	-7,178	-2.4%	-42,879	-13.0%
PSA	Total	5,109,682	4,493,847	5,387,558	615,835	13.7%	-277,876	-5.2%

The carriers that operated in the Pisa Galilei airport in 2023 and the destinations covered are listed below:

- **Ryanair**: the Irish airline operated 36 destinations during the January-March winter season (new connection with Stockholm Arlanda). Seasonal routes resumed at the start of the new summer season, with new flights/from to Birmingham, Copenhagen, Kos, and the resumption of the flight to Glasgow Prestwick. This carrier operated a total of 54 destinations in the summer season, which dropped to 32 with the start of the winter season. New routes to Tirana, Porto and Amman have been opened and flights to the Canary Islands of Las Palmas and Tenerife resumed.
- The British carrier **EasyJet** operated flights to Paris Orly, London Gatwick, Manchester, and Bristol during the January-March period. Starting from the summer, it resumed connections with London Luton, Amsterdam, and Berlin, and increased the frequency of its flights to already served destinations, for a total of 7 destinations. In the winter season, it continued with 7 destinations (Berlin, Bristol, London Gatwick, Manchester, Paris Orly, and the new Paris Charles Gaulle and Porto flights).
- The Hungarian carrier **WizzAir** operated direct flights to Bucharest Otopeni and Tirana using larger capacity aircraft (passing from the 180-seat AB320 aircraft to a mix of NEO AB321 and AB321 aircraft offering 230 and 239 seats, respectively). The flight to Catania was operated until 12 February. Flights to Tirana were increased during the summer, passing from 7 to up to 13 flights per week. From November, this carrier continued with flights to Bucharest (up to 3 weekly flights) and Tirana (up to 16 weekly flights).
- **Air Dolomiti** continued its operations to Frankfurt (Main), with up to 8 flights per week in the January-March period, and operated up to 12 flights per week in the summer. With the closure of the summer season, the flight operated 1 daily flight only in November.
- The Czech airline **Silver Air** kept ensuring territorial continuity flights to/from Elba Island (up to 2/3 flights per week) and interrupted the service in October, while waiting for the start of the new bidding process.

- **Air Arabia Maroc** operated a weekly flight to/from Casablanca and, from early July to mid-September, increased its capacity offered at the Pisa airport passing from 1 to 2 weekly flights. It continued with 1 weekly flight in the winter.
- **Air Albania** operated up to 1 daily flight to/from Tirana. Starting from November, it operated 3 weekly flights and additional flights during the Christmas period.
- The other Albanian company, **Albawings**, operated up to 5 flights to/from Tirana every week and continued with reduced operations from November on.
- **British Airways** operated up to 4 weekly flights to/from London Heathrow during the January-March period, which increased to 2 direct flights per day in the summer. The carrier continued in November and December with up to 3 weekly flights.
- **Transavia**, the carrier that connects the Pisa airport with Amsterdam, operated 2 weekly flights in the January-March period and continued with up to 12 weekly flights in the summer. In November and December, it continued with up to 3 weekly flights.
- **Norwegian Airlines** started operating seasonal bi-weekly connections with Stockholm Arlanda, Copenhagen, Helsinki and Oslo from the end of March; then the flight to Oslo passed from 2 to 3 weekly flights starting from June, while Copenhagen was reached with up to 4 flights.
- **Eurowings** connected Pisa with Cologne Bonn with up to 4 flights per week during the summer.
- The UK carrier **Jet2.com** operated seasonal flights to Manchester (up to 3 times per week), Leeds Bradford, and Birmingham once a week.
- The UAE low-cost carrier **FlyDubai** continued operating its annual three-weekly flight to Dubai that started last 24 June. From 23 June to 29 September 2023, this carrier increased its flights in the Pisa airport, passing from 3 to 4 weekly flights.
- **Aer Lingus** operated up to 3 weekly flights to/from Dublin from May to September.
- The Latvian carrier **Air Baltic** operated 2 weekly flights from/to Riga in the very high season.
- From the end of June until the beginning of August, **SAS** operated flights to/from Oslo, Copenhagen and Stockholm Arlanda.
- The Iberian carrier **Volotea** operated its bi-weekly service to Nantes from the beginning of the summer and a flight to Olbia (up to 3 weekly flights) from the end of May.
- **AerItalia** operated bi-weekly flights to Comiso since 27 July, and continued with the same frequency in the winter season.
- **Aegean Airlines** resumed its weekly flight to/from Athens during the peak season.

Scheduled passenger traffic by Country

A total of 27 markets were connected with the Pisa airport with scheduled flights during 2023. Italy is the largest market, with about 1.3 million passengers, accounting for 25.6% of the total number of passengers, followed by the United Kingdom, Spain, and Albania. The four largest markets account for approx. 62% of the total scheduled traffic.

Cargo & Mail Traffic

Cargo traffic decreased by 13.3% (with -2,000 tonnes of cargo & mail) compared to 2022, a year that was positively affected by the growth in online purchases driven by the health emergency. We also note the suspension of Fedex operations from the summer 2022 (-260 tonnes in 2022 and approx. -1,000 tonnes in 2019) and the presence of an all-cargo charter flight in 2022 (-139 tonnes). Net of Fedex operations, the airport would have grown by 7.2% compared to the pre-COVID period.

7.4 Traffic trends in the Florence “Amerigo Vespucci” airport

The table below compares 2023 traffic trends against 2022, broken down into the various components:

FLORENCE AIRPORT TRAFFIC				
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Passengers	3,064,322	2,214,430	849,892	38.4%
Domestic (Scheduled + Charter)	432,686	161,285	271,401	168.3%
International (Scheduled + Charter)	2,631,636	2,053,145	578,491	28.2%
General Flight Passengers	13,595	14,569	-974	-6.7%
TOTAL PASSENGERS	3,077,917	2,228,999	848,918	38.1%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Air Transport	29,404	22,702	6,702	29.5%
Domestic (Scheduled + Charter)	4,375	2,051	2,324	113.3%
International (Scheduled + Charter)	25,029	20,651	4,378	21.2%
General Aviation	8,651	8,532	119	1.4%
TOTAL FLIGHTS	38,055	31,234	6,821	21.8%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Commercial Tonnage	1,721,295	1,285,237	436,058	33.9%
Domestic (Scheduled + Charter)	265,487	113,175	152,312	134.6%
International (Scheduled + Charter)	1,455,808	1,172,062	283,746	24.2%
General Aviation Tonnage	108,946	114,553	-5,607	-4.9%
TOTAL TONNAGE	1,830,241	1,399,790	430,451	30.75%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
Air cargo (kg)	19,371	65,286	-45,915	-70.3%
Ground cargo (kg)	117,255	74,535	42,720	57.3%
Mail (kg)	671	442	229	51.8%
TOTAL CARGO & MAIL	137,297	140,263	-2,966	-2.1%
	2023	2022	2023/22 DIFF.	2023/22 % DIFF.
TOTAL TRAFFIC UNITS	3,079,290	2,230,402	848,888	38.1%

A total of 3.078 million passengers transited through the Florence airport in 2023, up by +38.1% compared to 2022 (+848,918 passengers), with a +29.5% increase in commercial passenger flights.

The load factor of flights operated in the year was 79.8%, up by 2.4 percentage points compared to 2022 (77.4% in 2022). The load factor was 78.8% in 2019.

The table below shows 2023 traffic trends in the Florence airport by month and compares them with 2022 and 2019, when the airport operated at full capacity (pre-Covid period). With the start of the summer season, the Florence airport exceeded 2019 pre-Covid traffic levels, showing a continuous growth trend.

Florence airport - January-December 2023 Monthly Traffic								
Airport	Month	2023	2022	2019	2023/22 DIFF.	2023/22 % DIFF.	2023/19 DIFF.	2023/19 % DIFF.
FLR	Jan	147,163	57,998	172,156	89,165	153.7%	-24,993	-14.5%
FLR	Feb	145,394	67,831	154,335	77,563	114.3%	-8,941	-5.8%
FLR	Mar	186,846	107,116	202,698	79,730	74.4%	-15,852	-7.8%
FLR	Apr	266,862	192,764	252,900	74,098	38.4%	13,962	5.5%
FLR	May	290,784	231,099	270,688	59,685	25.8%	20,096	7.4%
FLR	Jun	320,809	248,235	286,579	72,574	29.2%	34,230	11.9%
FLR	Jul	340,434	264,275	284,123	76,159	28.8%	56,311	19.8%

FLR	Aug	332,775	251,341	278,003	81,434	32.4%	54,772	19.7%
FLR	Sep	323,346	257,274	293,766	66,072	25.7%	29,580	10.1%
FLR	Oct	310,609	237,365	285,428	73,244	30.9%	25,181	8.8%
FLR	Nov	207,305	165,320	205,620	41,985	25.4%	1,685	0.8%
FLR	Dec	205,590	148,381	187,937	57,209	38.6%	17,653	9.4%
FLR	Total	3,077,917	2,228,999	2,874,233	848,918	38.1%	203,684	7.1%

The carriers that operated in the Florence Vespucci airport and the destinations covered in 2023 are listed below:

- The Dutch carrier **KLM** operated one daily flight in the January-March period and up to 4 daily flights during the summer. Starting from November, it operated 3 daily flights to Amsterdam.
- **Air France** operated up to 5 daily flights in the winter and 6 daily flights in the summer.
- **Air Dolomiti** operated up to 15-18 flights per week to/from Munich and Frankfurt during the January-March period, and up to 23 flights per week to Frankfurt and 20 to Munich during the summer. It continued with up to 17-18 weekly flights in the November-December period.
- The Italian carrier **ITA Airways** operated 2 daily flights to Rome Fiumicino, which increased to 4 starting from June. It continued with the same operations during the winter season.
- **Binter Canarias** operated its annual connection with Gran Canaria – Las Palmas (1 flight per week).
- **Swiss Airlines** operated the Zurich flight with up to 18-19 weekly flights during the winter and increased up to 4 daily flights (with night stop) in the summer. In the very high season, it operated a bi-weekly connection with Geneva.
- **Iberia** operated 3 weekly flights to/from Madrid during the summer, because the destination was covered by the other carrier of the IAG Group, Vueling, which operated up to 10 weekly flights on that destination, thus completing the service for the Spanish capital.
- **Luxair** operated 3 weekly flights to/from Luxembourg.
- The Czech airline **Silver Air** continued operating flights to Elba Island to ensure “territorial continuity” [law ensuring transport services to citizens who live in particular areas, such as Elba, which is an island - Translator's note] with 2 flights per week during the winter and up to 5 during the summer. Flights were suspended from October pending the new bidding process for the service.
- **British Airways** operated 12 weekly flights to London City during the winter and increased its flights to 13 per week during the summer. It also started operating a daily direct flight to London Heathrow with an A320neo aircraft from April 15th. From May to September, it also operated a seasonal flight to Edinburgh (up to 3 flights per week) with the British regional airline BA CityFlyer.
- The Portuguese carrier **TAP** operated 7 direct flights to Lisbon during the winter, which passed to 8 in the summer.
- The Spanish carrier **Vueling Airlines** operated continuously on 7 destinations (Amsterdam, Barcelona, Catania, London Gatwick, Madrid, Palermo, Paris Orly) during the January-March period. With the summer season, the carrier resumed its flight to Bilbao and increased the frequency of already operated flights. New connections with Bari and Dusseldorf were operated from June. This carrier operated a total of 10 destinations during the summer; then it continued during the winter with 7 destinations to replace the flight to/from Palermo operated in January-March, which had been suspended at the end of the summer, with a flight to Bilbao.
- **Austrian Airlines**, the carrier that operated some flights in the January-March period, resumed the flight to Vienna in the summer with up to 2 daily flights. From November, it operated 4 weekly flights to/from Vienna.
- From the end of March, the seasonal flight to/from Brussels was re-operated by **Brussels Airlines** up to 7 times per week.
- The Swedish carrier **SAS** operated a seasonal flight to/from Copenhagen (up to 6 times per week). From the end of June, it also opened a seasonal flight to/from Oslo and, in July, also a flight to/from Atockholm Arlanda, with A320neo aircraft.

- **Albawings** operated up to 3 weekly flights to/from Tirana starting from the summer. This service was confirmed in the November-December period with 2 weekly flights.
- The Greek carrier **Aegean Airlines**, after operating several flights during the January-March period, regularly resumed its 2 flights per week to/from Athens, with the increased capacity of A320neo aircraft.
- The new carrier **Air Serbia** opened a seasonal connection with Belgrade with 2 flights per week starting from the end of May.
- The Iberian airline **Volotea** based an A319 airbus at the Florence airport since 6 April 2023 to connect the airport with 12 destinations: Bilbao, Bari, Cagliari, Catania, Palermo, Bordeaux, Lyon, Marseille, Nantes and Toulouse from April and, from 19 June, Olbia. From 10 October, it started to operate a flight to/from Hamburg.
- The Norwegian airline **Widerøe** increased the frequency of its flights to Bergen in the very high season and, in the same period, began a new connection with Oslo Torp.

Scheduled passenger traffic by Country

A total of 17 markets were connected with scheduled flights with the Florence airport in 2023.

The international market accounts for 85.9% of the total scheduled passenger traffic of the Vespucci airport, while domestic traffic accounts for 14.1%. France, Italy, Spain, and Germany, and Italy are the four largest markets, accounting for approx. 63% of the total scheduled traffic.

8. SIGNIFICANT EVENTS OF THE YEAR

On 14 February 2023, the Board of Directors of Toscana Aeroporti S.p.A. announced that the existing Control and Risk Committee had been entrusted with specific environmental, social and governance (ESG) functions. In detail, the Committee was renamed as “Control, Risks and Sustainability Committee” and entrusted with advisory and propositional functions to support the Parent’s Board of Directors in its activities related to sustainability matters. This change is in line with the Parent’s commitment to strengthen the integration of ESG factors into its operational choices and business strategies.

With Resolution no. 38 of 9 March 2023, the *Autorità di Regolazione dei Trasporti* (ART, Transport Regulation Authority) approved the new models for the regulation of airport fees, thus concluding the revision process started in March 2022. As stated in the Resolution, the new models are effective from 1 April 2023 and apply to the airport fee review processes commenced from that date.

On 5 April 2023, Toscana Aeroporti announced that the Board Member Ms Elisabetta Fabri, appointed from the list presented by the shareholder Corporación America Italia S.p.A. during the Shareholders’ Meeting of 18 May 2022, resigned with immediate effect due to numerous concomitant non-deferrable professional commitments.

On 3 May 2023, Toscana Aeroporti S.p.A. received a notification from the Ministry of the Economy and Finance containing the appointment of Mr Alberto Ribolla as Standing Statutory Auditor to act as Chairman of the Board of Statutory Auditors of the Parent. Therefore, the new Board of Statutory Auditors for the three-year period 2023-2025 includes the following members: Alberto Ribolla (Chairman), Silvia Bresciani, Leonardo Comucci, Roberto Giacinti, and Lara Lupi, as well Maurizio Redeghieri Baroni and Francesco Rossi as Statutory Auditors.

On 20 July 2023, TA Shareholders’ Meeting approved the distribution of an extraordinary dividend of € 7 M to be partly paid out of the Extraordinary Reserve, with a unit value of € 0.3761, and also approved the

appointment of the Director, Ms Linda Stivala, previously co-opted by the Board of Directors on 12 May 2023 pursuant to Art. 2386 of the Italian Civil Code.

On 14 September, the Ministry of Infrastructure and Transport informed the Parent of the positive second-instance judgement issued by the Council of State (judgement no. 04874/2023), which ruled that TA was right against the MIT concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period. The proposed remedy, which was quantified in a total amount of € 5,388,967.81, was accepted by TA on 5 October 2023.

9. RESULTS OF OPERATIONS FOR THE TOSCANA AEROPORTI GROUP

In order to disclose the results of the Group's and Parent company's operations and analyse their financial position, some alternative performance measures have been used that are not envisaged by the IFRS, but considered to be useful for the readers of financial statements. Said measures have been determined in accordance with Consob's Notice DEM/6064293 of 28 July 2006, as amended and supplemented (Consob's Notice no. 0092543 of 3 December 2015, transposing ESMA 2015/1415 Guidelines).

These indicators are presented with the purpose of allowing for a better assessment of the Group's and the Parent's operating performance and should not be considered as an alternative to those required by the IFRS. In addition, the criterion used to determine these alternative performance measures may differ from those adopted by other companies; therefore, the obtained balances may not be comparable with those determined by other companies.

The definition of the alternative performance measures used in this document is given below:

- *Operating revenue: Total Revenue net of Other revenue and Revenue from construction services;*
- *Operating profit (loss) (EBIT): the difference between the sum of Revenue and Other income and the sum of Costs (Consumables, Cost of personnel, Service costs, Sundry operating expenses, Airport fees), Amortisation and depreciation, the Provision for risks and repairs and the Loss allowance;*
- *Gross operating profit (loss) (EBITDA): the operating profit before Amortisation/depreciation and Impairment losses, Provisions for risks and repairs and Loss allowance;*
- *Net financial income/expense: the sum of Financial income and Gains (losses) on equity investments, net of Financial expense;*
- *Profit before taxes (PBT): coincides with profits (loss) before tax;*
- *Profit (loss) from continuing operations: Profit (loss) for the year before Profit (loss) from discontinued operations;*
- *Net Working Capital (NWC): the difference between Current assets net of Cash and cash equivalents and Current liabilities net of Bank overdrafts (current credit facility) (included in Current financial liabilities , as highlighted in notes 7.20 of the Consolidated Financial Statements and 7.19 of the Annual Financial Statement);*
- *Non-current assets: they coincide with Non-current assets;*

- *Net Invested Capital*: the sum of *Non-current assets* and the *NWC*, net of *Non-current liabilities*, which do not include *Current financial liabilities* and *Current lease liabilities*;
- *Net Financial Indebtedness* or *Net Financial Position (NFP)* or *Debt*: the sum of *Cash and cash equivalents* and *Other current financial assets*, net of *Current financial liabilities*, *Current lease liabilities*, *Non-current financial liabilities*, *Non-current lease liabilities*, and the share of *Other current liabilities* and *Other non-current liabilities* related to the purchase of the TAC investment, as highlighted in notes 7.22 and 7.27 of the Consolidated Financial Statements and 7.21 and 7.26 of the Annual Financial Statement, respectively;
- *Adjusted Net Financial Indebtedness (NFP)* or *Adjusted Net Financial Position*: the NFP gross of *Current lease liabilities*, *Non-current lease liabilities*, and the share of *Other current liabilities* and *Other non-current liabilities* related to the purchase of the TAC investment, already mentioned in the previous point;
- *Adjusted Debt-to-Equity Ratio*: the ratio of *Adjusted NFP* to *Equity*, that is to say the *Equity* (attributable to the owners of the Parent and non-controlling interest).

9.1 Consolidated Income Statement

Toscana Aeroporti Group - CONSOLIDATED INCOME STATEMENT

Amounts in €K	FY 2023	FY 2022 (*)	2023/2022 Abs. Diff.	% Diff.
REVENUE				
Operating revenue				
Aviation revenue	78,112	59,476	18,636	31.3%
Non-Aviation revenue	36,870	30,709	6,160	20.1%
Network development expense	(13,378)	(13,367)	(11)	0.1%
Total operating revenue	101,604	76,819	24,786	32.3%
Other revenue	6,661	6,182	479	7.8%
Revenue from construction services	14,998	7,407	7,591	102.5%
TOTAL REVENUE (A)	123,263	90,407	32,856	36.3%
OTHER INCOME (B)	657	666	(8)	-1.2%
COSTS				
Consumables	1,708	1,236	472	38.2%
Cost of personnel	24,916	21,859	3,056	14.0%
Costs for services	46,565	40,203	6,361	15.8%
Sundry operating expenses	1,957	1,153	804	69.7%
Airport fees	7,047	5,712	1,334	23.4%
TOTAL COSTS (C)	82,192	70,164	12,028	17.1%
GROSS OPERATING PROFIT (EBITDA) (A+B-C)	41,729	20,909	20,820	99.6%
Amortisation, depreciation and impairment losses	10,754	10,113	640	6.3%
Provision for risks and repairs	4,812	3,484	1,328	38.1%
Impairment of trade receivables and other assets	12	115	(102)	-89.2%
OPERATING PROFIT/(LOSS) (EBIT)	26,151	7,197	18,954	263.3%
FINANCIAL INCOME AND EXPENSE				
Financial income	413	94	320	340.2%
Financial expense	(7,207)	(3,983)	(3,224)	81.0%

Gain (loss) on equity investments	13	(242)	255	N/S
NET FINANCIAL EXPENSE	(6,781)	(4,131)	(2,650)	64.1%
PROFIT BEFORE TAX (PBT)	19,370	3,066	16,304	531.7%
Income taxes	(6,291)	(1,712)	(4,579)	267.4%
PROFIT FROM CONTINUING OPERATIONS	13,079	1,354	11,725	866.0%
Profit (loss) from discontinued operations	0	3,320	(3,320)	N/S
PROFIT FOR THE YEAR	13,079	4,674	8,405	179.8%
Non-controlling interest	(448)	1	(449)	N/S
PROFIT FOR THE YEAR ATTRIBUTABLE TO THE OWNERS OF THE PARENT	12,631	4,675	7,956	170.2%

(*) it Please note that, in 2023, Costs for construction services were classified by nature as cost items (consumables, services and cost of personnel). Consequently, the comparative figure for the financial year 2022 was also reclassified accordingly.

The table below shows the main income statement results for the year.

REVENUE

Total consolidated revenue increased by 36.3%, passing from € 90.4 M in 2022 to € 123.3 M in 2023. This difference is the main result of the approx. € 24.8 M increase in operating revenues (up by +32.3%) resulting from increased traffic (+21.8% passengers, +17.8% tonnage, +13.1% flights).

Please note that operating revenue was recognised net of network development costs arising from marketing support agreements under the accounting principle IFRS 15. In 2023, these costs substantially confirmed the 2022 figure, with approx. €13.4 M, also due to the release of certain costs accrued in previous years (contingent assets for € 1,957 K) in connection with the update of the analysis of marketing support agreements with the airlines.

OPERATING REVENUE

Consolidated operating revenue total € 101.6 M in 2023, up by approx. € 24.8 M, corresponding to +32.3%, compared to 2022.

Aviation revenue

Aviation revenue total € 78.1 M in 2023, up by 31.3% compared to 2022, when they were € 59.5 M.

In detail, revenues from airport duties, fees and taxes increased by 32.3% directly as a result of both the greater traffic handled in 2023 compared to 2022 (+21% in terms of traffic units) and the positive second-instance judgement received from the Council of State in September, which ruled that TA was right against the MIT concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period.

The one-off amount of € 5,389 K paid to TA has been classified into the various original regulated duties as follows:

- € 3,681 K of passenger boarding fees;
- € 1,612 K of landing and take-off fees;
- € 95 K of parking fees.

Handling revenue total € 1.8 M and substantially confirm 2022 levels (+0.4%).

Non-Aviation revenue

The Non-Aviation Segment consisting in commercial and real estate operations in the two Florence and Pisa airports are carried out:

- i. through subcontracting to third parties (Retail, Food, Car Hire, specific areas and other subconcessions);

ii. through direct control (Advertising, Parking Lots, Business Centre, Welcome Desk, VIP Lounge, and Cargo Agency).

In 2023, revenues deriving from subcontracting accounts for 63.6% of Non-Aviation operating revenues, while those deriving from directly managed activities accounts for the remaining 36.4%. In 2022, these percentages were 65.1% for indirect management and 34.9% for direct management, respectively.

Year-on-year data for 2023 for non-aviation revenue is € 36.9 M, up by 20.1% compared to 2022, when it was € 30.7 M.

In 2023, non-aviation activities were positively affected by the increased traffic managed, including parking lots (+ € +1,487 K, +26.2%), Food (+ € +1,311 K, +36.1%), VIP Lounges (+ € +1,224 K, +46%), Car Hires (+ € +660 K, +9.6%), and other sub-concessions (+ € +717 K, +32.7%).

Network development expense

Network development costs total €13.4 M in 2023, substantially in line with 2022 (+0.1%). The amount of the year's expense is positively affected by the release of previous years' costs (prior year assets for € 1,957 K) after the updated analysis of the marketing support agreements signed with the airlines.

OTHER REVENUE

Other revenue mainly includes construction services provided to entities other than the Grantor and, to a lesser extent, other services provided by the Group (administrative services, consulting services, and so on).

In 2023, "Other revenue" came to € 6,661 K, a greater amount than that of 2022, when the total was € 6,182 K. The difference of approx. € 479 K (+7.8%) substantially stems from the design and manufacturing work done under the multi-year framework agreement signed with ANAS (€ 4,229 K against € 3,870 K in 2022). We also point out the greater number of utilities connected for sub-concessionaires in the two airports (€ +72 K).

REVENUE FROM CONSTRUCTION SERVICES

In 2023, revenue from construction services total approx. € 15 M, markedly up compared to 2022, with € 7,407 K (+102%), thanks to the greater investments made by the Group during the year.

OTHER INCOME

"Other income" is € 657 K at 31 December 2023, down by € 8 K compared to 2022, when it total € 666 K. The item mainly consists of contributions received under several legislative measures in support of non-gas-intensive and non-energy-intensive companies in response to the increase in energy raw materials (€ 232 K), sundry compensation and reimbursement amounts received in 2023 (€ 192 K), as well as the update of the airport Concession Price to December 31st (€ 211 K).

COSTS

In 2023, costs total € 82.2 M, up by +17.1% compared to 2022, when they were € 70.2 M. This figure is the direct consequence of the increased traffic handled during 2023 (+21% traffic units) and the simultaneous increase in construction service costs for approx. € 3.8 M as a result of the greater investments made during the year.

Consumables total € 1,708 K in 2023, up by € 472 K compared to 2022, an increase mainly due to a higher consumption of raw materials (€ +402 K) consequent to the greater internal construction activities

(through Group companies) and fuel materials (€ +138 K), a direct consequence of increased operations in the two airports during the year.

The cost of the Group's personnel total € 24.9 M in 2023, up by € 3,056 K compared to 2022 (+14%). The cost of personnel has increased substantially as a result of the higher number of staff members required to meet the increased operational needs (mostly for the greater traffic handled, +21.8% of passengers) and of the consequent non-use of the unemployment benefits that had been used in 2022. 2023 costs are also affected by greater variable remuneration paid compared to 2022, consisting in performance bonuses.

Costs for services total € 46.6 M in 2023, up by 15.8% compared to 2022, when they total € 40.2 M (€ +6,361 K). The increased costs of the year considered mainly consist of higher costs for construction services (€ +3,857 K) and operating costs (€ +3,686 K) substantially linked to the increased traffic handled in the period, and include portorage (€ +160 K), security (€ +408 K), VIP lounges (€ +590 K), cleaning (€ +278 K), assistance to passengers with reduced mobility (PRM) (€ +1.173 K), shuttle bus (€ +133 K), trolley collection (€ +145 K), and emergency management services (€ +312 K). Costs for professional services also increased (€ +600 K), together with maintenance services (€ +707 K, +211%) and institutional expenses (€ +417 K). Conversely, utility costs have substantially decreased (€ -3,353 K), particularly those for power (€ -1,597 K) and gas (€ -1,879 K), as a result of the global fall in energy prices.

“Sundry operating expenses” total € 1,957 M in 2023, up by € 804 K (+69.7%) compared to 2022. This increase is mainly due to higher taxes and levies (€ +497 K) and membership fees paid to sundry entities and institutions (€ +241 K).

“Airport fees” total € 7,047 K in 2023, up by 23.4% compared to 2022, as a direct consequence of the increased traffic managed in 2023.

PROFIT (LOSS) FOR THE YEAR

The 2023 gross operating profit (**EBITDA**) is **positive for € 41.7 M**, a figure that reflects an increase of approximately **€ 20.8 M** compared to 2022, when the total was € 20.9 M. Please note that 2023 profits include the one-off revenue received after the positive conclusion of the litigation on airport fees for approximately € 5.4 M, as described in the section “Significant events of the year”.

Amortisation, depreciation and provisions for risks total € 15.6 M in 2023, up by € 1.9 M compared to 2022. This is mainly the consequence of greater amortisation/depreciation (€ +640 K) and greater provisions for repairs (€ +1,328 K).

The 2023 operating profit **EBIT** is **positive** for approximately **€ 26.2 M**, up by approx. € 19 M compared to 2022, when it was negative for approx. € 7.2 M.

Net financial expenses passed from a negative figure of € -4,131 K in 2022 to € -6,781 K in 2023. The € -2,650 K difference is mainly the consequence of higher bank interests (€ +2,964 K) paid on the SACE loan and higher interest expenses generated by the discounting of the provision for repairs (€ +277 K).

The **Profit Before Tax (PBT)** approximated **€ 19.4 M** for 2023, up by approx. € 16.3 M compared to 2022, when it total € 3.1 M.

Income taxes for the year total € 6.3 M.

Therefore, based on the information disclosed above, **profit from continuing operations came to approx. € 13.1 M** in 2023, up by € 11.7 M compared to 2022, when it was € 1.4 M.

The **profit for the year** is € 13.1 M for 2023, against € 4.7 M for 2022, a figure that benefited from approx. € 3.3 M of profit from discontinued operations (not applicable to 2023). As described above, the net profit for 2023 also benefits from some unusual items, the main of which is the recovery of prior year tariffs for approx. € 5.4 M.

After deducting non-controlling interests (approx. € 448 K in 2023), the **profit attributable to the owners of the Parent** for 2023 is approx. **€ 12.6 M** against a profit of approx. € 4.7 M in 2022.

9.2 Consolidated Statement of Financial Position

The table below provides a comparison between the **Consolidated Statement of Financial Position** of the TA Group at 31 December 2023 and the same document at 31 December 2022.

ASSETS	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
NON-CURRENT ASSETS			
Intangible assets	196,956	188,339	8,617
Property, plant and equipment	23,839	26,391	(2,552)
Right-of-use assets	3,633	3,904	(271)
Equity investments in other entities	3,340	2,962	377
Equity investments in associates	572	572	0
Other non-current financial assets	5,518	5,876	(358)
Non-current trade receivables	805	1,482	(677)
Deferred tax assets	7,480	9,883	(2,403)
TOTAL NON-CURRENT ASSETS	242,144	239,410	2,734
CURRENT ASSETS			
Contract assets	1,347	1,924	(578)
Trade receivables	22,430	16,909	5,520
Current tax assets	25	270	(244)
Other tax assets	1,909	669	1,240
Other current assets	9,471	7,696	1,775
Other current financial assets	393	294	99
Cash and cash equivalents	26,143	55,772	(29,629)
TOTAL CURRENT ASSETS	61,716	83,534	(21,817)
TOTAL ASSETS	303,860	322,943	(19,084)

The difference in total assets, which decreased by € 19.1 M compared to total assets at 31 December 2022, mainly stems from reduced current assets (€ -21.8 M), a situation that is partially mitigated by the approx. € 2.7 M increase in non-current assets.

In detail, non-current assets increased due to the positive change in intangible assets, resulting from significant operating investments (€ +8.6 M), partially mitigated by the € -2.6 M reduction in tangible assets and deferred tax assets (€ -2.4 M).

Current assets were mainly affected by the reduction in cash (€ -29.5 M), absorbed by the investments made during the year (€ 13.8 M), the principal repayment of Group loans (€ 34.8 M), and the distribution of dividends and available reserves (€ 7.3 M) partially mitigated by positive cash flows from operations (€ 26.4 M).

Current assets include increased trade receivables (€ +5.5 M) resulting from higher revenues earned from the greater air traffic handled by the two airports in the course of 2023.

EQUITY AND LIABILITIES	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
TOTAL EQUITY	106,500	100,756	5,744
NON-CURRENT LIABILITIES			
Provisions for risks and charges	1,800	1,237	563

Provisions for repair and replacement	19,334	17,887	1,446
Post-employment benefits	2,193	2,307	(114)
Non-current financial liabilities	43,525	66,515	(22,990)
Non-current lease liabilities	3,266	3,491	(225)
Other non-current liabilities	1,226	2,251	(1,026)
TOTAL NON-CURRENT LIABILITIES	71,343	93,688	(22,345)
CURRENT LIABILITIES			
Current financial liabilities	57,333	68,447	(11,114)
Current lease liabilities	571	589	(18)
Current tax liabilities	2,544	673	1,871
Other tax liabilities	8,813	7,387	1,426
Trade payables	35,595	36,703	(1,108)
Social security institutions	1,563	1,170	393
Other current liabilities	11,025	9,934	1,091
Provisions for risks and charges (current portion)	3,434	0	3,434
Provisions for repair and replacement (current portion)	5,139	3,596	1,543
TOTAL CURRENT LIABILITIES	126,016	128,499	(2,482)
TOTAL LIABILITIES	197,360	222,187	(24,827)
TOTAL LIABILITIES AND EQUITY	303,860	322,943	(19,084)

Equity increased by approximately € 5.7 M as a result of the positive effect of the profit for the year (€ +13.1 M), mitigated by the distribution of € 7.3 M of dividends and reserves.

Non-current liabilities, which decreased by € 22.3 M, were affected by the significant decrease in non-current financial liabilities (€ -23 M).

Current liabilities (€ -2.5 M) include the reduction in current bank loans (€ -11.1 M), partially mitigated by higher tax liabilities (€ +3.3 M), provisions for risks (€ +3.4 M) and provisions for repair and replacement (€ +1.5 M).

INVESTED CAPITAL

The table below compares summarised information regarding the capital invested at 31 December of the two compared years and is followed by comments on the reported differences.

Amounts in €K¹	31 Dec. 2023	31 Dec. 2022	2023/2022 Abs. Diff.
NON-CURRENT ASSETS	242,144	239,410	2,734
NET WORKING CAPITAL	(31,931)	(30,994)	(937)
NON-CURRENT LIABILITIES	(24,089)	(22,264)	(1,825)
NET INVESTED CAPITAL	186,123	186,152	(28)
EQUITY	106,500	100,756	5,744

¹ For a definition of the alternative performance measures used in this table, see section 9. Alternative Performance Measures

NET FINANCIAL INDEBTEDNESS	79,623	85,395	(5,772)
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Non-current assets increased by approx. € 2.7 M, mainly due to the positive change in intangible assets resulting from the investments made during the period for € 16.2 M, offset by the related amortisation (€ 9.2 M) and by reduced property, plant and equipment (€ -2.6 M) and deferred tax assets (€ -2.4 M).

The net working capital, negative for approx. € 31.9 M at 31 December 2023, increased by € 937 K compared to 31 December 2022, mainly due to the simultaneous increase in current liabilities (€ +7.7 M), partially mitigated by increased tax liabilities (€ 3.3 M) and provisions for risks (€ +3.4 M).

Medium/long-term non-financial liabilities increased mainly due to the increase in provisions for repair and replacement (€ +1.4 M) and in provisions for risks and charges (€ +563 M).

As a consequence, the Net Invested Capital of the TA Group at 31 December 2023 substantially confirms the NIC at 31 December 2022, with a balance of **€ 186.1 M**.

9.3 Cash flow analysis

The Consolidated Statement of Cash Flows provided below has been prepared by using the indirect method defined in IAS 7, which highlights the main determinants of changes in cash and cash equivalents occurred during the reporting period concerned.

STATEMENT OF CASH FLOWS

<i>Euro K</i>	2023	2022
OPERATING ACTIVITIES		
Profit for the year	13,079	4,674
<i>Adjusted for:</i>		
- Amortisation of intangible assets, depreciation of property, plant and equipment, and right-of-use assets	9,892	10,493
- Impairment losses	861	107
- Gains/(losses) on equity investments	(13)	242
- Change in provisions for risks and charges	563	150
- Net change in post-employment benefits	(273)	(518)
- Net change in provisions for repair	2,077	1,714
- Gains on disposal of subsidiaries	0	(4,002)
- Other non-monetary changes	(2,548)	(105)
- Lease expense	118	126
- Other net financial expenses	6,676	3,787
- Net changes in deferred tax liabilities	2,414	635

- Current taxes	3,877	943
- (Increase)/decrease in contract assets	578	(1,924)
- (Increase)/decrease in trade receivables	(4,841)	(5,568)
- Increase/(decrease) in other assets	(2,421)	10,022
- Increase/(decrease) in payables to suppliers	2,297	11,086
- Increase/(decrease) in other liabilities	1,839	919
Cash flows from operating activities	34,175	32,782
- Interest paid	(6,029)	(2,295)
- Income taxes paid	(1,762)	(53)
Cash flows from operating activities	26,384	30,434
INVESTING ACTIVITIES		
- Investments in property, plant and equipment	(852)	(1,384)
- Divestment of property, plant and equipment	8	141
- Investments in intangible assets	(12,987)	(7,722)
- Equity investments and other financial assets	(99)	(1,075)
- Dividends received	13	13
- Net acquisition of subsidiaries	0	(1,000)
- Net disposal of subsidiaries	0	611
Cash flows generated by (used in) investing activities	(13,917)	(10,417)
FINANCING ACTIVITIES		
- Dividends paid	(7,300)	(7,000)
- Current/non-current loans taken out	53,500	59,500
- Repayment of current/non-current loans	(87,556)	(70,006)
- Repayment of lease liabilities	(740)	(887)
Cash flows generated by (used in) financing activities	(42,096)	(18,392)
Net increase/(decrease) in cash and cash equivalents	(29,629)	1,625
Opening cash and cash equivalents	55,772	54,147
Closing cash and cash equivalents	26,143	55,772

At 31 December 2023, cash and cash equivalents total € 26.1 M, down by € 29.6 M compared to cash and cash equivalents at 31 December 2022, when they were € 55.8 M.

The items of the Statement of Cash Flows for 2023 specifically include:

- Cash inflows generated by operating activities for € 26.4 M;
- Investments in airport infrastructures for approx. € 13.8 M;
- A net € 34.1 M difference in TA loans resulting from the new current loans (“hot money”) taken out for € 53.5 M and from the repayment of € 87.6 M of loans, of which € 59.5 m current and € 28.1 M non-current;
- The distribution of dividends and reserves for € 7.3 M.

Cash flows from investments in intangible assets (PP&E) is € 2.4 M lower than the investments made in the period, as reported in section 7.1 of the Notes to the Consolidated Financial Statements, because the latter have been recognised at fair value, which, for internal investments, is determined on the basis of the market value of the investments, rather than of the cost incurred.

We point out that the “Cash and cash equivalents” item includes an amount of € 10 M available and deposited in a dedicated current account, as required by lenders, to allow for the distribution of available equity reserves (made in 2022 and 2023).

9.4 Consolidated Net Financial Position

To complete the information above, the Consolidated Net Financial Position of the Group at 31 December 2023 and at 31 December 2022 is provided below as required by CONSOB’s Notice no. 6064293 of 28 July 2006 (aggregated on the basis of the ESMA Guidelines published in 2022).

STATEMENT OF INDEBTEDNESS			
<i>Euro K</i>	31 Dec. 2023	31 Dec. 2022	Abs. Diff.
A. Cash	26,143	55,772	(29,629)
B. Cash equivalents	-	-	-
C. Other current financial assets	393	294	99
D. Liquidity (A) + (B) + (C)	26,535	56,065	(29,530)
E. Current financial debt	34,318	40,264	(5,947)
F. Current portion of non-current financial debt	24,586	29,772	5,186
G. Current financial indebtedness (E) + (F)	58,904	70,036	- 11,132
H. Net current financial indebtedness (G) - (D)	32,369	13,971	18,398
I. Non-current financial debt	43,525	66,515	(22,990)
J. Debt instruments	-	-	-
K. non-current trade and other payables	3,730	4,910	(1,180)
L. Non-current financial indebtedness (I) + (J) + (K)	47,254	71,425	(24,170)
M. Total Net Financial Indebtedness (H) + (L) (NFP)	79,623	85,395	(5,772)

At 31 December 2023, “Current financial debt” (use of short-term credit lines) total € 34.3 M, to which we should add the item “Current portion of non-current debt”, which includes the portions due within the next 12 months of non-current loans (€ 23,015 K), lease liabilities (€ 571 K), and other liabilities related to the purchase of the TAC investment (€ 1 M).

In addition, there is non-current financial debt for approx. € 47.3 M of non-current financial debt, mainly reflecting the non-current portion of outstanding loans (€ 43.5 M) and the non-current portion of lease liabilities (€ 3.3 M).

The item “Non-current trade and other payables” includes the non-current portion of lease liabilities (€ 3.3 M) and liabilities incurred for the purchase of the TAC investment (€ 0.5 M).

The Group’s liquidity is € 26.5 M at 31 December 2023.

Therefore, the **Consolidated Net Financial Indebtedness** at the closing date (31 December 2022) is **€ 79.6 M**, down by € 5.7 M compared to 31 December 2022.

Based on the above, the new **debt-to-equity ratio** at 31 December 2023 is **0.75** (against 0.85 at 31 December 2021).

The composition of the **Net Adjusted Financial Position** used by the Management for the periodic monitoring of the covenants created with the existing loan agreements is given below. Compared to the financial indebtedness described in the previous point, the item does not include the other payables for deferred payments for corporate acquisitions and lease liabilities.

ADJUSTED NET FINANCIAL INDEBTEDNESS			
<i>Euro K</i>	31 Dec. 2023	31 Dec. 2022	Abs. Diff.
Total Net Financial Indebtedness	79,623	85,395	(5,772)
(Liabilities for deferred payment of acquisitions)	(1,464)	(2,419)	955
(Liabilities for payments to lease companies)	(3,837)	(4,080)	243
Total Adjusted Net Financial Indebtedness	74,323	78,897	(4,574)

Therefore, at the closing date of 31 December 2022, the **Adjusted Consolidated Financial Position** of the Group is **€ 74.3 M**, down by € 4.6 M compared to 31 December 2022.

Consequently, the new **Adjusted Debt-to-Equity ratio** at 31 December 2023 is **0.70** (0.78 at 31 December 2022), in line with the covenant of 1 required by credit institutions for existing loans.

9.5 Consolidated key financial ratios

The main ratios for the consolidated financial statement are described below. We remind readers that the 2022 ratios were recalculated on the basis of the profit and loss items re-disclosed in compliance with IFRS 5 (“Non-current assets held for sale and discontinued operations”).

Profitability Ratios	Consolidated FS at 31 Dec. 2023	Consolidated FS at 31 Dec. 2022
ROE		
Net Income / Shareholders Equity	12.28%	4.64%
Gross ROE		
Profit Before Tax / Shareholders Equity	18.19%	3.04%
ROI		
Operating profit / Net Invested Capital (1)	14.05%	3.87%

	Consolidated FS at 31 Dec. 2023	Consolidated FS at 31 Dec. 2022
ROS Operating profit / Revenue	21.22%	7.96%
FINANCIAL EXPENSE/REVENUE RATIO Financial expense/Revenue	5.85%	4.41%
EBITDA / FINANCIAL EXPENSES RATIO EBITDA/Financial expenses	5.8	5.2
Equity Ratios		
CURRENT RATIO Current assets / Current liabilities	0.49	0.65
DEBT-TO-EQUITY RATIO Debt (NFP) / Shareholders Equity	0.75	0.85
NET DEBT-TO-EBITDA RATIO Debt (PFN) / EBITDA	1.91	4.08
EQUITY TO NON-CURRENT ASSETS RATIO Shareholders' Equity / Non-current Assets	0.44	0.42

(1) Net Invested Capital = Non-Current Assets + NWC - Non-current (medium/long-term) (non-financial) Liabilities
NWC = Current Assets - Cash and cash equivalents - Current Liabilities + Current bank loans and borrowings

10. THE GROUP'S INVESTMENTS

At 31 December 2023, the Group's investments total **approx. € 16.2 M**, of which € 15.4 M in intangible assets and € 852 K in property, plant and equipment.

Amounts in €K	Airport	Sub- tot	Sub-tot	Sub-tot	TOTAL
Toscana Aeroporti Group's 2023 investments					16,205
A) Amortisation of intangible assets				15,353	
- Software				136	
DEVELOPMENT AND SUPPLEMENTS TO THE ERP SOFTWARE	PSA/FLR	72			
UPGRADE OF IT SYSTEMS	PSA/FLR	45			
OTHER MINOR INVESTMENTS	PSA/FLR	19			
- Other intangible assets				50	
- Concession rights				4,577	
TERMINAL EXPANSION AND RESTRUCTURING (PREPARATORY WORKS) PSA		2,639			
REQUALIFICATION OF FIRST FLOOR RETAIL AREAS	PSA	909			

SELF BAG DROP SYSTEM	PSA/FLR	145	
NEW CANOPY FOR RAMP VEHICLES	FLR	173	
PARKING MANAGEMENT SYSTEM	PSA	153	
ENERGY SAVINGS - NEW LIGHTING FIXTURES	FLR	115	
OTHER MINOR INVESTMENTS	PSA/FLR	442	
- Assets under development			10,421
PISA TERMINAL EXPANSION/RESTRUCTURING	PSA	2,905	
FLORENCE TERMINAL PROJECT	FLR	3,641	
UPDATE OF GENERAL MASTERPLAN SECTION	FLR	863	
EXECUTIVE DESIGN FOR NEW 11/29 RUNWAY	FLR	338	
EXEC. DESIGN FOR AIRPORT LAND PLOT HYDRAULIC SYSTEM REQUALIFICATION	FLR	263	
PRELIMINARY ACTIVITIES FOR THE "VIA" (ENV. IMPACT ASS.)	FLR	252	
NEW CANOPY FOR RAMP VEHICLES	FLR	203	
EXEC. DESIGN FOR ENVIRONMENTAL MITIGATION WORKS	FLR	150	
REQUALIFICATION OF LIGHT TOWERS	FLR	168	
RAINWATER COLLECTION AND TREATMENT SYSTEM	FLR	137	
REPROTECTION OF DE-ICING CANOPY	FLR	118	
OTHER MINOR INVESTMENTS	PSA/FLR	1,385	
- Other assets under development			10
	PSA		
- Software development			159
	PSA		
B) Tangible assets / Property, plant and equipment			852
- Plant and Equipment			323
METAL DETECTOR PORTALS	PSA/FLR	87	
ETD - EXPLOSIVE TRACE DETECTORS	PSA	50	
EMERGENCY MEDICAL SUPPLIES AND EQUIPMENT CART	FLR	44	
OTHER MINOR INVESTMENTS	PSA/FLR	142	
- Other assets			529
MOTOR VEHICLES	PSA/FLR	194	

ELECTRONIC MACHINES (HW)	PSA/FLR	250
FURNITURE	PSA/FLR	80
OTHER MINOR INVESTMENTS	PSA/FLR	4

11. HUMAN RESOURCES

The Group's Personnel

In 2023, the average number of employees working for the TA Group was 361.8 (FTEs), up by 3.3 FTEs (+0.9%) in absolute terms compared to 2022.

The incremental change is due both to the increased traffic handled in the two airports and to the hiring of new specialised staff for new business functions or to implement new projects and fill new roles and responsibilities with respect to the pre-COVID period.

The average number of TA employees is 328.8 FTEs, up by 2.8 FTEs (+0.9%) in absolute terms compared to 2022.

The number of employees of the subsidiary Jet Fuel, the company that manages the fuel storage facility in the Pisa airport, reached 12.3 FTEs, down by 0.4 FTEs (-3.2%) in absolute terms; in addition, in 2023 this company used temp agency hired employees. We remind readers that Jet Fuel used partly State-funded temporary layoff plans ("CIGS") during the first half of 2022.

The subsidiary TAE has a total workforce of 9.4 FTEs, up by 2.7 FTEs (+40.5%) in absolute terms. We remind readers that, for the development of the infrastructure, TAE also uses technical staff (engineers, land surveyors, etc.) seconded by the Parent, TA.

The average number of TAC employees is 11.3 FTEs, down by 1.8 FTEs (-14%) in absolute terms compared to 2022. A significant increase in resources is expected during 2024 with the start of works for the construction of the new infrastructure at the Pisa airport.

We remind readers that the subsidiary "Parcheggi Peretola S.r.l." has no employees.

FTE Table	FY 2023	FY 2022	Diff.	% Diff.
Toscana Aeroporti	328.8	326.0	2.8	0.9%
Jet Fuel	12.3	12.7	-0.4	-3.2%
TAE	9.4	6.7	2.7	40.5%
TAC	11.3	13.1	-1.8	-14.0%
Group	361.8	358.4	3.4	0.9%

NOTE: Part-time personnel are calculated proportionally to full-time units (1 FTE).

The cost of the Group's personnel total € 24.9 M in 2023, up by € 3,056 K compared to 2022 (+14%). The cost of personnel has increased substantially as a result of the higher number of staff members required to meet the increased operational needs (mostly for the greater traffic handled, +21.8% of passengers) and

of the consequent non-use of the unemployment benefits that had been used in 2022. 2023 costs are also affected by greater variable remuneration paid compared to 2022, consisting in performance bonuses.

Technical training and education

The Group delivered a total of 10,526 hours of training, 31% of which has been used by women and 69% by men, against 9,842 hours in 2022.

For more details on training and HR management projects, please refer to the NFS attached to the annual financial statements.

12. OCCUPATIONAL HEALTH & SAFETY

TA's Prevention and Protection Service (PPS) kept monitoring the main occupational health and safety issues in the Pisa and Florence airports throughout 2023.

TA and TAE share the same PPS Manager (PPSM), who has been appointed by the Employer of their respective companies.

Therefore, the following roles are available for both TA and the subsidiary TAE:

- Employer
- Airport Safety Managers (only TA)
- PPSM (Prevention and Protection Service Manager, in Italian "RSPP")
- Prevention and Protection Service (PPS) - service outsourced to TA, which also provides it for its own subsidiaries
- Health surveillance facility (Competent Physician, etc.)
- Emergency management personnel

For TA, in compliance with Art. 16 of Legislative Decree no. 81/2008, the Employer appointed two officers (for the Pisa and Florence airports) to ensure the constant monitoring of specific safety aspects in the two sites.

The organizational chart specifying the roles and responsibilities of safety/security personnel was revised starting from the second half of 2022, especially as regards the executive role of Manager ("Director"), pursuant to Legislative Decree no. 81/2008; in addition to that, the number of staff members covering these roles was reduced and the role of the Person In Charge ("Preposto") was extended to all the staff members who directly supervise workers.

Employee Safety Representatives (in Italian "RLS", *rappresentanti dei lavoratori per la sicurezza*) operate in each site (only in Florence for TAE) and are from time to time involved by the PPSM to play an active role in inspections, reporting of events or aspects to be monitored, risk assessment and the related prevention measures, as well as in periodic meetings (Art. 35 of Leg. Dec. 81/08).

The Prevention and Protection Service directly trains all the personnel (Employees, Managers and Executives) in compliance with Legislative Decree no. 81/08 and the relevant agreements between regional governments and the central government.

TA's Health and Safety Board, which is set up by the Employer to monitor top managers regarding prevention, health and safety issues, met in each semester of the year.

The meetings of the H&S Board are attended by the "RSPP"/"ASPP" (Prevention and Protection Service Manager/Person in Charge), the CEO/Employer, Designated Officers, the Human Resource Director, the Head of Quality Control and other persons/roles as needed and depending on the topics to be discussed (RSPPs of other companies or Handlers, the Competent Physician, RLSs, etc.). This time of discussion and exchange not only provides an important opportunity for information and decision-making, but facilitates

coordination between the CEO/Employer, Managing Directors, and the functions that deal with H&S and ISO 45001 certification matters.

In 2023, the RSPP of Toscana Aeroporti S.p.A. was confirmed as Coordinator of the National Assaeroporti Health and Safety Group. This role enabled the Company to take part in top level discussions about safety and security in national airports and to increase exchange and benchmarking activities on good industry practices,

Maintenance of the ISO 45001:2018 certification

In November 2023, TA received a three-day audit from the certification body “DNV”, the purpose of which was to re-obtain the UNI ISO 45001:2018 certification. No non-conformance (NC) was raised and the audit was concluded successfully.

The UNI ISO 45001:2018 certification helps the companies to be compliant with the provisions set forth in Art. 16, paragraph 3, and Art. 30 of Leg. Dec. no. 81/08, which require the adoption of a model for the supervision of the tasks of the Employer and their delegates, with significant positive implications on the administrative responsibility of companies for occupational health and safety crimes, as provided for in the Organizational Model required by Leg. Dec. no. 231/2001.

Risk Assessment and PPE

In the course of 2023, the PPS was engaged in updating risk assessment and drafting the latest version of the **Toscana Aeroporti Risk Assessment Document (DVR, Documento di valutazione dei rischi)**, which includes risk profiling for new tasks, updating the fire, lightning and electromagnetic field risk assessments, in addition to noise, vibration and air quality sampling, for physical and chemical risk assessment.

The operating procedures or prevention and mitigation measures identified are formalised by issuing specific risk information called **INFO Sicurezza** that focus attention on the most important aspects of the employees’ occupational health and safety.

Risk identification criteria take into account the individual risk categories identified in the workplaces and those deriving from the activities carried out by employees, categorised in groups by role, also considering the simultaneous presence of third parties and the use of equipment and systems.

With regard to the management of interfering risks, in addition to the usual work of drafting specific DUVRI (*Documento Unico di Valutazione dei Rischi Interferenti*, unified interference risk assessment) for procurement contracts or coordination reports for other entities operating in the airport, the PPSM was involved in the management of coordination aspects on this type of risks, also concerning handlers in support of the Airport Operator’s activities.

With a view to the high number of building yards that will be opened in the airport site and to the infrastructure expansion projects that will be implemented in both airports, the SPPM, in collaboration with the “RUP” (*Responsabile Unico del Procedimento*, Engineering Manager) and Engineering Managers, held several meetings to plan the coordination of works, the technical management of the yards (as required by TA, TAE or third parties) and the monitoring of interference risks.

This confirmed the SPPM as one of the main liaison persons between the Company and third parties for the management of work permits.

As regards protection measures, collective or individual protection equipment (PPE) will be adopted in line with the requirements identified with the specific assessments performed. At the date of drafting of this Report, the update of the PPE procedure (PR27) is being finalised with the definition, budgeting, procurement and delivery of PPE, in view of ensuring the maximum possible standardisation of existing processes in Florence and Pisa and an effective collaboration with the Purchase Office.

Emergency and evacuation drills

The PEI (*Piano di Evacuazione Interna*, internal evacuation plan) for the Pisa airport was updated during 2023.

The annual emergency management and evacuation drills were organised and carried out by TA, in compliance with D.M. [Ministerial Decree] dated 1-2-3 September 2021, on 7 September 2023 for the Florence airport and on 5 September 2023 for the Pisa airport. The drills, which simulated a starting fire in the Arrivals terminal, showed a good performance of the parties involved in the alert chain, coordination and field management of the emergency.

Occupational incidents

The Prevention and Protection Service managed and tracked 158 events during 2023, including 6 near-misses and 3 occupational injuries, as well as 1 in progress. Following these events, specific inspections, investigations and meetings were carried out with the workers involved and, since the near-miss turned into an injury, the need arose to draft a new water treatment procedure for the Pisa maintenance staff.

For further details, please consult the Consolidated Non-Financial Statement (NFS) for 2023.

13. IT SECURITY AND PRIVACY LEGISLATION: EU REGULATION NO. 2016/679

Law Decree no. 5 of 9 February 2012 (converted by Law no. 35 of 4 April 2012) amended certain provisions concerning minimum security measures by specifically eliminating the requirement to draw up a safety plan. However, this did not exempt the Company from the obligation to fulfil all the other privacy requirements.

In order to ensure that personal data are processed in compliance with the applicable privacy legislation, Toscana Aeroporti upgraded its facilities to comply with the requirements of EU Regulation 2016/679 (regarding the protection of the personal data of natural persons and the free movement of said data) and Leg. Dec. no. 196/2003 ("*Codice Privacy*" - Privacy Code) supplemented with the changes introduced by Leg. Dec. no. 101 of 1 August 2018.

14. RESEARCH & DEVELOPMENT

The Toscana Aeroporti Group, in continuity with the policy adopted over the last two years and in response to the changing business needs in terms of remote work (which, after the many extensions, has become, in fact, a routine working mode), continued to provide a fully efficient IT service and ensure the highest safety standards thanks to the considerable efforts made by both the ICT staff and our subcontractors (first-level help desk support).

The technological investments, process improvements, standardization, integration, and consolidation implemented in previous years on our information systems have enabled us to keep providing a rapid response not only to the persisting and growing business needs, but also to the latest threats that were progressively acknowledged by the various vendors of the Toscana Aeroporti infrastructure, as well as by the dedicated SOC infrastructure. This allowed us to capitalise on the work done in the past, to exploit the scalability obtained with previous actions, and to innovate technological solutions, where necessary.

More specifically, during 2023 TA:

- Finalised agreements for the 24x7 SOC (Security Operation Centre) service, with the purpose of identifying, classifying and notifying the presence of ongoing and potential cyber-threats in our networks and information systems. This service had been definitively implemented in the first part of 2022 after a careful analysis of the technological solutions available, thus taking the Company's capacity to identify cyber attacks to a higher level already at an earlier stage.
- Completed the corporate firewall replacement project (technical security improvement for Internet access from airport workstations by using perimeter security devices) with new generation systems.
- Designed the development of a new corporate protocol system for the management of incoming and outgoing communications according to the principles of efficiency, confidentiality and traceability of activities
- Expanded the use of the private mobile network via private APN on a WindTre infrastructure to manage the data traffic of corporate mobile phones that need to access TA's private resources on the go, thus making communications more accessible and secure, and avoiding public exposure of particularly sensitive services.
- Implemented the provision of the Airport Operator's terminal services.
- Continued the feasibility study regarding solutions for the verification and reporting of queuing using automatic detection systems already tested in other airports of the Corporación America Group.
- finalised the corporate mobile device management system (MDM) for a more effective control of configurations.
- Developed and/or improved video analysis methods to assess risk situations in connection with airport site fencing.

15. RELATIONSHIPS WITH THE OTHER ENTITIES OF THE GROUP AND WITH RELATED PARTIES

At 31 December 2023, revenues, costs, assets and liabilities from/to parent companies, subsidiaries, associates and other related parties concern the sale of assets or services that are part of routine group operations. Transactions are performed at an arm's length, based on the characteristics of the goods sold and the services delivered.

Information on transactions with related parties, including the disclosures required by CONSOB Notice no. DEM/6664293 of 28 July 2006, is provided in the Notes to the Consolidated Financial Statements at 31 December 2023.

At 31 December 2023, the TA Group held interests in the following other **associates and joint arrangements**:

- Toscana Aeroporti Handling S.r.l.

Toscana Aeroporti Handling S.r.l. started operations on 1 July 2018 with the business purpose of providing the services described in Legislative Decree no. 18 of 13 January 1999, and subsequent amendments and supplements, as well as conducting additional activities related to the handling business. Handling activities include airport ground aircraft, passenger and cargo handling services.

The Company, which was fully (100%) controlled by TA in the past, changed its ownership structure on 30 December 2022 by selling the majority of its shares (80%). Starting from 1 January 2025, TA will have the right to exercise an option right to sell the remaining 20% share of the share capital of TAH. In addition to this, when certain performance targets set in TAH's Business Plan are achieved, TA will be entitled to an additional earn-out price.

At 31 December 2023, TAH, in continuity with previous years, had sub-concessions for areas worth approximately € 233 K, utilities for € 109 K, parking lots for € 81 K, staff service activities for € 76 K, and

airport services for approx. € 146 K. TAH provided handling services to TA for an aggregate value of approx. € 500 K.

- Alatoscana S.p.A.

This is the company that manages the Elba Island's airport. TA owns a 13.27% share in the share capital of this company (13.27% at 31 Dec. 2022), while the majority stakes are in the hands of Regione Toscana (51.05%) and the Maremma and Tirreno Chamber of Commerce (34.36%).

Staff service activities for € 11 K were in place at 31 December 2023.

- AC. Quasarda S.c.a.r.l. This consortium was created in 2022 by Toscana Aeroporti Costruzioni S.r.l. and Cemes S.r.l. to manage a contract with ANAS for the design and construction of the central Jersey barrier on the Carlo Felice highway in Sardinia.

TAC owns a 72.42% share in AC Quasarda, which was incorporated by the two partners as a purpose vehicle for the execution of specific contracts.

According to the by-laws of the consortium, TAC and Cemes jointly control AC. Quasarda.

At 31 December 2023, the TA Group recognised € 4,019 K of costs for services based on the progress of contracted works. It also recognised € 2 K as recovered costs.

The main relationships with the other **related parties** at 31 December 2023 are:

- Corporación America Italia S.p.A.

Since 2016, the Parent adopted the Tax Consolidation option provided for by Articles 117 to 129 of the TUIR (*Testo Unico delle Imposte sui Redditi* - Consolidated Text on Income Taxation), with Corporación America Italia S.p.A. as consolidating entity. The consolidating entity calculates a single global income equalling the algebraic sum of the taxable bases (income or loss) realised by the individual entities that adopted this group taxation option.

The consolidating entity recognises an asset from the consolidated entity that equals the IRES tax to be paid on the positive taxable base transferred by the latter. Instead, the consolidating entity records a liability to the companies that contribute tax losses equalling the IRES tax to be paid on the loss actually used in the determination of the global aggregate income. Furthermore, as a result of participating in the National Tax Consolidation, pursuant to art. 96 of D.P.R. 917/86, companies can contribute the excessive interests payable that can no longer be deducted for one of them in order to reduce the global aggregate income of the Group until the EBITDA amount produced in the same tax period by other consolidated entities is reached.

At 31 December 2023, TA has a liability to the Parent CAI, generated by the IRES tax accrued on the year's profit (loss) for approximately € 244 K, offset with accounts receivable from the same company relating to the remuneration of reduced working hours transferred in previous years. As a result of the tax consolidation agreement, Corporación America Italia S.p.A. recognised proceeds for approximately € 103 K in the favour of TA, recognised as lower current taxation.

- ACI Engineering Uruguay S.A.

This company is related to TA as it is part of the Corporación America Group and involved in the design of the airport infrastructure through a 4 million dollar (\$4M) agreement for the design of the new Florence Passenger Terminal.

At 31 December 2023, a final amount of € 1,330 K has been recognised among Costs for services for the design services relating to the new Florence terminal.

- Cedikor S.A.

This company is a related party of TA because it belongs to the Corporación America Group and is responsible for the implementation of the new SAP 4/Hana management system to all the Group companies.

At 31 December 2023, TA had a € 400 K agreement in place with this related company, € 64 K of which recognised as Costs for services for the year at issue.

- Pitti Immagine S.r.l.

TA's Director Mansi is the Deputy Chairman of this company.

At 31 December 2023, TA recognised a balance amount of approx. € 13 K as non-aviation revenue for the purchase of an exhibition space in the Florence airport.

- Sol S.p.A.

TA's Director Mansi is a Director of this company.

At 31 December 2023, TA recognised a balance amount of approx. € 3 K as cost for the rental of oxygen cylinders for the airport emergency service.

- Firenze Fiera S.p.A.

TA's Standing Statutory Auditor Giacinti is an Statutory Auditor of this company.

At 31 December 2023, TA recognised a balance amount of € 2 K as non-aviation revenue for the purchase of an exhibition space in the Florence airport.

- Servizi alla Strada S.p.A.

TA's Standing Statutory Auditor Giacinti is an auditor of this company.

At 31 December 2023, TA recognised a balance of € 510 K as costs for services for the purchase of vehicle transit permits for limited traffic areas ("ZTL).

- Unione Industriale Pisa

TA's Director Pacini is the Deputy Chairman of this company.

At 31 December 2023, TA recognised a balance of € 80 K as sundry operating expenses for the annual membership fee.

- Industria Servizi S.r.l.

TA's Director Pacini is the Chairman of the Board of Directors of this company.

At 31 December 2023, TA recognised a balance of approx. € 76 K as costs for services for the annual payroll management service, and approx. € 25 K as other Sundry operating expenses for the purchase of other personnel management services.

- Talento all'Opera Onlus

TA's Director Pacini is the Deputy Chairman of this company.

At 31 December 2023, TA recognised a balance of € 10 K as sundry operating expenses for the annual membership fee.

- Industria Servizi Formazione S.r.l.

TA's Director Pacini is the Chairman of the Board of Directors of this company.

At 31 December 2023, TA recognised a balance of € 12 K as costs for services for the purchase of personnel training courses.

- Firenze Mobilità S.p.a.

TA's Director Bresciani is the Chairman of the Board of Statutory Auditors of this company. At 31 December 2023, TA recognised a balance of € 234 K as costs for services for the lease of car rental offices in dedicated premises (Palagio degli Spini) at the Florence airport.

- Alha Airlines Handling Agents S.p.A.

TA's statutory Bresciani is an Statutory Auditor of this company. At 31 December 2023, TA recognised a balance amount of approx. € 7 K as non-aviation revenue for the lease of airport spaces.

- Firenze Parcheggio S.p.A.

TA's Aviation Sales Manager Stivala is a Director of this company. At 31 December 2023, TA recognised a balance of € 204 K as costs for services for the lease of car rental offices in dedicated premises (Palagio degli Spini) at the Florence airport. It also recognised a balance of approx. € 2 K of other revenue for recovery of costs.

We inform readers that no atypical related-party transactions took place in 2023 and transactions with related parties were all on an arm's length basis.

As to the disclosure required by Art. 40, paragraph 2, letter d), of Legislative Decree no. 127/91, we specify that Toscana Aeroporti S.p.A. did not own and did not buy or sold treasury stock or shares of parent companies during of 2023, including through the intermediary of trust companies or other persons.

Shareholdings of the members of the Board of Directors and of the Board of Auditors

At the date of this financial statement, the Parent TA is owned with the following shares:

- 9,684 shares owned by Statutory Auditor Mr. Roberto Giacinti;
- 2,403 shares owned by Director Mr. Saverio Panerai.

16. MAIN INFORMATION ON THE PARENT COMPANY, SUBSIDIARIES, AND THEIR RELATIONSHIPS

16.1 Toscana Aeroporti S.p.A.

Toscana Aeroporti S.p.A. manages the Pisa Galileo Galilei airport and the Florence Amerigo Vespucci airport and takes care of their development both in terms of passenger and cargo traffic, and of the infrastructure, under a concession agreement entered into with ENAC, in line and in compliance with the Airport Development Plans drawn up for the two airports.

The air traffic reported by TA for 2023 is in line with the air traffic reported for 2019, with a 99.1% recovery. Globally, the Tuscan Airport System carried approximately **8.2 million passengers** in 2023, with increases of 21.8% for the passenger component, 17.8% for tonnage, and 13.1% for the flight component compared to 2022. Conversely, Cargo & Mail traffic decreased by 13.2%.

Profits and losses for 2023 include revenues for € 114.8 M, up by € 30.8 M (+36.6%) compared to 2022, mainly due to the higher number of passengers that transited through the Florence airport (+21.8%).

On the cost side, equal to approx. € 79 M in 2023, a +21.1% increase is shown compared to € 65.2 M in 2022, with the most significant component being costs for services (€ 46.5 M), cost of personnel (€ 22.6 M), and airport fees (€ 7 M).

The 2023 EBITDA is positive for € 36.5 M, up by € 17 M compared to 2022, and the net profit for the year is € 10.5 M, up by approx. € 8.4 M compared to 2022 profits of € 2,055 K.

Toscana Aeroporti had a negative net financial position for € 83.5 M at 31 December 2023 (€ 87.1 M at 31 December 2022) and a debt-to-equity ratio of 0.83 (0.90 at 31 December 2022).

16.2 Parcheggi Peretola S.r.l.

Parcheggi Peretola S.r.l. became a member of the TA Group in 2015 after the incorporation of AdF, which owned 100% of its shares. The prevalent activity of this company is the management of a 640-slot paid long-term parking lot for the public in front of the Departures terminal of the Florence airport.

This subsidiary prepares its financial statement in compliance with the applicable legislation (Italian OIC standard). The main items of their financial statement are summarised below. For the sole purpose of Consolidated Financial Statements, the Financial Statement of the subsidiary has been adjusted to take into account the impact deriving from the application of international accounting standards.

2023 profits and losses include revenues for € 2,306 K, up by € 772 K (+50%) compared to 2022, mainly due to the higher number of passengers that transited through the Florence airport (+38%).

Costs total € 273 K at 31 December 2023, up by 7% compared to € 255 K in 2022, and the most important component is the parking lot management and maintenance service (€ 102 K), professional services (€ 39 K), and utilities (€ 18 K).

The 2023 EBITDA is positive for € 2,033 K, up by € 753 K compared to 2022, and the net profit for the year is € 1,432 K, up by approx. € 535 K compared to profits of € 897 K in 2022.

Parcheggi Peretola had a positive net financial position of € 1,876 K at 31 December 2023 (€ 679 K at 31 December 2022).

16.3 Toscana Aeroporti Engineering S.r.l.

Toscana Aeroporti Engineering (“TAE”) is a fully owned subsidiary of Toscana Aeroporti, whose mission is to provide TA with the engineering services required for the implementation of the program for the development of the two Florence and Pisa airports.

For the engineering activities serving the design of the Master Plan, TAE uses its own staff and the support of:

1. Technical/engineering staff seconded by TA (10 units at 31 December 2023);
2. in-house staff (9 employees at 31 December 2023);
3. Specialised service contractors.

In continuity with the last financial year 2022, the design activities carried out by TAE on behalf of TA during 2023 mainly concerned the expansion of the Pisa passenger terminal and the related preparatory works, the design of the new Florence terminal and the design review, with technical details of the individual works, of the Florence Master Plan, including specialised studies relating to the ongoing VIA-VAS process. With regard to the current infrastructure, TAE provided its technical support in the preparation of the two

Airport Use Plans, as well as in the analysis and design related to the fire protection issues of the two existing terminals.

As part of its activities, TAE took care of preliminary and specific studies for the works of the Florence A. Vespucci airport 2035 Master Plan and the studies/design for the upgrade of internal areas in both terminals within the framework of the Florence and Pisa PUA 23-24.

TAE continued managing the yard for the development of the first functional section of the preparatory works for the expansion and upgrade of the Pisa passenger terminal.

We remind readers that, to date, TAE has already completed most of the design regarding the major works required for the implementation of the Master Plan approved by ENAC.

At 31 December 2023, the company had 9 direct employees and, consistently with 2022, staff-related activities have been carried out by the Parent under a servicing agreement signed between the parties.

This subsidiary prepares its financial statement in compliance with the applicable legislation (Italian OIC standard). For the sole purpose of Consolidated Financial Statements, the Financial Statement of the subsidiary has been adjusted to take into account the impact deriving from the application of international accounting standards.

Revenues total € 9,194 K in 2023, reflecting the year's portion of the projects commissioned by TA, as better described above.

Costs total € 6,906 K in 2023 and mainly include € 661 K of in-house personnel, € 5,280 K of outsourced surveys and design, and € 600 K of cost of TA seconded personnel.

The EBITDA for the year is € 2,288 K and the net profit for the year is € 1,593 K.

TAE has a positive Net Financial Position of € 279 K at 31 December 2023 (€ 239 K at 31 December 2022).

16.4 Jet Fuel Co. S.r.l.

Jet Fuel Co. s.r.l. is the entity that manages the centralised fuel storage facility of the Pisa airport. The equity interest owned by TA corresponds to 51.0% of voting rights, while administrative and property rights are exercised in equal portions with the other shareholders, Refuelling S.r.l. and Air BP Italy S.p.A. Therefore, for consolidation purposes, said equity and profit (loss) share has been considered at 33% for the TA Group.

A total of 102,416 cubic metres of jet fuel passed through the storage facility during 2023, with a 16.5% volume increase compared to the 87,911 cubic metres of 2022. The company provided into-plane services for 102,416 cubic metres of fuel, with an 16.5% decrease compared to the 87,911 cubic metres of 2022. In addition, the Company handled 18,580 supplies, corresponding to +5.7%, against 17,581 flights in 2022; as a result of this, the average uplift increased by +10.2%, passing from 5,000 litres per flight to around 5,500 L.

At 31 December 2023, Jet Fuel had a sub-licensing agreement in place with TA for the management of the centralised fuel storage facility, for a global value of € 584 K (JF's airport fee) in 2023, administrative service (€ 20 K), rental of operating premises for approx. € 14 K, and other services (airport permits, parking lots, etc.) for a approx. € 10 K.

This subsidiary prepares its financial statement in compliance with the applicable legislation (Italian OIC standard). The main items of their financial statement are summarised below. For the sole purpose of Consolidated Financial Statements, the Financial Statement of the subsidiary has been adjusted to take into account the impact deriving from the application of international accounting standards.

Jet Fuel's total revenues reached € 3,151 K in 2023 (€ 2,864 K at 31 December 2022) and mainly include the fuel storage service for € 1,452 K and the into-plane service for € 1,245 K.

The main costs of 2023, a total of € 2,135 K (€ 1,809 K in 2022), include cost of personnel (€ 921 K), airport sub-concession fee (€ 584 K), tank truck maintenance and fuel costs (€ 181 K), storage area servicing (€ 57 K), professional services (€ 142 K), and industrial insurance (€ 76 K).

Consequently, the year-end EBITDA is positive for € 1,023 K (€ 1,105 K in 2022) and the net profit for the year (EBIT) is € 635 K, against an EIBT of € 682 K reported in 2022.

Jet Fuel's Net Financial Position was positive for € 922 K at year-end 2023 (€ 527 K at year-end 2022).

16.5 Toscana Aeroporti Costruzioni S.r.l.

On 26 January 2021, Toscana Aeroporti S.p.A. signed an agreement for the acquisition of 51% of Cemes Aeroporti S.r.l., a recently incorporated company (July 2020) operating in the building sector, which changed its name into Toscana Aeroporti Costruzioni S.r.l. (TAC). The business purpose of this company is to build airports, roads, railways; perform river and maritime works; develop noise mitigation systems and prefabricate concrete elements for road, airport and railway facilities.

During 2023, this company completed works for the relocation of the sub-service network as a preparatory work for the connection of the sewerage network, as part of the preliminary works for the expansion of the Pisa airport passenger terminal (sewage bypass).

In addition, the demolition of the buildings in the area of the new Arrivals terminal at the Pisa airport, the requalification of the first floor of the Pisa airport for the addition of a new food retail operation, and the finalization of the redevelopment of commercial spaces at the Florence air terminal for the opening of new food retail operations have also been completed.

As in the previous year, the company managed all the maintenance of constructions and metalwork, runways/aprons and vertical/horizontal signs of the two Tuscan airport infrastructures.

Finally, through its subsidiary AC Quasarda, TAC company is carrying out the planned works of the ANAS job order for the "Superstrada Carlo Felice" (highway) in Sardinia.

This subsidiary prepares its financial statement in compliance with the applicable legislation (Italian OIC standard). The main items of their financial statement are summarised below. For the consolidated financial statement, the financial statement of the subsidiary has been appropriately adjusted to take into account the impact deriving from the application of international financial reporting standards.

The main revenues of 2023 include approx. € 4.9 M for the portion of works completed in the projects commissioned by the Parent and € 4.2 M for work done for third parties. The most significant job orders have been: the progress of the external work order managed by AC Quasarda and commissioned by ANAS (€ 4.2 Ms), the preparation of the area for the construction of the new temporary Arrivals Terminal in Pisa for approx. € 3.2 M (sewer bypass, demolitions) and the requalification of the first floor of the Pisa airport for the addition of new retail operations (€ 855 K).

On the cost side, which total approx. € 9 M in 2023 (€ 6.9 M in 2022), we find raw materials (€ 598 K), cost of personnel (€ 820 K) and the most important component, that is the cost of services for approx. € 7.6 M, which includes, *inter alia*, AC Quasarda consortium expenses for approx. € 4 M, subcontractors for approx. € 2.1 M, professional services for € 241 K, seconded staff for € 266 K, and industrial insurance for € 238 K.

Consequently, the 2023 EBITDA is positive for € 290 K (it was negative for € 789 K in 2022) and the loss for the year is € 1,027 K (against a loss of € 2,046 K in 2022).

At 31 December 2023, the Company has a short-term loan of approx. € 703 K in place with the Parent and a positive NFP for € 164 K (which was negative for € 686 K at 31 December 2022).

In any case, the Parent TA declared its intention and irrevocable commitment to keep financing and supporting TAC in order to ensure both the fulfilment of its obligations and the regular continuity of its operations.

17. MAIN RISKS AND UNCERTAINTIES TO WHICH THE GROUP IS EXPOSED

- RISKS ASSOCIATED WITH THE GENERAL CONDITIONS OF THE ECONOMY AND THE INDUSTRY

The main factors that may affect operations in the transport sector where the Group operates are, *inter alia*, the gross domestic product (GDP), the business and consumer confidence level, the unemployment rate and the oil price. In general, the international political unrest, the credit crunch, the high unemployment rate, the reduction in the household income available in real terms as a consequence of the macroeconomic and inflation scenario, and the consequent decrease in consumption, are still affecting the recovery of air transport. In detail, should the economic weakness persist, also in the light of the conflict between Ukraine and Russia and Israel and Palestine, one cannot exclude that the situation may lead to a continued negative impact on the economic and financial situation of the Company and the Group. In addition, these conflicts, combined with post-lockdown demand peaks and disruptions in the global supply chain, have led to higher prices of raw materials, with significant impacts on energy costs and on the purchase price of certain materials. Moreover, the rising cost of jet fuel and the rerouting of flights to avoid overflying the Russian airspace to reach Asia have increased costs, which could result in an increase in the cost of air tickets for passengers.

For further information and insights, see the “Liquidity risk” section in the Notes to the Financial Statements.

- RISKS ASSOCIATED WITH CLIMATE CHANGE

As regards risks related to climate change (to be considered an exogenous risk for the Company and the Group), TA's Management is gaining further insight on their potential implications on the business with the objective to continuously monitor the situation, also in the light of the additional information that will be acquired during this year. To date, these risks are not considered to be directly affecting the core business of the Group, at least in the short term.

In order to identify the main risks related to the activities of Toscana Aeroporti, a correlation matrix identifying environmental aspects and their related impacts has been developed. The assessment will use parametric criteria that will be cross-referenced with a contribution index to identify significance. For each impact, both the associated risks and the activities implemented to minimise them are identified, and both short- and long-term improvement projects are defined.

The monitoring of climate change risks also include the consideration of thermal stress and heavy rainfall, two phenomena related to global warming. This because temperatures may somehow affect aircraft performance, while rainfall is a potential cause of local weather events, such as flooding.

Always concerning global warming, which is strongly affected by emissions of climate-altering gases into the atmosphere, Toscana Aeroporti started planning and implementing a number of synergistic actions to reduce CO2 emissions, with the objective to obtain the Airport Carbon Accreditation (ACA) and the development of renewable power generation systems, and is planning to develop power production plants using renewable sources.

Finally, there could be indirect effects resulting, for example, from the introduction of regulatory obligations which may affect the operations of carriers or modify passenger behaviours.

The TA Management will monitor the evolution of these phenomena in order to identify any economic and financial consequences on its multi-year plans, both in terms of investments and of current operating costs. Therefore, we cannot exclude that the effects of climate change may affect the future cash flows of the Company and the Group over a long-term horizon.

In addition, the criteria underlying our corporate environmental policies should allow the Group to adopt climate change resilient development pathways and implement actions that are consistent with the 17 Sustainable Development Goals (SDGs) developed by the United Nations.

- RISKS ASSOCIATED WITH CYBERSECURITY

The increasing pervasiveness and effectiveness of cyber attacks globally, combined with the increased reliance on remote work required by the Covid-19 pandemic, may increase the risk of illegal intrusion into airport information and technology systems. Toscana Aeroporti pays great attention to the protection of its corporate information systems and infrastructure from unauthorised access and cyber attacks, which may also cause the temporary suspension of operational services, the potential loss of sensitive/confidential information, and reputational damage. The main protection measures adopted against IT risks are periodic vulnerability assessments and system penetration tests that are conducted in compliance with the industry best practices, as well as the consequent risk remediation strategies and the continuous updating of our IT systems based to the periodic reports of the competent bodies and of the vendors of technological solutions.

- REGULATORY RISK

The Group, within the framework of the two concessions for the global management of the Pisa and Florence airports, operates in a sector regulated by domestic and international legislation. Any unpredictable change in the regulatory framework might adversely impact the bottom line of the Group. A potential risk factor in the airport sector is the constant evolution of the specific legislative and regulatory scenario where the Group, like the other airport operators, operates. The Company's financial results are affected by developments in the regulatory framework, particularly as regards the regulation of airport service tariffs.

With Resolution no. 38 of 9 March 2023, the *Autorità di Regolazione dei Trasporti* (ART, Transport Regulation Authority) approved the new models for the regulation of airport fees, thus concluding the revision process started in March 2022. As stated in the Resolution, the new models are effective from 1 April 2023 and apply to the airport fee review processes commenced from that date.

- RISKS ASSOCIATED TO DELAYS IN THE IMPLEMENTATION OF THE INVESTMENTS PLANNED

The Toscana Aeroporti Group could find it hard to implement the investments announced in the Action Plan approved by ENAC within the expected time frame, due to unforeseeable or difficult to estimate events. External events such as, for example, delays in the authorisation process or execution of works, legal disputes and appeals, may generate higher investment expenses or require a greater use of financial resources, and end up by negatively impacting applicable tariffs and consequently the Group's economic, equity and financial situation. The action plans of the Florence and Pisa airports have been prepared on the basis of the existing Master Plans according to a modularity criterion linked to air traffic trends, in order to be able to adequately respond to new traffic requirements and obtain an adequate remuneration on the investment and financial sustainability.

- RISKS ASSOCIATED WITH AIR TRAFFIC TRENDS IN THE TWO AIRPORTS AND WITH THE CONCENTRATION ON CERTAIN CARRIERS

As for the other operators of the sector, the reduction or interruption of flights by one or more carriers also due to an economic/financial crisis in their business organizations might adversely impact the bottom line and traffic goals of the TA Group.

During 2023, the Tuscan airport system carried approximately 8.2 million passengers, with an overall difference of +21.8% for the Passengers component, +13.1% for the Flights component, +17.8% for the Tonnage component, and -13.2% for the Cargo & Mail component compared to aggregate 2022 data regarding Passengers, Flights, Tonnage, and Cargo & Mail in the Pisa and Florence airports. The total incidence of the first three carriers is 59.8%. More specifically, the incidence of the first carrier is 42.7%, while the second and third carriers account for 10.3% and 6.8%, respectively.

In order to minimise the risk of concentrating traffic on certain carriers, Toscana Aeroporti pursues a marketing and commercial strategy aimed, *inter alia*, at diversifying airlines in the two airports. This strategy is implemented, for example, by keeping continuous direct contacts with the carriers and taking part in major global aviation events, while carrying out constant analyses and monitoring the reference markets.

- ENVIRONMENTAL RISK

The operations of the Group are regulated by many European Union regulations and domestic, regional and local legislation on the protection of the environment. The priority of the Group is to conduct its core business in compliance with the applicable environmental legislation. However, since the environmental liability risk is intrinsic to the activity of the Group, there can be no certainty that new future regulations may not involve further regulatory requirements for the Group. In this regard, we point out that the Group adopted an independently certified environmental management system (EMS) for compliance with the ISO 14001 standard in both Pisa and Florence airports.

- BUSINESS DISRUPTION RISK

Business activities and services may be interrupted by various kinds of events, which may last for shorter or longer periods of time, with impacts on the operation of the airports managed by Toscana Aeroporti and on the business and financial performance of the Group. More specifically, disruptions of business activities generated by prolonged unusual events (e.g., wars, pandemics, volcanic eruptions, etc.) capable of causing long-lasting negative effects on air transport demand may critically impact the operations of the Group. Natural, atmospheric and/or weather events, as well as the unavailability of the infrastructure and/or systems, may also be causes of disruption of airport operations. To tackle this, Toscana Aeroporti has defined and implemented specific safety measures. In addition, although no such event occurred in the past, since the Pisa airport is a military facility that was later opened to civil air traffic, civil aviation could be significantly limited or even suspended in case of a war or extraordinary events of particular significance. The activities of the Group may also be totally or partially disrupted by strikes of its own personnel or of the personnel of any airline, air traffic control service provider or third parties operating in the two airports. With a view to mitigating the potential damage caused by disruptions due to personnel strikes and grievances, the Company maintains a continuous dialogue with trade unions. Furthermore, during this year of post-Covid restart, which was still characterised by some problem in the transport sector due to the high passenger traffic combined with reduced manpower, particularly in certain European countries where no long-term “social shock-absorbers” were adopted, the Group called all its operating staff back into service and stopped temporary layoff plans. Then we started new personnel recruitment for the season, not only before the opening of the summer season, but also afterwards, with the purpose of achieving and ensuring the highest levels of service.

- FINANCIAL RISK

As regards financial risks, see the specific section in the Notes to the Financial Statements.

18. SIGNIFICANT EVENTS OCCURRED AFTER 31 DECEMBER 2023

New operations in the Florence airport

KLM: starting from the winter season onwards, this airline will continue to fly to Amsterdam with 5 daily flights rather than the usual 4.

Volotea: this carrier has already opened sales of its new bi-weekly connection with Prague for the next summer season. This will increase the number of destinations served in this airport to 13.

British Airways: this carrier will operate the London Stansted flight with BA cityflyer during the summer.

SAS: is going to increase its flights for the CPH connection up to one daily flight.

New operations in the Pisa airport

EasyJet: this carrier has already opened ticket sales for the new flights to Barcelona that will be operated twice a week starting from 26 June.

Ryanair: the carrier announced and opened sales of tickets for the new flights that will be operated starting from the summer 2024 to Zagreb (2 weekly flights), Oslo Torp (up to 3 weekly flights) and Kaunas (2 weekly flights).

Other events

By notarial deed dated 12 February 2024, Toscana Aeroporti sold its investment in Firenze Parcheggi S.p.A. (8.16%) to Parcheggi Italia S.p.A.

19. OUTLOOK

Traffic levels approached pre-Covid levels in 2023, resulting in a full recovery of business operations and profitability, albeit accompanied by international tensions due to the ongoing conflicts between Russia and Ukraine, and between Israel and Palestine, which could affect passenger mobility in 2024.

In 2024, the Company will focus on the continuation and finalisation of all the activities related to the approval process of the Florence Master Plan and on the preparation of its implementation, as well as on the development of the new Arrivals terminal in Pisa.

20. PROPOSED ALLOCATION OF THE YEAR'S PROFIT

We are proposing that the **profit for the year** of Toscana Aeroporti - **€ 10,469,582** - be allocated to the legal reserve for € 523,479 and to the extraordinary reserve for € 9,946,103.

Dear Shareholders,

we invite you to approve the financial statements for the year ended 31 December 2023 prepared by Toscana Aeroporti S.p.A. based on the measurement criteria described in the Notes to the Financial Statements.

For the Board of Directors
The Chairman
(Marco Carrai)

CONSOLIDATED FINANCIAL STATEMENTS - Toscana Aeroporti Group

CONSOLIDATED INCOME STATEMENT

Amounts in €K	Notes	FY 2023	of which Related Parties	FY 2022 (*)	of which Related Parties
REVENUE					
Operating revenue		101,604	339	76,819	1,368
Other revenue		6,661	351	6,182	99
Revenue from construction services		14,998		7,407	
TOTAL REVENUE (A)	6.1	123,263	690	90,407	1,467
OTHER INCOME (B)	6.2	657		666	
COSTS	6.3				
Consumables	6.3.1	1,708		1,236	
Cost of personnel	6.3.2	24,916		21,859	
Costs for services	6.3.3	46,565	6,378	40,203	4,588
Sundry operating expenses	6.3.4	1,957	115	1,153	0
Airport fees	6.3.5	7,047		5,712	
TOTAL COSTS (C)		82,192	6,493	70,164	4,588
GROSS OPERATING PROFIT (EBITDA) (A+B-C)		41,729		20,909	
Amortisation, depreciation and impairment losses	6.4	10,754		10,113	
Provision for risks and repairs	6.5	4,812		3,484	
Impairment of trade receivables and other assets	6.6	12		115	
OPERATING PROFIT/(LOSS) (EBIT)		26,151		7,197	
FINANCIAL INCOME AND EXPENSE					
Financial income	6.7	413		94	
Financial expense	6.8	(7,207)		(3,983)	
Gain (loss) on equity investments	6.9	13		(242)	
NET FINANCIAL EXPENSE/INCOME		(6,781)		(4,131)	
PROFIT BEFORE TAX (PBT)		19,370		3,066	
Income taxes	6.10	(6,291)	103	(1,712)	103
PROFIT FROM CONTINUOUS OPERATIONS		13,079		1,354	
Profit (loss) from discontinued operations	6.11	0		3,320	
PROFIT FOR THE YEAR		13,079		4,674	
Non-controlling interest	6.12	(448)		1	
PROFIT FOR THE YEAR ATTRIBUTABLE TO THE OWNERS OF THE PARENT		12,631		4,675	
Earnings per share (€) attributable to the owners of the Parent		0.679		0.251	
Diluted earnings per share (€) from operating activities	6.13	0.679		0.073	
Diluted earnings per share (€) from assets sold or held for sale		0.000		0.178	

(*) Please note that costs for construction services have been classified by nature in the related cost items (costs for consumables, service costs and cost of personnel) in the financial year 2023. Consequently, the comparative figure for the financial year 2022 was also reclassified accordingly.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Amounts in €K	Notes	FY 2023	FY 2022
PROFIT/(LOSS) FOR THE YEAR (A)		13,079	4,674
<i>Other comprehensive profit/(loss) that will not be subsequently reclassified to the Income Statement:</i>			
- Actuarial gain (loss), net of related tax	7.16	(35)	284
- Actuarial gain (loss) from discontinued operations, net of related tax		0	174
<i>Other comprehensive income (expense), net of related tax (B)</i>		<i>(35)</i>	<i>458</i>
COMPREHENSIVE INCOME (A) + (B)		13,044	5,132
Non-controlling interests	7.16	(456)	(18)
COMPREHENSIVE INCOME ATTRIBUTABLE TO THE OWNERS OF THE PAERNT		12,588	5,114

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (amounts in €K)

ASSETS	Notes	31 Dec. 2023 (*)	31 Dec. 2022
NON-CURRENT ASSETS			
Intangible assets	7.1	196,956	188,339
Property, plant and equipment	7.2	23,839	26,391
Right-of-use assets	7.3	3,633	3,904
Equity investments in other entities	7.4	3,340	2,962
Equity investments in associates and joint arrangements	7.5	572	572
Other non-current financial assets	7.6	5,518	5,876
Non-current trade receivables	7.7	805	1,482
<i>of which from related parties</i>		671	1,342
Deferred tax assets	7.8	7,480	9,883
TOTAL NON-CURRENT ASSETS		242,144	239,410
CURRENT ASSETS			
Contract assets	7.9	1,347	1,924
Trade receivables	7.10	22,430	16,909
<i>of which from related parties</i>		1,917	1,026
Current tax assets	7.11	25	270
Other tax assets	7.12	1,909	669
Other current assets	7.13	9,471	7,696
<i>of which from related parties</i>		53	417
Other current financial assets	7.14	393	294
Cash and cash equivalents	7.15	26,143	55,772
TOTAL CURRENT ASSETS		61,716	83,534
TOTAL ASSETS		303,860	322,943

EQUITY AND LIABILITIES	Notes	31 Dec. 2023	31 Dec. 2022
SHARE CAPITAL AND RESERVES			
Share capital		30,710	30,710
Equity reserves		61,843	66,788
FTA reserve		(3,229)	(3,229)
Retained earnings		3,219	642
Profit for the year attributable to the owners of the parent		12,631	4,675
EQUITY ATTRIBUTABLE TO THE OWNERS OF THE PARENT		105,174	99,586
Non-controlling interest		1,326	1,170
TOTAL EQUITY	7.16	106,500	100,756
NON-CURRENT LIABILITIES			
Provisions for risks and charges	7.17	1,800	1,237
Provisions for repair and replacement	7.18	19,334	17,887
Post-employment benefits	7.19	2,193	2,307
Non-current financial liabilities	7.20	43,525	66,515
Non-current lease liabilities	7.21	3,266	3,491
Other non-current liabilities	7.22	1,226	2,251
TOTAL NON-CURRENT LIABILITIES		71,343	93,688
CURRENT LIABILITIES			

Current financial liabilities	7.20	57,333	68,447
Current lease liabilities	7.21	571	589
Current tax liabilities	7.23	2,544	673
<i>of which from related parties</i>		409	0
Other tax liabilities	7.24	8,813	7,387
Trade payables	7.25	35,595	36,703
<i>of which from related parties</i>		2,570	3,456
Social security institutions	7.26	1,563	1,170
Other current liabilities	7.27	11,025	9,934
Provisions for risks and charges (current portion)	7.17	3,434	0
Provisions for repair and replacement (current portion)	7.18	5,139	3,596
TOTAL CURRENT LIABILITIES		126,016	128,499
TOTAL LIABILITIES		197,360	222,187
TOTAL LIABILITIES AND EQUITY		303,860	322,943

(*) Please note that the so-called "Concession Price" at 31 December 2023 has been reclassified from Intangible assets to Other (non-current) financial assets. As a result, the comparative figure for 31 December 2022 was also reclassified accordingly.

STATEMENT OF CASH FLOWS

Amounts in €K	Notes	2023	2022
OPERATING ACTIVITIES			
Profit for the year		13,079	4,674
<i>Adjusted for:</i>			
- Amortisation of intangible assets, depreciation of property, plant and equipment, and right-of-use assets	6.4	9,892	10,493
- Impairment losses	6.4	861	107
- Gains/(losses) on equity investments	6.9	(13)	242
- Change in provisions for risks and charges	7.17	563	150
- Net change in post-employment benefits	7.19	(273)	(518)
- Net change in provisions for repair	7.18	2,077	1,714
- Gains on disposal of subsidiaries		0	(4,002)
- Other non-monetary changes		(2,548)	(105)
- Lease expense	6.8	118	126
- Other net financial expense/income	6.8	6,676	3,787
- Net changes in deferred tax liabilities	6.10	2,414	635
- Current taxes	6.10	3,877	943
- (Increase)/decrease in contract assets	7.9	578	(1,924)
- (Increase)/decrease in trade receivables	7.7 - 7.10	(4,841)	(5,568)
- Increase/(decrease) in other assets	7.6 - 7.12 - 7.13	(2,421)	10,022
- Increase/(decrease) in payables to suppliers	7.17 - 7.25	2,297	11,086
- Increase/(decrease) in other liabilities	7.22 - 7.24 - 7.26	1,839	919
Cash flows from operating activities		34,175	32,782
- Interest paid		(6,029)	(2,295)
- Income taxes paid		(1,762)	(53)
Cash flows from operating activities		26,384	30,434
INVESTING ACTIVITIES			
- Investments in property, plant and equipment	7.2	(852)	(1,384)
- Divestment of property, plant and equipment	7.2	8	141
- Investments in intangible assets	7.1	(12,987)	(7,722)

- Equity investments and other financial assets	7.1	(99)	(1,075)
- Dividends received	6.9	13	13
- Net acquisition of subsidiaries		0	(1,000)
- Net disposal of subsidiaries		0	611
Cash flows generated by (used in) investing activities		(13,917)	(10,417)
FINANCING ACTIVITIES			
- Dividends paid	7.16	(7,300)	(7,000)
- Current/non-current loans taken out	7.20	53,500	59,500
- Repayment of current/non-current loans	7.20	(87,556)	(70,006)
- Repayment of lease liabilities	7.21	(740)	(887)
Cash flows generated by (used in) financing activities		(42,096)	(18,392)
Net increase/(decrease) in cash and cash equivalents		(29,629)	1,625
Opening cash and cash equivalents		55,772	54,147
Closing cash and cash equivalents	7.15	26,143	55,772

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
(amounts shown in €K)

Note 7.16

SHARE CAPITAL	SHARE PREMIUM RESERVE	LEGAL RESERVE	STATUTORY / EXTRAORDINARY RESERVES	OTHER RESERVES	FTA RESERVE	RETAINED EARNINGS	PROFIT FOR THE YEAR	EQUITY ATTRIBUTABLE TO THE OWNERS OF THE PARENT	NON-CONTROLLING INTEREST	TOTAL EQUITY
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EQUITY AT 31											
December 2021	30,710	18,941	5,369	30,938	24,585	(3,229)	13,001	18,843	101,472	1,153	102,624
PROFIT FOR THE YEAR	-	-	-	-	-	-	-	4,675	4,675	(1)	4,674
OTHER COMPREHENSIVE INCOME	-	-	-	-	-	-	-	439	439	19	458
TOTAL COMPREHENSIVE PROFIT (LOSS)	-	-	-	-	-	-	-	5,114	5,114	18	5,132
PROFIT ALLOCATION	-	-	-	6,045	-	-	-	6,045	-	-	-
DISTRIBUTION OF RESERVES	-	-	-	7,000	-	0	-	-	(7,000)	0	(7,000)
TOTAL ITEMS DIRECTLY RECOGNISED IN THE EQUITY	-	-	-	13,045	-	0	-	6,045	(7,000)	0	(7,000)
EQUITY AT 31											
December 2022	30,710	18,941	5,369	17,893	24,585	(3,229)	13,001	(7,684)	99,586	1,170	100,756
NET YEAR'S PROFIT (LOSS)	0	0	0	0	0	0	0	12,631	12,631	448	13,079
OTHER COMPREHENSIVE INCOME	0	0	0	0	0	0	0	(43)	(43)	8	(35)
TOTAL COMPREHENSIVE PROFIT (LOSS)	0	0	0	0	0	0	0	12,588	12,588	456	13,044
PROFIT ALLOCATION	0	0	103	1,952	0	0	0	(2,055)	0	0	0
DIVIDENDS	0	0	0	0	0	0	0	0	0	(300)	(300)
DISTRIBUTION OF RESERVES	0	0	0	(7,000)	0	0	0	0	(7,000)	0	(7,000)
TOTAL ITEMS DIRECTLY RECOGNISED IN THE EQUITY	0	0	103	(5,048)	0	0	0	(2,055)	(7,000)	(300)	(7,300)
EQUITY AT 31											
December 2023	30,710	18,941	5,472	12,846	24,585	(3,229)	13,001	2,849	105,174	1,326	106,500

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2023

1. General information

The Toscana Aeroporti Group (hereinafter also “Group” or “TA Group”) includes the parent company Toscana Aeroporti S.p.A. (hereinafter also the “Parent” or “TA”), a joint-stock company with registered office at the address registered in the Register of Companies of Florence, and its subsidiaries Toscana Aeroporti Engineering S.r.l., Parcheggi Peretola S.r.l., Jet Fuel Co. S.r.l., and Toscana Aeroporti Costruzioni S.r.l.

The Parent is the result of the merger by incorporation of Aeroporto Toscana Galileo Galilei S.p.A. (Pisa airport) and Aeroporto di Firenze S.p.A. (Florence airport) For completeness, we remind readers that the merger was the result of a business combination between entities under the common control of Corporación America Italia S.p.A. Therefore, being a “business combination involving entities under common control”, a transaction explicitly excluded from the scope of the international accounting standard IFRS 3 “Business combinations”, the merger is reflected in the financial statements of the company that resulted from the merger with the assets and liabilities of the acquired company recognised in the amounts shown in the financial statements of the incorporated entity. This accounting treatment, in fact, allows the Management to provide relevant and reliable information in compliance with the requirements of section 10 of IAS 8 “Accounting Policies, Changes in Accounting Estimates and Errors”. 10. The main operations of the Group are described in the Report on Operations.

The Consolidated Financial Statements of the TA Group show amounts in Euro thousand (€K), as this is the currency used by TA and its subsidiaries for most transactions.

In addition, international financial reporting standards have been consistently applied for all the companies of the Group. The financial statements of the Subsidiaries, used for the consolidation, have been appropriately amended and reclassified, where necessary, for consistency with international financial reporting standards and classification criteria.

The limited auditing activity conducted on the 2023 Consolidated Financial Statement of the TA Group has been carried out by the auditor KPMG S.p.A.

2. Basis of preparation

The 2023 Consolidated Financial Statement of the TA Group has been prepared in compliance with the international accounting and financial reporting standards (IAS/IFRS) in force at 31 December 2023, as issued by the International Accounting Standards Board and approved by the European Union, as well as with the provisions implementing Art. 9 of Leg. Dec. no. 38/2005 (CONSOB Resolution no. 15519 of 27 July 2006 concerning “Provisions on financial statements”, CONSOB Resolution no. 15520 of 27 July 2006 concerning “Amendments and additions to the Issuers’ Regulation adopted with Resolution no. 11971/99”, CONSOB’s Notice no. 6064293 of 28 July 2006 concerning “Company disclosures required by to Art. 114(5) of Leg. Dec. no. 58/98”). Furthermore, we considered the International Financial Reporting Interpretations Committee (“IFRIC”), formerly Standing Interpretations Committee (“SIC”).

Basis of presentation

As regards the format of financial statements, the Company decided to present the following types of consolidated statements: Statement of Financial Position, Income Statement, Statement of Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and Notes to the

Financial Statements. In turn, assets and liabilities are recognised as current and non-current items in the Statement of Financial Position.

Statement of Financial Position

The financial position is presented by classifying assets and liabilities as current or non-current items. Furthermore, the Statement of Financial Position, pursuant to Consob's Resolution no. 15519 of 27 July 2006, breaks down all the relevant asset and liability items referred to transactions with related parties.

Income Statement

The Income Statement is presented with classifications by nature, as this is considered to be the most significant classification method for the best disclosure of the Group's performance. Furthermore, the Income Statement, pursuant to Consob's Resolution no. 15519 of 27 July 2006, breaks down all the relevant cost and revenue items referred to related party transactions.

Statement of Comprehensive Income

In order to present additional information on its performance, the Group chose to prepare two separate statements: the Income Statement, which includes the profit (loss) for the year, and the Statement of Comprehensive Income (hereinafter also briefly "SCI"), which includes both the profit (loss) for the year and changes in the equity relating to profit or loss items which, as specified in international financial reporting standards, are recognised under Equity. The Statement of Comprehensive Income is presented with details of Other Comprehensive Income to distinguish between income and expense that will be reclassified to profit or loss in the future, and income and expense that will never be reclassified to profit or loss.

Statement of Cash Flows

The Statement of Cash Flows is presented subdivided into cash flow formation areas. It has been adopted by the TA Group and prepared by using the indirect method. Cash and cash equivalents included in the cash flow statement include the amounts of said items at the reporting date. Income and expenses concerning interests, dividends received and income taxes are included under cash flows from operating activities.

Pursuant to CONSOB Resolution no. 15519 of 27 July 2006, we specify that the Statement of Cash Flows does not show the cash flows regarding related party transactions, because they are not deemed material.

Statement of Changes in Equity

The Statement of Changes in Equity is presented as required by international financial reporting standards, with separated items for the year's profit and each revenue, income, charge and expense not passed in the income statement or in the statement of comprehensive income, but directly recognised in the equity based on specific IAS/IFRS standards.

3. Consolidation scope and criteria

The consolidation scope includes the Parent and the companies directly or indirectly controlled by Toscana Aeroporti. A company is controlled when the Group is exposed to or is entitled to receive variable returns from investment in the company and can influence such returns through the exercise of its decision-making power on the company. The subsidiaries are consolidated on a line-by-line basis and are listed in section 1 of these Notes of the Report on Operations.

Companies are included in the consolidation scope from the date on which the Group gains control over them, while they are excluded from the date on which the Group loses control over them, as defined above. The main consolidation criteria used in preparing the financial statements for the year, in compliance with IFRS at 31 December 2023, are described below:

- a. The carrying amount of the investments made in subsidiaries is eliminated against the related Shareholders' equity, against the recognition of the assets and liabilities of the investees on a line-by-line basis. Control exists when the Group is exposed or is entitled to receive variable returns from its involvement in the entity and has the capacity to influence said variable returns with its power over the controlled company. The acquisition of a controlled company is recognised according to the acquisition method. The cost of the acquisition is determined by the sum of current entries at the date when control has been obtained on the assets given, on the liabilities incurred or undertaken, and on the financial instruments issued by the Group in exchange for the control of the acquiree.
- b. The assets, liabilities and potential liabilities acquired and identifiable are recognised at their fair value at the acquisition date. The positive difference between the fair value of the consideration, plus any non-controlling interest in the acquiree (In the event of step acquisitions, the fair value at the acquisition date of the interest in the acquiree previously held by the acquirer is also added), and the fair value of the assets acquired and of the liabilities assumed is classified as Goodwill and is recognised in the Statement of Financial Position as an intangible asset. Instead, any negative difference ("negative goodwill") is expensed to the Income Statement at the acquisition date. Non-controlling interests are recognised proportionally to the net assets that can be identified at the acquisition date. If the control of a company is acquired, in which a non-controlling interest was already held, the previously held investment is measured at fair value and the effects of this adjustment is expensed.
- c. Once control has been acquired over the acquiree, any acquisition of further investments is accounted for by recognising the difference between the price paid and the value of the corresponding amount of equity of the acquiree as a direct reduction of the consolidated equity. Similarly, in the event of a transfer of shares that does not involve a loss of control, the capital gain or loss is recognised directly in an item of the Equity and subsequently transferred to the Income Statement only at the time of the transfer of the control of the acquiree.
- d. The profit or loss of the subsidiaries acquired or transferred during the business year at issue are included in the Consolidated Income Statement from the effective acquisition date until the effective transfer date.
- e. Investments in Associates are measured using the equity method: if TA's share of the losses of the associate exceeds the carrying amount of the investment, then the investment is fully impaired and any further loss is recognised to the extent that TA is responsible for it.
- f. Significant transactions between consolidated entities are eliminated, together with the assets and liabilities, costs and revenues, and unrealised profits deriving from transactions between companies of the Group, after deducting any tax.
- g. Non-controlling interests in the net assets of the consolidated subsidiaries are identified separately from the Group's equity. Said interests are determined based on the percentage held in the assets and liabilities identified at the acquisition date and in the changes in equity after that date. For the acquisitions completed before the date of first application of the IFRS, as permitted by IFRS 1, the consolidation is done according to the previously applicable standards.

The following are subsidiaries, consolidated on a line-by-line basis, associates and joint arrangements, measured using the equity method:

Companies ¹	Registered Office	Share/quota capital (€k)	%
Toscana Aeroporti S.p.A.	Florence	30,710	Parent company
Toscana Aeroporti Engineering S.r.l.	Florence	80	100.00
Parcheggi Peretola S.r.l.	Florence	50	100.00
Jet Fuel Co. S.r.l.	Pisa	150	51.00
Toscana Aeroporti Costruzioni S.r.l.	Pisa	1,000	51.00
Alatoscana S.p.A.	M. di Campo	2,910	13.27
Toscana Aeroporti Handling S.r.l.	Florence	1,150	20.00
AC. Quasarda S.c.a.r.l.	Pisa	10	72.42 ²

4. Accounting policies and measurement criteria

The accounting policies and measurement criteria adopted for the preparation of the consolidated financial statements for the business year ended 31 December 2023 are described below. The basic measurement criterion adopted in the preparation of Statement of Financial Position is the historical cost method, except for those accounting items for which a fair value measurement method is used, as specified below.

These consolidated financial statements have been prepared on a going concern basis, assuming that the Group will be able to settle its liabilities. In detail, pursuant to Art. 2423 – bis, paragraph 1, no. 1, of the Italian Civil Code, each item of the financial statements has been measured in the perspective of continuing operations and considering the company as a functioning economic entity managed with the purpose of generating income.

In this respect, Directors have prospectively assessed the capacity of the company to keep existing as a functioning economic entity for a foreseeable future time period covering a period of at least 12 months from the date of approval of these financial statements.

Directors initially considered the positive performance of 2023 compared to previous years, with a profit for the year of € 12.6 M and cash flows from operating activities of € 26.3 M, partially used for investing activities.

The Statement of Financial Position shows current liabilities (€ 126 M) in excess of current assets (€ 61 M) and current financial liabilities of € 57 M, of which € 19.9 M relating to the SACE loan entered into during the pandemic, and the residual essentially relating to current credit facilities (“hot money”) that are normally renewed by credit institutions on maturity.

There is also cash for € 26 M and undrawn credit lines of € 15.3 M at the reporting date.

In such a context, as indicated in Note 7.20, the Company is completing a negotiation process initiated in the past year with a pool of banks to redefine its financing. The finalization of this process will make it possible to repay existing credit lines and ensure greater consistency to the capital structure of the Company and Group.

In addition, as indicated in Note 7.1, the authorisation process for the approval of the new Florence Airport Master Plan is ongoing and will lead to significant developments in traffic and in all the operational indicators as a result of significant investments.

The positive economic and financial trends expected in the coming years is also supported by the forecasts set forth in the TA Group’s Business Plan prepared for the year until the end of the concession periods, which show a gradual improvement in gross operating profits and the generation of positive cash flows from operations that will allow the company and the Group to conduct their business activities in a balanced manner and consistently with the dynamics of the reference market.

¹ Toscana Aeroporti Engineering S.r.l., Parcheggi Peretola S.r.l., Jet Fuel Co., and Toscana Aeroporti Costruzioni S.r.l. are subsidiaries of Toscana Aeroporti S.p.A., while Toscana Aeroporti Handling S.r.l. and Alatoscana S.p.A. are classified as associates, and AC.Quasarda S.c.a.r.l. is classified as a joint arrangement.

² Share owned by Toscana Aeroporti Costruzioni S.r.l.

In their assessment, Directors also considered the possible outcome of the ongoing legal disputes, particularly the litigation with NIT (described in section 9.7), the final judgement of which is awaited after the completion of the procedure in December 2023, when the conclusions and replies have been lodged. In that regard, considering the significance of the disputed claim, Directors considered that, although the Company expects its point to be recognised in trial, and also in the opinion of the lawyer defending the Company, an adverse outcome of the litigation should not be excluded, as is the case in each judgement. Should the Company lose in trial, an appeal would be immediately filed with a request for suspension; this, in the light of the circumstances, and also in the opinion of an external counsel, could reasonably be granted, thus allowing the Company to continue its operations, which would enable positive cash flows to be gained as forecast in the Business Plan. In addition, the possible adverse outcome of the litigation could result in an obligation to purchase assets (the land covered by the contract with NIT) with a possible economic effect limited to impairments of those assets.

Finally, when analysing potential negative scenarios, Directors considered the possibility to ask, if necessary, the support of the CAAP Group, which has expressed and continues to express its interest in supporting the development of the TA Group, also in the development perspectives of the new Florence Master Plan.

In view of the circumstances outlined above and taking the Business Plan forecasts into account, no significant uncertainties have been identified which could raise doubts about the Company's ability to operate as a going concern; therefore, the annual financial statements have been prepared under the going concern assumption.

Goodwill

In the event that business entities are purchased, the assets, liabilities and potential liabilities acquired and identifiable are recognised at their fair value at the acquisition date. The positive difference between the fair value of the consideration, plus any non-controlling interest in the acquiree (In the event of step acquisitions, the fair value at the acquisition date of the interest in the acquiree previously held by the acquirer is also added), and the fair value of the assets acquired and of the liabilities assumed is classified as Goodwill and recognised as an intangible asset in the balance sheet. Instead, any negative difference ("negative goodwill") is expensed to the Income Statement at the acquisition date. Non-controlling interests are recognised proportionally to the net assets that can be identified at the acquisition date.

If the control of a company is acquired, in which a non-controlling interest was already held, the previously held investment is measured at fair value and the effects of this adjustment is expensed.

The related costs of the business combination transaction are expensed.

The potential considerations, i.e. the obligation of the acquirer to transfer additional assets or shares to the seller in the event that certain future events or conditions occur, are recognised at fair value at the acquisition date as part of the consideration transferred in exchange for the same acquisition. Any subsequent change in the fair value of such arrangements is recognised in the Income Statement.

Goodwill is not amortised, but reviewed ever year - or more frequently, if specific events or changed circumstances indicate the possibility of an impairment - to identify any impairment according to the criteria laid down by IAS 36 "Impairment losses". After the initial recognition, goodwill is measured at cost, after deducting any accumulated impairment loss.

Concession arrangements and provision for repair and replacement (IFRIC 12)

The TA group, like all entities operating under concession arrangements, accounts for "concession rights" in its Statement of Financial Position to report "Service concession arrangements", as required by IFRIC12, i.e. the value attributed to the right to use the assets (infrastructure, facilities, etc.) held under the concession. A concession contract falls under the IFRIC 12 definition of "Service concession arrangements" when the public entity who is the grantor still "controls" the infrastructure or a portion thereof. The grantor is considered to be in "control" when it: (i) controls or determines which services are to be provided by the operator, who those services should be provided to and for what price; and (ii) controls, through

ownership, the entitlement to the benefit or otherwise, any residual interest in the infrastructure at the termination of the contract.

IFRIC 12 requires concession rights to be recognised as intangible assets when the operator is entitled/has the right to charge a fee to the users of the public service that is provided through the use of the infrastructure; or else, to be recognised as financial assets to the extent that the operator has an unconditional contractual right to receive cash or another financial asset from, or on the instruction of, the grantor for construction services. The TA Group recognises as intangible assets the concession rights that, according to regulatory accounting principles, will be completely depreciated before the expiration of the concession and will be remunerated through the right to charge tariffs to the users of the public service. Conversely, the share of concession rights for which the regulatory amortisation exceeds the duration of the concession reflects the value that the incoming operator will be obliged to pay to the outgoing operator at the natural expiry of the concession, which will be determined in compliance with regulatory accounting principles. This value is classified as a non-current financial asset called "Concession Price".

Considering that the Pisa airport is a military airport that has been opened to civil traffic, "Concession rights" also include the investments made by the Parent in the flight infrastructure belonging to the *Aeronautica Militare* (Air Force, Ministry of Defence), as provided for in the Programme Agreements signed with ENAC.

Concession rights are recognised in the Statement of Financial Position at the fair value (estimated on the basis of the cost incurred for activities carried out outside the Group and of the market value for those carried out internally) of the construction and upgrade of assets covered by IFRIC 12.

As a balancing entry to the recognition of concession rights, the TA Group recognises Revenue from construction services.

Concession rights recognised as intangible assets are amortised over the duration of the individual concessions (expiring in December 2048 for the Pisa airport, February 2045 for the Florence airport), keeping the residual value of transferred assets into account; this method reflects how the future economic benefits of the asset are expected to be used by the concessionaire.

The concession contract also obliges the operator to ensure that the assets granted under the concession are kept in good and safe operating conditions for the entire duration of the concession. The maintenance of the infrastructure may differ depending on their nature. More specifically, they are distinguished into two categories:

- routine maintenance of the infrastructure; or
- replacement, scheduled maintenance and repair of the infrastructure at a future date.

The former category refers to the routine maintenance of the infrastructure, the expense for which is recognised in the income statement when incurred. The latter category is recognised according to IAS 37 "Provisions, Contingent Liabilities and Contingent Assets", which requires:

- on the one hand, the accrual in the income statement of a provision consisting of an operating component (which includes any effects deriving from changes in the discount rate) and a financial component;
- on the other hand, the recognition of provisions for repair and replacement in the Statement of Financial Position. This provision, consistently with the obligations established by the individual concession agreements, includes the best estimate of the present value of the expenses accrued at year-end for maintenance scheduled in subsequent business years, aimed to ensure the required functioning, operation and safety of all the assets granted under the concession based on the information available at the reporting date.

The estimation of this expense is made on the basis of multiple assumptions, described in the section "Use of estimates".

Intangible assets

An intangible asset purchased or produced internally is recognised under Assets, as required by IAS 38 “Intangible assets”, only if it can be identified and controlled, and if it is possible to predict the generation of future economic benefits, and if its cost can be determined reliably.

Intangible assets with a finite useful life are carried at purchase or production cost, after deducting accumulated amortisation and impairment losses. As described in the previous section, concession rights are recognised in the Statement of Financial Position at fair value (estimated on the basis of the cost incurred for activities performed outside the Group and of the market value for activities performed internally).

Amortisation is determined by making reference to the period of its estimated useful life and starts when the asset is available for use. The amortisation criteria adopted for the various intangible asset items are the following:

- Industrial patent and intellectual property rights: 2 years;
- Deferred charges: 5 years or referring to the different useful life, if lower;
- concession rights: over the duration of the concession, as described above.

Assets under development are carried at fair value, based on the progress reports defined by the contract with the supplier, and are amortised starting from the business year when they start being used.

If, regardless of the amortisation already accounted for, an impairment is observed, the asset is impaired accordingly; if, in subsequent years, the assumption for the impairment does no longer exist, the original amount will be restored, adjusted solely by amortisation.

Development costs can be capitalised provided that the cost is reliable, can be determined and the asset can be shown to be capable of producing future economic benefits.

Research costs are expensed to the Income Statement in the period when they are incurred.

No intangible assets with an indefinite useful life other than goodwill have been recognised in the Statement of Financial Position.

Property, Plant and Equipment

Property, plant and equipment are recognised at their purchase cost (more specifically, according to this principle, the value of land is separated from the value of the buildings built on said land and only the building is depreciated) and the cost includes incidental, direct and indirect costs for the portion reasonably attributable to the asset. For an asset that justifies capitalisation, the cost also includes the financial expenses that are directly attributable to the acquisition, construction or production of asset itself.

If the individual components of a complex tangible assets (property, plant and equipment) item have different useful lives, they are recognised separately so as to be depreciated consistently with their relative useful lives (so-called “component approach”).

The costs incurred after the purchase are capitalised only if they increase the future economic benefits implied in the asset to which they refer. All the other costs are expensed when they are incurred. Assets under construction are measured at cost and depreciated starting from the year when they start being used.

Property, plant and equipment are systematically depreciated in each business year on a straight-line basis based on economic-technical rates determined in connection with the residual possibilities of use of the assets.

The rates applied are specified below:

- | | |
|--|-----------------|
| - Land: | Not depreciated |
| - Property: | 4% (25 years) |
| - Plant and Equipment: | 10% (10 years) |
| - Industrial and commercial equipment: | 10% (10 years) |
| - Electronic machines: | 20% (5 years) |
| - Office furniture and equipment: | 12% (9 years) |
| - Trucks: | 25% (4 years) |

- Cars: 20% (5 years)

Investments in freely transferable assets made before 1997 have been depreciated based on the lower term between the duration of the concession and the useful life of each individual asset.

Scheduled maintenance costs are fully expensed. Incremental maintenance costs are attributed to the assets to which they refer and depreciated in connection with their residual possibility of use.

Gains and losses deriving from the sale or divestment of assets are determined as the difference between the sales revenue and the net carrying amount of the asset and are recognised in the Income Statement of the year.

Impairment losses

At each reporting date, the TA Group reviews the carrying amount of its tangible and intangible assets to detect any impairment loss. Whenever any such indication exists, the recoverable amount of said assets is estimated to determine the amount of the impairment (impairment test). Where it is impossible to estimate the recoverable amount of each individual asset, the TA Group estimates the Recoverable amount of the cash-generating unit (CGU) to which the asset belongs.

Intangible assets with an indefinite useful life (goodwill) and assets not yet available for use (assets under development) are tested for impairment every year to determine any loss, regardless of whether or not any indicators of impairment have been identified.

The recoverable amount is the greater between the net selling price and the value in use. In determining the value in use, the estimated future cash flows are discounted to their present value by using a pre-tax rate that reflects the market's current assessment of the cost of money and the specific risks of the asset.

If the recoverable amount of an asset or CGU is estimated to be lower than the relative carrying amount, the carrying amount of the asset is reduced to the lesser Recoverable amount. An impairment loss is immediately recognised in the Income Statement for the year.

A CGU is defined in IAS 36 as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. The TA Group, following an analysis of its cash flows, identified the airports of Florence and Pisa as CGUs, since the two airports generate cash inflows that are largely independent of each other. The Group also assessed whether these cash flows could be further broken down by type of service - Aviation / Non-Aviation - and concluded that the cash flows generated by those services are not largely independent of each other, mainly in view of the significant dependence of the inflows of the Non-Aviation sector on traffic volumes, and therefore of the Aviation sector.

When the circumstances for the impairment loss no longer exist, the carrying amount of the asset (or cash-generating unit), except for goodwill, is adjusted upward to its new estimated recoverable amount, but without exceeding the net carrying amount the asset would have had if the impairment had not been recognised. The reversal is recognised immediately in the income statement for the year.

Leases (for the lessee)

For all the lease agreements to which it is a party, except for short-term leases (with a duration of 12 months or less and that do not contain a purchase option) and leases for low-value assets (with a unit value lower than € 5 K), the Group recognises a right-of-use asset at the start date of the lease, which corresponds to the date on which the underlying asset is available for use.

Short-term and low-value leases are recognised as costs in the income statement on a straight-line basis over the term of the lease.

Right-of-use assets are measured at cost, net of accumulated depreciation and impairment losses, and adjusted as a result of each remeasurement of lease liabilities. The amount of right-of-use assets corresponds to the lease liabilities recognised, in addition to the initial direct costs incurred, lease liabilities adjusted at the commencement date or earlier, and restoration costs, net of any lease incentives received. The discounted amount of the liability so determined increases the right of use of the underlying

asset, with a balancing entry recognised in a dedicated provision. Unless the Group is reasonably certain to obtain the ownership of the leased asset at the end of the lease term, Right-of-use assets are depreciated on a straight-line basis on the basis of the estimated useful life or term of the lease, if lower.

The term of the lease is determined by considering the non-cancellable period of the lease, together with the periods covered by an option to extend the agreement if it is reasonably certain that said option will be exercised, or any period covered by an option to terminate the lease, if it is reasonably certain that the option will not be exercised. The Group assesses whether or not the exercise of the extension or termination options is reasonably certain, taking into account all the significant factors that create an economic incentive in connection with such decisions.

The lease liability is recognised at the commencement date of the arrangement for an overall amount equal to the present value of the leases to be paid during the term of the agreement, discounted by using the incremental borrowing rate (IBR), when the interest rate implicit in the lease is not easy to determine. Variable lease payments are expensed as a cost of the year.

IFRS 16 requires the Management to develop estimates and assumptions which may affect the measurement of right-of-use assets and of the lease liability, including the determination of: contracts for the implementation of the new rules for the measurement of assets/liabilities with the financial method; terms of the agreement; interest rate used for the discounting of future lease payments.

Leases (for the lessor)

Lease agreements where the Group is the lessor are classified as operating or finance leases. Subconcessions specifically belong to this category.

A lease is classified as a finance lease if it substantially transfers all the risks and rewards incidental to the ownership of an underlying asset. A lease is classified as an operating lease if it does not substantially transfer all the risks and rewards incidental to the ownership of an underlying asset.

The Group, at the date of these financial statements, has only operating leases.

For operating lease agreements, the Group must also recognise lease payments due as income on a straight-line basis or using another systematic criterion.

The costs incurred for the realisation of the income, including amortisation, are recognised as costs.

Disclosure of transactions between continuing operations and discontinued operations

Considering that neither IFRS 5 nor IAS 1 provide guidance on how transactions between continuing operations and discontinued operations should be disclosed, we selected a method that recognises these transactions taking into account the elimination of intra-group transactions between the two categories of assets.

Equity investments in associates and joint arrangements

Associates and joint arrangements are recognised starting from the date on which the significant influence or joint control commences and until the time this situation ceases to exist. Associates are those entities over which the Group exercises a considerable influence, but does not control their financial and operating policies. Joint arrangements are joint control arrangements where the parties having joint control have rights over the net assets of the arrangement.

According to the equity method, an investment in an associate or joint arrangement is initially recognised at cost and the carrying amount is increased or decreased to reflect the Group's share of the profits or losses realised after the acquisition date. The Group's share of the investee's profit (loss) for the year is recognised in the consolidated income statement. Any dividends received by an investee will reduce the carrying amount of the investment. Changes in the carrying amount of the investment may also be the result of changes in the investee's other comprehensive income. The Group recognises its share of said changes under other comprehensive income. If the share of the Group's losses in an associate is equal or greater than the Group's interest in that associate, the Group will suspend the recognition of its share of further losses. After fully impairing the investment, any further loss is accrued and recognised as a liability

only to the extent that the Group has legal or implicit obligations or has made payments on behalf of the associate. If the associate realises profits later, the Group will resume the recognition of its share of profits only when the associate has equalled its share of unrecognised losses.

Directors believe that the Group has a significant influence over Alatoscana S.p.a. (the Elba Island's airport operator), even though its investment is lower than 20%. More specifically, that influence is due to the power they have to influence the commercial, financial and operating policies of the company.

Financial assets (including equity investments in other entities)

The classification and measurement of financial assets is done by considering both the related management model and the contractual characteristics of the cash flows that can be obtained by the asset. Depending on the characteristics of the instrument and on the business model adopted for its management, the following three categories are distinguished:

- (i) financial assets at amortised cost;
- (ii) financial assets at fair value through other comprehensive income (FVTOCI);
- (iii) financial assets at fair value through profit or loss (FVTPL).

The financial asset is measured by using the amortised cost method if both of the following conditions are met:

- the financial asset management model consists in holding the asset solely for the purpose of collecting the relevant cash flows; and
- the financial asset generates, at contractually predetermined dates, cash flows representing exclusively the return on the financial asset itself.

According to the amortised cost method, the original carrying amount is subsequently adjusted to take into account principal repayments, any impairment losses and amortisation of the difference between the repayment amount and the original carrying amount.

Amortisation is made on the basis of the effective internal interest rate, which represents the rate that makes the present value of the expected cash flows and the original carrying amount equal at the time of initial recognition.

Receivables and other financial assets measured at amortised cost are recognised net of the related loss allowance.

Financial assets that represent debt instruments, whose business model includes both the possibility of cashing contractual cash flows and that of realising capital gains from sale (the "hold to collect and sell" business model), are measured at fair value through other comprehensive income or OCI ("assets measured at FVTOCI").

In this case, any changes in the fair value of the instrument are recognised in equity through OCI. The aggregate amount of fair value changes recognised in the equity reserve, which also includes other comprehensive income (OCI), is reversed to the Income Statement or income statement when the instrument is derecognised. The income statement also includes any interest income determined by using the effective interest rate, exchange rate differences and impairment losses.

A financial asset that is not measured at amortised cost or FVTOCI is measured at fair value through profit or loss (assets measured at FVTPL).

Financial instruments are derecognised when, as a result of their transfer or extinction, the Company is no longer involved in their management and consequently is not affected by the related risks and benefits.

Fair value hierarchy

For all transactions and (financial or non-financial) balances for which an accounting standard requires or permits fair value measurement, the Group applies the following criteria:

- a. Identification of the unit of account, i.e., the level at which an asset or liability is aggregated or disaggregated for recognition under IFRS;

- b. Identification of the main market (or of the most advantageous market) in which transactions could take place for the asset or liability to be measured; if there is no evidence to the contrary, the currently used market will be assumed to be the main market or the most advantageous market;
- c. Definition of the highest and best use for non-financial assets: if there is no evidence to the contrary, the highest and best use will be the current use of the asset;
- d. Definition of the most appropriate measurement methods for the estimation of fair value: these methods maximise the use of observable data, which market participants would use in determining the price of the asset or liability;
- e. Determination of the fair value of assets as the price that would be perceived for their sale, and of liabilities and equity instruments as the price that would be paid for their transfer in a regular transaction between market participants at the measurement date;
- f. Inclusion of non-performance risk in the measurement of assets and liabilities and, particularly for financial instruments, determination of an adjustment factor in the measurement of fair value to include, in addition to the counterparty credit risk (CVA, credit measurement adjustment), the own credit risk of the entity (DVA, debit measurement adjustment).

Based on the data used for fair value measurement, a fair value hierarchy has been identified to classify assets and liabilities measured at fair value or for which the fair value is disclosed in the financial statements:

- a. Level 1 – includes the prices quoted in active markets for assets or liabilities that are identical to those to be valued;
- b. Level 2 – includes observable data, different from those included in Level 1, such as: (i) prices quoted in active markets for similar assets or liabilities; (ii) prices quoted in non-active markets for similar or identical assets or liabilities; (iii) other observable data (interest rate curves, implicit volatility, credit spreads);
- c. Level 3 – uses non-observable data, which can be used when no observable input data is available. Non-observable data used for fair value measurement reflect the assumptions market participants would assume in price fixing for the assets and liabilities to be measured.

Trade receivables and other assets

Trade receivables and the other receivables are initially recognised at fair value and subsequently measured by using the amortised cost method, less the loss allowance.

The Group measures any impairment of receivables by adopting an expected loss approach. For trade receivables, the Group has adopted a 'simplified approach' to measurement that does not require the recognition of periodic changes in credit risk, but rather the recognition of an expected credit loss ("ECL") calculated over the lifetime of expected credit loss the receivable ("lifetime ECL"). In detail, the policy implemented by the Group consists in stratifying trade receivables into categories based on the number of days that a trade receivable is past due and the allocation is defined on the basis of the historical experience of credit losses, adjusted to take into account specific forecasting factors referred to creditors and the economic environment.

Trade receivables are fully impaired in the absence of a reasonable expectation of their collection, i.e. in the presence of insolvent business counterparties.

The carrying amount of the asset is reduced through the use of a loss allowance and the amount of the loss is recognised in profit or loss.

When the collection of money is deferred beyond the normal commercial terms agreed with customers, receivables are discounted back.

Cash and cash equivalents

Cash and cash equivalents include liquidity, bank current accounts and deposits repayable on demand (postal current accounts held with post offices) that, due to their nature, are not subject to significant changes in value. It does not include bank facilities repayable on demand.

Financial liabilities

Financial liabilities include advance payments made for the assignment of receivables, as well as other financial liabilities that include derivative financial instruments and liabilities for assets recognised under finance leases.

Financial liabilities are recognised at fair value, net of any ancillary transaction costs. After this initial recognition, these liabilities are recognised with the amortised cost method, determined by using the effective interest method. In the event of a renegotiation of a financial liability that does not qualify as “settlement of the original debt”, the difference between (i) the carrying amount of the pre-change liability and (ii) the present value of the cash flows of the changed debt, discounted at the internal rate of return (IRR), is expensed in the income statement.

Provisions for risks and charges

The TA Group recognises Provisions for risks and charges when it has a legal or implicit obligation towards third parties and the use of the resources of the Group is likely to be necessary to fulfil that obligation, and when the amount of that obligation can be reliably estimated.

Changes in these estimates are reflected in the income statement of the period when the change occurred. If the effect is significant, provisions are determined by discounting back future estimated cash flows at a discount rate that also includes taxes, so as to reflect current market valuations of the present value of money and specific risks connected with liabilities.

Post-employment benefits

Liabilities consisting in benefits due to employees during and after their employment under defined-benefit plans are determined separately for each plan based on actuarial assumptions by estimating the amount of the future benefits employees have matured at the reporting date (“Projected Unit Credit Method”). The liability, carried net of any assets at the service of the plan, is recognised on an accrual basis throughout the period of accrual of the right. The liability for post-employment benefits is calculated by independent actuaries.

The components of the cost of defined benefits are recognised as follows:

- service costs are recognised in the Income Statement as cost of personnel;
- net financial expenses on defined benefits liabilities or assets are recognised in the income statement as financial income/(expenses) and determined by multiplying the amount of the net liability/(asset) by the rate used to discount the obligations, taking into account the contributions and benefits paid during the period;
- the items reflecting the re-measurement of the net liability, which include actuarial gains and losses, the return on the assets (not including interest income recognised in the income statement), and any change in the limit of the assets, are recognised immediately in other comprehensive income. Said components must not be reclassified to the income statement in subsequent periods.

Tax assets and liabilities

Deferred taxes are determined on the basis of the temporary taxable differences existing between the value of assets and liabilities and their tax value. Deferred tax assets are recognised only to the extent that it is probable that sufficient taxable profit will be available in the future against which they can be used. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that a sufficient taxable income capable of fully or partly recovering such assets is no longer probable.

Deferred taxes are determined on the basis of the taxable rates expected to be used during the business year in which said deferrals will be realised, considering the applicable or future known applicable tax rates. Deferred taxes are directly recognised in the Income Statement, except for those relating to items recognised directly in the statement of comprehensive Income, in which case the related deferred taxes are also recognised in the statement of comprehensive Income.

Current and deferred tax assets and liabilities are offset when the income taxes are applied by the same tax authority and there is a legal right to offset them. Deferred tax assets and liabilities are calculated using the tax rates that are expected to be applied in the country in which the Company operates, in the financial years in which the temporary differences will be realised or settled.

Revenue recognition

Based on the five-step model described in IFRS 15 “Revenues from Contracts with Customers”, the Group recognises revenues after identifying contracts with its customers and the related performance obligations (transfer of promised goods or services), determining the appropriate consideration to which it expects to be entitled in exchange for those goods or services, as well as assessing how said performance obligations should be satisfied (“at a point in time” versus “over time”).

In particular, the Group recognises revenue only if the following requirements are met (identification of the contract with the customer):

- a) the parties to the contract approved the contract (in writing, orally or in compliance with other customary commercial practices) and have committed to fulfil their obligations; therefore, an agreement is in place between the parties that creates enforceable rights and obligations regardless of the form in which said agreement is made;
- b) the Group may identify the rights of each party in respect of the goods or services to be transferred;
- c) the Group may identify the conditions for the payment of the goods or services to be transferred;
- d) the contract has commercial substance; and
- e) it is probable that the Group will receive the consideration to which it is entitled in exchange for the goods or services that will be transferred to the customer.

If the above requirements are not met, the related revenue is recognised when: (i) the Group has already transferred the control of the goods/services to the customer and all or almost all the consideration promised by the customer has been received and is non-refundable; or (ii) the contract has been terminated and the consideration received by the Group from the customer is non-refundable.

If the above requirements are met, the Group applies the recognition rules described below.

Subconcession (sublease) contracts, recognised under IFRS 16, are not covered by IFRS 15.

Aviation revenue

The Group fulfils its obligations associated with airport fees by making the airport infrastructure available to carriers for landing, take-off, aircraft lighting and parking, boarding and landing of passengers and goods, and for the use of centralised infrastructures. In addition, as to handling activities, the Group fulfils its performance obligations by providing ground handling services to passengers and aircraft.

Revenues from the performance of the services described above are recognised when they are performed with reference to their progress, considering that the Group provides services to carriers and passengers over a given period of time, as a function of the use of the infrastructure.

Non-Aviation revenue

- Revenues from commercial and non-commercial subconcession/leases consist in the fees paid for the use of retail and operating spaces and areas within and outside the airport site. This category includes subconcessions/leases with commercial pricing (retail, car parking, etc.) and with administered pricing (prices for the use of goods for exclusive use or for the use of airport infrastructure dedicated to individual carriers or operators, such as check-in desks, offices, operating rooms, etc.). Revenues deriving from this category are recognised on a straight-line basis throughout the term of the contract or based on the maturity period, according to contractual provisions, as required by IFRS 16 “Leases”.

- Revenues from parking lots consist in the price received for the offering of parking slots inside and outside the airport site, based on a public rate table that is defined for all the sales made. The Group fulfils its performance obligations in connection with this service by making parking spaces available to its customers. Revenues deriving from the performance obligations in question are recognised when they are

fulfilled based on their progress, considering that the Group provides the service to customers over a given period of time (the time of parking).

Revenue is shown net of discounts, including, but not limited to, sales incentive programs and customer bonuses, Network development expense (in this case, the prices paid to customers regulated by IFRS 15), as well as taxes directly connected with the sale of goods or the provision of services.

Revenue from construction services

Revenue from construction services refer to the construction services performed by the Group in favour of the Grantor for the implementation of the investments related to concession rights and are recognised on the basis of their fair value. The fair value of the price of the construction and expansion services provided by the Group for concession assets is determined on the basis of the fair value of the price of the construction and expansion services provided directly or by third parties for the planning and coordination of works by a special internal facility. This revenue is recognised in line with the progress of the related works, considering that the Grantor simultaneously receives and uses the benefits deriving from the performance of the entity, as the entity performs it.

Other revenue

Revenue from other services provided by the Group (administrative services, consulting, etc.) is recognised when they are provided.

Revenue from construction services recognised as “Other revenue” concerns the construction services provided to entities other than the Grantor, and is recognised when the control of goods and services is transferred to the client, for an amount that reflects the consideration the Group is likely to obtain in exchange for those goods or services. For said services, the TA Group fulfils its performance obligations over time by developing the job orders of its portfolio that concern complex and integrated design and civil engineering works. The price the Group is likely to obtain is measured on the basis of an assessment of progress towards the complete fulfilment of the obligation. This assessment shall be based on output, and particularly on the progress of works that is certified by the client. In this respect, we specify that the TA Group recognises the unconditional right to receive remuneration for the work performed (invoices issued and to be issued) as trade receivables, while the amount owed by the clients for job order work is recognised as contract work performed as “Contract assets”, after deducting any payment on account made and received.

Network development expense

The main objective of the TA Group is to encourage the development of passenger scheduled and cargo traffic in the Tuscan airports of Pisa (PSA-Galileo Galilei) and Florence (FLR-Amerigo Vespucci), consistently with the characteristics of the Tuscan market and of the airport Infrastructure available, as well as to increase the number of scheduled flight connections to and from the airports, in order to support the consolidation and development of air traffic and thus contribute to the economic growth of the Airport Operator and meet the demand of the territory for better accessibility.

The Parent TA pursues said objectives through an incentive plan based on marketing contributions, i.e., Network development expense, the extent of which changes with the scope of the air services carriers provide in the airports and based on the level of strategic interest of the operation for the reference airport and territory, in terms of free entrepreneurship. Network development charges are recognised as a reduction of revenues because they reflect the prices to be paid to carriers as a reduction of the price of services provided to them.

State aids

Aids received for systems and equipment are recognised when there is reasonable certainty around the fulfilment of the conditions for their disbursement and the title to collect them; they are recognised in the Income Statement based on the useful life of the asset for which they are disbursed.

The aids of the year are recognised when there is reasonable certainty that the conditions for their disbursement are met and that the company is entitled to collect them, and are recognised in the Income Statement in connection with the costs against which they are disbursed.

Financial expense

Financial expense is recorded on an accrual basis and includes interest expense on financial liabilities determined by using the effective interest rate method and exchange losses. Financial expenses also include the financial component of the annual contribution to the provision for repairs.

Financial expenses incurred for investments in assets for which a given period of time normally elapses to make the asset ready for use are capitalised and amortised along the useful life of the related class of assets.

Financial income

Financial income is recognised on an accrual basis. They include interest income on invested funds, exchange gains and income from financial instruments, when not offset within the framework of hedging transactions. The actual amount of interest income is recognised in the income statement when received.

Dividends

Dividends from non-controlling investments are recognised in the Income Statement on an accrual basis, i.e. when the related right to receive them has arisen after the passing of the related resolution by the investee.

Income taxes

Taxes are the sum of current and deferred taxes.

Taxes are recognised based on the estimate of the taxable income determined in compliance with the applicable national legislation at the accounts closing date, taking into account any applicable exemption and tax credit. Income taxes are recognised in the income statement, except for those regarding items directly debited or credited to the Equity, in which cases taxation is directly recognised in the Equity.

We remind readers that the Parent adopted the Tax Consolidation option provided for by Articles 117 to 129 of the Consolidated Text on Income Taxation ("Testo Unico delle Imposte sui Redditi" - T.U.I.R), where the Consolidating Entity is Corporación America Italia S.p.A. The consolidating entity calculates a single global income equalling the algebraic sum of the taxable bases (income or loss) realised by the individual entities that adopted this group taxation option.

The consolidating entity recognises an asset from the consolidated entity that equals the IRES tax to be paid on the positive taxable base transferred by the latter. Instead, the consolidating entity records a liability to the companies that contribute tax losses equalling the IRES tax to be paid on the loss actually used in the determination of the global aggregate income.

Foreign currency translation criteria

Assets, liabilities and any current provisions denominated in foreign currency are initially recognised by using the exchange rates ruling at the date of their inception and, if existing at 31 December, they are stated in the financial statements at the exchange rate ruling at the reporting date, recognising the exchange gains/losses in the Income Statement.

Exchange rate differences are of a financial nature, so they are classified in the income statement as finance income because they are not strictly linked to the sale transaction, but express the fluctuation over time of the currency chosen for the transaction, when the transaction has been concluded.

Use of estimates

We are now going to summarise the critical measurement processes and key assumptions used by TA in the application of IFRS, which may significantly affect the items recognised in financial statements or for

which there is a risk that significant differences may arise compared to the carrying amounts of future assets and liabilities.

Recoverable amount of non-current assets

Non-current assets include Property, Plant and Equipment, Intangible Assets (including Goodwill), Equity Investments, and Other financial assets. The Group periodically reviews the carrying amount of its non-current assets held for use and of the assets held for sale when events and circumstances so require. When the carrying amount of a non-current asset has been impaired, the Group recognises an impairment loss corresponding to the excess between the carrying amount of the asset and its amount that can be recovered through its use or sale, determined by making reference to the cash flows of the most recent business plans.

Provisions for repair and replacement

For the assets held under concession, a special provision has been allocated for the maintenance and any refurbishment/repair work that will be required for said assets over time. Said provision has been recognised in the Assets, as they must be returned to the State in perfect operating conditions at the end of the concession term.

The estimate of the provision is made on the basis of multiple assumptions, e.g., the estimate of the nature and frequency of the maintenance work to be completed, the determination of the charges to be incurred for its implementation, and the discount rate to be used to estimate the present value of said expenses as a function of the time required for maintenance.

The TA Group estimates the nature and frequency of the maintenance to be performed, as well as the determination of the related costs, on the basis of historical analyses and with the help of external specialists who assist the Management in defining future maintenance plans.

The discount rate is estimated on the basis of the time value of the money and the specific risk of the liability. In detail, the TA group discounts future expenses on the basis of the risk-free rates that are considered to reflect the estimate of the useful life of the assets to be maintained.

Recoverability of deferred tax assets

The Group has deferred tax assets on deductible temporary differences and theoretical tax benefits for losses that can be carried forward. In the estimate of the recoverable amount, the Group took into account the results of the business plan, in line with those used for the impairment tests. The net deferred tax assets so allocated refer to temporary differences and tax losses that can be recovered to a significant extent over an indefinite period of time; this is compatible with a context in which the exit from the current difficult and uncertain situation and the economic recovery might extend beyond a short/medium time horizon.

Pension schemes and other post-employment benefits

Post-employment benefits and net financial expenses are measured by using an actuarial method that requires the use of estimates and assumptions for the determination of the net value of the obligation. The actuarial method considers financial parameters such as, for example, the discount rate and salary growth rates, and considers the probability of occurrence of potential future events through the use of demographic parameters like mortality rates or employee resignation or retirement rates. The assumptions used for measurements are detailed in the section "Post-employment benefits".

Loss allowance

The loss allowance reflects the Management's estimate of the expected losses connected with the customer portfolio. The Group has adopted the simplified approach provided for in IFRS 9 "Financial Instruments" and recognises expected losses on all trade receivables based on the residual term and defines the allocation based on historical credit losses, adjusted to take into account the specific

forecasting factors related to creditors and to the economic environment - the expected credit loss (ECL) notion.

Potential liabilities

The Group recognises liabilities for pending litigation and legal actions when it deems it likely to face a financial disbursement and when the amount of the deriving loss can be reasonably estimated. If a financial disbursement becomes possible but its amount cannot be determined, this fact is disclosed in the Notes. The Group is a party in legal actions and tax assessments concerning complex and difficult legal issues that are characterised by a different degree of uncertainty, including facts and circumstances regarding each case, jurisdiction and different applicable law. Considering the uncertainty of these issues, it is difficult to predict the disbursement that will derive from said disputes, so the value of provisions for litigation and legal actions may vary after future developments in ongoing proceedings. The Group monitors the status of ongoing legal actions and is supported by legal counsels and tax advisors.

RECENTLY-ISSUED STANDARDS

New accounting standards, amendments and interpretations effective since 2023

The following IFRS standards, amendments and interpretations have been adopted by the Company since 1 January 2023:

Amendments to IAS 1- Presentation of financial statements and IFRS Practice Statement 2: Presentation of accounting standards

The IASB Board, in its Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2), published on 12 February 2022, set out the criteria to be adopted in the disclosure on accounting policies, namely:

Material accounting policies should be disclosed in the notes to the financial statements rather than significant accounting policies;

Information regarding accounting policies is considered 'material' if users need it to understand other material information;

Immaterial accounting policy information should not obscure material accounting policy information.

The implementation of this amendment had no significant impact on either values or financial statements.

Amendments to IAS 8 - Accounting policies, changes in accounting estimates and errors: definition of accounting estimates

With the document "Definition of Accounting Estimates (Amendments to IAS 8)" published on 12 February 2022, the IASB clarified the following: (i) accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty"; (ii) accounting estimates are made if accounting policies require financial statement items to be measured in a way that implies measurement uncertainty; (iii) a change in the accounting estimate resulting from new information or developments is not the correction of an error. In addition, the effects of a change in an input or measurement method used to produce an accounting estimate are changes in accounting estimates if they do not result from the correction of errors of previous periods; (iv) a change in an accounting estimate may affect only the profit or loss of the current period, or the profit or loss of both the current and future periods. The effect of the change for the current period should be recognised as income or expense in the current period. Any effect on future periods should be recognised as income or expense in those future periods.

The implementation of this amendment also had no significant impact on either amounts or financial statements disclosures.

Amendments to IAS 12 - Income taxes: deferred taxes on assets and liabilities arising from a single transaction

With the amendments to IAS 12 made through the document “Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)” published by the IASB on 7 May 2022, it was clarified that the exemption (provided in IAS 12.15(b) and IAS 12.24(c)) for the initial recognition of deferred tax assets and liabilities does not apply where a single transaction generates the recognition in the financial statements of an asset and a liability giving rise to taxable and deductible temporary differences of equal value. Some examples are the recognition of deferred taxes on leases and dismantling obligations. The Toscana Aeroporti Group considered the exemption applicable to the initial recognition of deferred tax assets and liabilities relating to leases. Following the application of that amendment, the Group did not find any significant impact on the recognition of deferred taxes at 31 December 2023.

Accounting standards, amendments and interpretations not yet applicable

Document title	IASB Board publication	EU type-approval Regulation (EUOJ publication)	Effectiveness
Lease liabilities in a sale and leaseback transaction (Amendments to IFRS 16)	22 Sept. 2022	20 Nov. 2023	01 Jan. 2024
Classification of liabilities as current or non-current (Amendments to IAS 1)	23 Jan. 2020	19 Dec. 2023	01 Jan. 2024
Non-current liabilities with covenants (Amendments to IAS 1)	31 Oct. 2022	Ongoing	01 Jan. 2024
Supplier finance arrangements (Amendments to IAS 7 and IFRS 7)	25 May 2023	Ongoing	01 Jan. 2024

The Group will adopt said new principles, amendments and interpretations based on the effectiveness date specified and will assess their potential impact when these will be ratified by the European Union.

5. Concessions

The core business of the Group is the operation of the Concession given to the Parent Toscana Aeroporti for the management of the Amerigo Vespucci airport in Florence and the Galileo Galilei airport in Pisa, consisting in the operation and development of the infrastructure of the two airports in Tuscany.

Essential information relating to the concession contracts of the companies of the Group is given below. Under the concessions in force, airport concessionaires are entitled to collect boarding fees from airport users, which are annually updated on the basis of a special tariff formula provided by the Italian transport regulatory authority *Autorità di Regolazione dei Trasporti* (“ART”), against the obligation to pay the concession leases, carry out the necessary expansion and modernization works in the airports under concession, and maintain and manage the airport plot of land under concession. Concessions are not automatically renewed upon their expiration, but are awarded again through a public call for tenders, as required by the applicable legislation. All the airport infrastructure developed by the concessionaire, classified as “freely transferable assets”, must be transferred to the grantor in a good state of maintenance and the incoming concessionaire will pay the residual carrying amount of transferable assets, i.e., the concession price, as defined (“*valore di subentro*”) in Art. 703 of the *Codice della Navigazione* (Air Navigation Code).

6. Notes on the items in the Consolidated Income Statement

The analysis of the main items of the Income Statement is given below. For details of the Consolidated Income Statement items resulting from transactions with related parties, see Annex C to these Notes.

6.1 REVENUE

Total consolidated revenue increased by 36.3%, passing from € 90.4 M in 2022 to € 123.3 M in 2023. This difference results from the € 24.8 M increase in operating revenue, the € 479 K increase in other revenue, and the simultaneous € 7.6 M increase in Revenue from construction services.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
REVENUE				
Operating revenue				
Aviation revenue	78,112	59,476	18,636	31.3%
Non-Aviation revenue	36,870	30,709	6,160	20.1%
Network development expense	(13,378)	(13,367)	(11)	0.1%
Total operating revenue	101,604	76,819	24,786	32.3%
Other revenue	6,661	6,182	479	7.8%
Revenue from construction services	14,998	7,407	7,591	102.5%
TOTAL REVENUE (A)	123,263	90,407	32,856	36.3%
OTHER INCOME (B)	657	666	(8)	-1.2%

Consolidated operating revenues total € 101.6 M in 2023, up by 32.3% compared to 2022. The analysis of the Group's operating revenue trends for the two business units - Aviation and Non-Aviation - is given below.

6.1.1 Aviation revenue

Aviation revenue totals € 78.1 M in 2023, up by 31.3% compared to 2022, when it totalled € 59.5 M. The table below breaks down 2023 aviation revenue items and the related differences, both in absolute and percentage terms, compared to 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Aviation revenue				
Passenger boarding fees	36,145	25,734	10,411	40.5%
Landing/take-off fees	19,494	14,662	4,832	33.0%
Stopover fees	1,214	1,100	114	10.4%
PRM assistance fees	5,158	4,258	900	21.1%
Cargo fees	294	322	(28)	-8.6%
Passenger security fees	8,336	6,913	1,423	20.6%
Baggage security fees	3,363	2,717	646	23.8%
Handling	1,829	1,821	8	0.4%
Centralised infrastructures	2,278	1,949	329	16.9%
TOTAL AVIATION REVENUE	78,112	59,476	18,636	31.3%

In detail, revenues from airport duties, fees and taxes increased by 32.3% directly as a result of both the greater traffic handled in 2023 compared to 2022 (+21% in terms of traffic units) and the positive second-

instance judgement received from the Council of State in September, which ruled that TA was right against the MIT concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period.

The one-off amount of € 5,389 K paid to TA has been classified into the various original regulated duties, as follows:

- € 3,681 K of passenger boarding fees;
- € 1,612 K of landing/take-off fees;
- € 95 K of stopover fees.

For the analysis of the main changes of the two years examined, see section 9.1 of the Report on Operations.

6.1.2 Non-Aviation revenue

Non-Aviation revenue totals € 36.9 M in 2023, up by 20.1% compared to 2022, when it totalled € 30.7 M. The table below provides details on non-aviation operating revenues of the two periods considered:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
NON-AVIATION REVENUE				
Parking lots	7,158	5,671	1,487	26.2%
Food	4,945	3,634	1,311	36.1%
Retail	5,983	5,588	395	7.1%
Advertising	1,956	1,823	133	7.3%
Real Estate	2,096	1,727	369	21.4%
Car rentals	7,507	6,847	660	9.6%
Other subconcessions	2,914	2,197	717	32.7%
VIP Lounges	3,883	2,659	1,224	46.0%
Air tickets	0	156	(156)	-100.0%
Cargo agency	428	408	20	4.9%
TOTAL NON-AVIATION REVENUE	36,870	30,709	6,160	20.1%

For further details, see section 9.1 in the Report on Operations.

6.1.3 Network development expense

The network development expense totalled €13.4 M in 2023, substantially in line with 2022 (+0.1%). The amount of the year's expense is positively affected by the release of previous years' costs (prior year assets for € 1,957 K) after the updated analysis of the marketing support agreements signed with the airlines.

6.1.4 Other revenue

The table below provides details on the "Other revenue" of 2023 against that of 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
OTHER REVENUE				
Revenue from construction services	4,229	3,870	359	9.3%
Utilities and others	2,131	2,059	72	3.5%
Services and consulting	154	98	56	57.1%
Minor items	146	155	(8)	-5.4%

TOTAL OTHER REVENUE	6,661	6,182	479	7.8%
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In 2023, the “Other revenue” item came to € 6,661 K, a greater amount than that of 2022, when the total was € 6,182 K. The difference of approximately € 479 K substantially derives from the design and manufacturing activities carried out by the TA Group through its subsidiary TAC under the multi-year framework agreement signed with ANAS (€ 4,229 K against € 3,870 at 31 December 2022).

We also point out the greater number of utilities connected for sub-concessionaires in the two airports (€ +72 K) and more services and consulting (€ +56 K).

6.1.5 Revenue from construction services

Revenue from construction services totals € 15 M in 2023, against € 7.4 M in 2022 (+102.5%).

For further details, see section 10 “The Group’s investments” in the Report on Operations.

Additional information on revenue

The distinction between revenue within the scope of IFRS 15 and revenue within the scope of other standards is explained below:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Revenue not included within the scope of IFRS 15 (*)	24,811	21,569	3,242	15.0%
Revenue not included within the scope of IFRS 15	98,453	68,839	29,614	43.0%
TOTAL REVENUES	123,263	90,407	32,856	36.3%

(*) This is revenue from operating leases (subconcessions) where the Group plays the role of lessor, recognised according to IFRS 16.

For revenues not included within the scope of IFRS 15, the distinction between the fixed revenue component determined by the contract and the variable revenue component related to indices and rates or other variables, is explained below.

The revenue details given below mainly refer to subconcessions for retail spaces (food, shops), advertising spaces and areas used for car rental. These are multi-year agreements, for which, upon renewal, the Group defines provisions considering any possible changes in the airport infrastructure. Payments can be made on a monthly or quarterly basis and some agreements also include annual adjustments based on the customer's turnover. Where deemed necessary to reduce the credit risk, bank/insurance guarantees are required for the term of the lease.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Fixed	3,056	2,619	437	16.7%
Variable depending on an index or rate	20,816	18,103	2,713	15.0%
Variable not depending on an index or rate	939	846	93	11.0%
Total revenue not included within the scope of IFRS 15	24,811	21,569	3,242	15.0%

An estimate of the minimum payments expected from subconcessions (operating leases in which the Group is the lessor) for the coming financial years is given below.

Amounts in €K	FY 2023	FY 2022
Within one year	6,477	11,592
Between 1 and 2 years	4,276	3,664
Between 2 and 3 years	1,825	2,905
Between 3 and 4 years	1,305	1,168
Between 4 and 5 years	530	717
After 5 years	966	85
Total	15,380	20,132

6.2 OTHER INCOME

The table below details the “Other income” of 2023 against the same item of 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
OTHER INCOME				
State aids	232	315	(83)	-26.4%
Gains on disposal of non-current assets	23	52	(29)	-56.3%
Compensation and reimbursements	192	193	(2)	-0.8%
Proceeds from Concession Price	211	105	106	N/S
TOTAL OTHER INCOME	657	666	(8)	-1.2%

The item mainly consists of contributions received under several legislative measures in support of non-gas-intensive and non-energy-intensive companies in response to the increase in energy raw materials (€ 232 K), sundry compensation and reimbursement amounts received in 2023 (€ 192 K), as well as the update to 31 December of the Concession Price of the airport concessions (€ 211 K).

Proceeds from concession price of approx. € 211 K are recognised as required by the provisions of Art. 703 of the “Codice della Navigazione” (Air Navigation Code), i.e., the amount the incoming concessionaire has to pay the outgoing concessionaire on the expiry of the concession, which is determined by using regulatory analytical accounting rules. In detail, the amount in question, recognised as a balancing entry to financial assets (non-current assets), refers to the share of scheduled maintenance completed during the business year considered, which, for regulatory analytical accounting purposes, reflect assets that will not be fully depreciated at the expiry date of the concession.

6.3 COSTS

In 2023, costs totalled € 82.2 M, up by 17.1% compared to 2022, when they were € 70.2 M. Below is a comparison of the main cost items categorised by nature for the two financial years.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS				
Consumables	1,708	1,236	472	38.2%
Cost of personnel	24,916	21,859	3,056	14.0%
Costs for services	46,565	40,203	6,361	15.8%
Sundry operating expenses	1,957	1,153	804	69.7%
Airport fees	7,047	5,712	1,334	23.4%
TOTAL COSTS (C)	82,192	70,164	12,028	17.1%

6.3.1 Consumables

This item refers to the cost of consumables, a total of € 1,708 K (€ 1,236 K in 2022), and includes:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
CONSUMABLES				
Stationery	21	27	(6)	-23.5%
Fuels, lubricants	831	692	138	20.0%
Materials for car parking lots	18	8	10	127.0%
Security control services (materials)	99	81	18	22.7%
Clothing	113	92	21	23.0%
Materials for operating services	90	201	(111)	-55.5%
Raw materials for construction services	537	134	402	299.6%
TOTAL CONSUMABLES	1,708	1,236	472	38.2%

The increase is mainly due to the increased purchases of raw materials by the subsidiary TAC for the execution of construction job orders during 2023.

Furthermore, fuel costs increased, mainly due to the increased operations of the two airports and to increases in fuel unit prices.

6.3.2 Cost of personnel

The cost of the Group's personnel total € 24.7 M in 2023, up by € 3,103 K compared to 2022 (+14.4%). The cost of labour has increased substantially as a result of a greater number of people required to meet the increased operational needs (mostly for the greater traffic handled: +21.8% of passengers), and consequently the non-use of temporary layoff plans, unlike in 2022. These costs have also been affected by greater variable fees in 2023 compared to 2022.

This cost item is broken down below:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COST OF PERSONNEL				
Remuneration	24,683	21,580	3,103	14.4%
<u>of which:</u>				
Wages	15,999	13,552	2,447	18.1%
Salaries	2,046	2,035	11	0.6%
Social security contributions	5,221	4,632	589	12.7%

Post-employment benefits	1,417	1,362	56	4.1%
Other costs of personnel	232	279	(47)	-16.7%
of which:				
<i>Contributions to CRAL [workplace recreational activities]</i>	3	4	(1)	-7.9%
<i>Benefits to personnel</i>	147	274	(126)	-46.1%
<i>Temp agency hired employees and sundries</i>	82	2	80	N/S
TOTAL COST OF PERSONNEL	24,916	21,859	3,056	14.0%

The table below provides details on the average annual personnel (expressed in Full-Time Equivalents, FTEs) existing in 2023 and any difference compared to 2022:

FTE Table	2023	2022	Diff.	% Diff.
Toscana Aeroporti	328.8	326.0	2.8	0.9%
Jet Fuel	12.3	12.7	(0.4)	(3.2)%
TAE	9.4	6.7	2.7	40.5%
TAC	11.3	13.1	(1.8)	-14.0%
Toscana Aeroporti Group	361.8	358.5	3.3	0.9%

The table below provides details on the personnel existing at 31 December 2023 and any difference compared to 2022.

No. of employees	31 Dec. 23	31 Dec. 22	Diff.	% Diff.
Toscana Aeroporti	356	347	9	2.6%
Jet Fuel	13	12	1	8.3%
TAE	9	8	1	12.5%
TAC	13	9	4	44.4%
Group	391	376	15	4.0%

6.3.3 Costs for services

On the whole, costs for services in 2023 and 2022 consist of:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Commercial services	230	126	105	83.2%
Institutional expenses	2,047	1,630	417	25.6%
Other services	5,389	4,625	764	16.5%
Personnel services	1,139	961	178	18.5%
Maintenance services	5,911	5,203	707	13.6%
Utilities	5,461	8,814	(3,353)	-38.0%
Operating services	13,150	9,463	3,686	39.0%
TOTAL COSTS FOR SERVICES	46,565	40,203	6,361	15.8%

Commercial services, which total € 230 K in 2023 (€ 126 K in 2022), include the following costs:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Commercial services	230	126	105	83.2%
<u>of which:</u>				
Advertising commissions	39	15	25	165.5%
Management of advertising systems	42	50	(9)	-17.5%
Retail promotions	29	0	29	N/S
Dry cleaning service	120	60	60	100.0%

Institutional expenses total € 2 M in 2023 (€ 1.6 M in 2022) and mainly include Board of Directors' and Board of Statutory Auditors' fees.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Institutional expenses	2,047	1,630	417	25.6%
<u>of which:</u>				
Directors' fees	1,511	1,044	467	44.7%
Statutory Auditors' fees	263	236	27	11.3%
Directors' business travels	184	269	(85)	-31.5%
Legal, notarial, meeting expenses	29	25	4	16.3%
Participation in conferences	60	56	4	7.0%

Other Services total € 5.4 M (€ 4.6 M in 2022) and mainly include professional services, industrial insurance and communication costs.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Other services	5,389	4,625	764	16.5%
<u>of which:</u>				
Professional services	4,052	3,452	600	17.4%
Industrial insurance	774	753	21	2.7%
Communication	538	400	138	34.5%
Other minor items	24	19	5	27.8%

The main change in these costs is due to the higher costs incurred for professional services by the Parent during the year, particularly for the procedure aimed at obtaining the new bank loan for the Group¹ and to the costs incurred for a major internal Group reorganization project started after the exit of Toscana Aeroporti Handling.

Personnel services total € 1,139 K (€ 961 K in 2022) and mainly include canteen, payroll services, business travel, and employee training costs.

¹ As described in Note 7.19, the Company is completing the negotiation process started in the past year with a pool of banks to redefine its financing situation, the end of which will allow for the repayment of the existing credit lines and ensure a greater consistency to the capital structure of the Company and the Group.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Personnel services	1,139	961	178	18.5%
<u>of which:</u>				
Canteen	564	452	112	24.7%
Insurance	182	135	47	35.1%
Preventive medicine and medical examinations	40	53	(13)	-23.9%
Training	83	53	31	58.4%
Staff recruitment	47	53	(7)	-12.3%
Payroll services	71	73	(2)	-2.7%
Other personnel services	48	7	40	540.1%
Business travels	105	135	(31)	-22.7%

Maintenance services total € 5.9 M (€ 5.2 M in 2022) and include costs for the maintenance of the airport infrastructure, systems, equipment and motor vehicles.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Maintenance services	5,911	5,203	707	13.6%
<u>of which:</u>				
Maintenance of equipment/vehicles	679	493	186	37.7%
BHS system maintenance	902	893	9	1.0%
Infrastructure maintenance	2,198	1,997	200	10.0%
Information Technology maintenance	2,131	1,820	312	17.1%

Utilities total € 5.5 M (€ 8.8 M in 2022) and mainly include costs for electricity, gas, water and telephone services.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Utilities	5,461	8,814	(3,353)	-38.0%
<u>of which:</u>				
Electricity	2,702	4,299	(1,597)	-37.1%
Water	554	410	144	35.2%
Telephones	166	199	(33)	-16.6%
Mobile phones	168	167	1	0.6%
Gas	1,768	3,647	(1,879)	-51.5%
Minor items	102	91	11	11.9%

The main decreases in the cost of gas (€ -1,879 K) and electricity (€ -1,597 K) are mostly linked to tariff changes that followed the mitigation of international tensions on the cost of energy linked to the Russia-Ukraine conflict.

Operating services total € 13.1 M (€ 9.5 M in 2022) and mainly include external costs for porters, security guard, cleaning, rentals, first aid care and other services typically associated with airport operations. The increase over 2022 is in line with the increased operations of the two Tuscan airports.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Operating services	13,150	9,463	3,686	39.0%
<i>of which:</i>				
Porterage	1,172	1,012	160	15.8%
Aircraft and vehicle cleaning	0	24	(24)	N/S
Agency/Warehouse service	353	280	73	26.0%
Cleaning	1,358	1,080	278	25.7%
PRM (Passengers with Reduced Mobility) assistance	2,083	910	1,173	128.8%
Security guard service	3,818	3,410	408	12.0%
Services Centre	235	92	144	156.4%
Connection with AZ ARCO system	9	10	(1)	-5.1%
Rental of machines and equipment	326	263	63	24.1%
Management of parking lots	383	291	92	31.5%
Gardening	105	100	5	5.4%
VIP Lounge	1,283	693	590	85.2%
First Aid Service	474	404	70	17.4%
Shuttle bus	670	537	133	24.7%
Other operating services	155	89	66	73.7%
Emergency management services	580	269	312	116.0%
Trolley collection	145	0	145	N/S

The increase in operating services in 2023 includes the cost of PRM assistance (€ +1,173 K), VIP lounges (€ +590 K), security guard (€ +408 K), emergency management services (€ +312 K) and cleaning (€ +278 K) resulting from the increased operations handled in the two airports during the period considered.

Construction services, which total € 13.2 M (€ 9.4 M in 2022), refer to infrastructure investments made in the two airports for the concession assets (€ 9.2 M) and the progress of the ANAS job order executed by the associate AC Quasarda S.c.a.r.l. (€ 4 M).

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS FOR SERVICES				
Costs for construction services	13,238	9,381	3,857	41.1%
Costs for construction services on concession assets	9,217	5,705	3,513	61.6%
Other costs for construction services	4,021	3,677	345	9.4%

The increase in construction services is generated by the greater investments made in the infrastructure of the two Tuscan airports compared to the previous year.

6.3.4 Sundry operating expenses

Sundry operating expenses total € 2 M (€ 1.2 M in 2022) and mainly include taxes and levies, membership fees, sundry administrative costs, non-recurring costs, and other minor costs.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
SUNDRY OPERATING EXPENSES				
Publications	3	14	(12)	-81.7%
Membership fees	458	217	241	111.3%
Taxes and levies	1,079	583	497	85.3%
Entertainment	83	64	18	28.6%
Sundry administrative costs	282	249	34	13.6%
Others	52	27	25	93.1%
SUNDRY OPERATING EXPENSES	1,957	1,153	804	69.7%

In detail, we point out that, in 2023, compared to 2022, the item “Others” includes higher membership fees (€ +241 K) and a greater burden of taxes and levies (€ +497 K).

6.3.5 Airport fees

Airport fees total € 7 M (€ 5.7 M in 2022) and include concession fees and the contribution paid to the Fire Protection Fund.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
AIRPORT FEES				
Concession and security fees	5,843	4,531	1,312	29.0%
Fire Brigade fee	1,203	1,181	22	1.9%
TOTAL AIRPORT FEES	7,047	5,712	1,334	23.4%

The increase is due to the higher traffic reported at the end of 2023 compared to 2022 (+21.8% in terms of passengers).

6.4 Amortisation, depreciation and impairment losses

This item totals € 10.8 M in 2023 (€ 10.1 M in 2022) and includes the amortisation of intangible assets for € 6.7 M (€ 6.6 M in 2022), the depreciation of tangible assets (property, plant and equipment) for € 2.5 M (€ 2.8 M in 2022), and the depreciation of right-of-use assets for € 650 K (€ 662 K in 2022). The total of the item also contains € 861 K of impairment losses (€ 107 K) determined in 2022.

6.5 Accruals to the provision for risks and charges and to the provision for repair and replacement

This item, which total approx. € 4.8 M (€ 3.5 M in 2022), includes the accruals for the year to the provision for risks and charges (€ 766 K) and to the provision for repair and replacement (€ 4 M) for future maintenance expenses relating to the repair work and replacements necessary to keep the assets obtained under the two ENAC concessions in good and safe operating conditions.

Impairment of trade receivables and other assets

This item totals € 12 K (€ 115 K in 2022) and consists of the accrual to the loss allowance.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Accrual to the loss allowance	12	99	(87)	-87.5%
Credit losses	0	15	(15)	N/S

Use of the loss allowance	0	0	0	
TOTAL	12	115	(102)	-89.2%

6.7 Financial income

This item totals approx. € 413 K (€ 94 K in 2022) and mainly includes financial appreciation for € 377 K, interest income accrued on non-bank loans for € 13 K), and bank interest for € 12 K.

6.8 Financial expense

This item totals € 7,207 K (€ 3,983 K in 2022) and mainly includes interests payable and commissions on bank current accounts for € 5,981 K (€ 3,016 K in 2022), financial expense for employees' defined-benefit liabilities for € 113 K (€ 119 K in 2022), discounting of the provision for repair and replacements for € 912 K (€ 635 K in 2022), and lease liabilities for € 118 K (€ 126 K in 2022).

6.9 Gains (losses) on equity investments

This item shows a gain of € 13 K (against a loss of € -242 K in 2022), which stems from the recognition in the Equity of equity investments in associates (Alatoscana S.p.A., Toscana Aeroporti Handling S.r.l.) and in joint arrangements (AC. Quasarda Scarl) in 2023.

6.10 Income taxes

The balance for 2023, a total of € 6,291 K (€ 1,712 K in 2022), includes:

- current taxes for € 3,981 K arising from the 2023 taxable income of the Group companies (of which € 2,465 K of the Parent TA);
- Deferred tax income for € 2,414 K (of which € 2,438 K of the Parent TA);
- Income from tax consolidation with the ultimate parent company Corporación America Italia S.p.A. for € 103 K (€ 103 K in 2022).

The reconciliation with the theoretical tax rate is provided In Annex "E".

6.11 Profit (loss) from discontinued operations

Profit (loss) from discontinued operations is zero. The item showed € 3.3 M in 2022, reflecting the net profit obtained by selling the subsidiary Toscana Aeroporti Handling S.r.l.

6.12 Non-controlling interests

This item shows the profit for the year of the subsidiaries Jet Fuel and TAC attributable to non-controlling interests.

The item specifically includes the profit for the year of the subsidiary Jet Fuel S.r.l. (€ 633 K in 2023) attributable to non-controlling interests for 66.67%, as agreed in Shareholders' Agreements, i.e., € 422 K (€ 474 K in 2022), and of the subsidiary Toscana Aeroporti Costruzioni S.r.l. (€ 52 K in 2023) attributable to non-controlling interests (49%), i.e. € 26 K (loss of € 475 K in 2022). The total profit for the year attributable to non-controlling interest is € 448 K (against a loss of € 1 K in 2022).

6.13 Earnings (loss) per share / Diluted earnings (loss) per share

The earnings (loss) per share attributable to the owners of the Parent is the diluted earnings (loss) per share of 2023, corresponding to € 0.679 (€ 0.251 in 2022), and has been determined by dividing the Group's profit for the year attributable to the owners of the Parent is the diluted (€ 12,631 K) by the weighted average of the ordinary shares outstanding during the year (18,611,966 shares), as no dilution factor applied. The earnings (loss) per share from continuing operations and from discontinued operations have been recognised according to the same criterion.

7. Notes to the Consolidated Statement of Financial Position

The items of the Consolidated Statement of Financial Position at 31 December 2023 are commented below, indicating the comparison with balances at 31 December 2022.

For details on the items of the Consolidated Statement of Financial Position arising from transactions with related parties, please refer to [Note no. 10.4 in “Transactions with related parties”](#).

NON-CURRENT ASSETS

The composition of non-current assets at 31 December 2023 and a comparison the previous year are given below.

	Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
TOTAL NON-CURRENT ASSETS		242,144	239,410	2,734

7.1 Intangible assets

	Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Goodwill		3,735	3,735	0
Concession rights		157,041	157,165	(124)
Patents and intellectual property rights		550	422	127
Assets under development and payments on account		35,384	26,754	8,629
Others		247	262	(16)
Intangible assets		196,956	188,339	8,617

In aggregate, investments in intangible assets for € 15.4 M have been made in 2023, namely:

(amounts in €K)	FY 2023
Concession rights	4,577
Assets under development (Concession rights)	10,421
Assets under development (Software)	159
Other minors	60
Software	136
Total	15,353

The amount of the investments made during the year concerned is € 2.4 million higher than the corresponding cash flows presented in the Statement of Cash Flows, because the investment made in concession rights (including assets under development) is recognised at fair value, and for internally developed investments fair value is determined on the basis of the market value of those investments rather than of the cost incurred.

During 2023, an impairment loss of € 861 K has been recognised, particularly in connection with the impairment of the amount of the design of apron 400 in the Florence airport, which will be redefined within the broader framework of the Florence development Master Plan.

Details of changes in intangible assets are provided in Annex A, while information on the various categories of intangible assets is given below.

a. Goodwill

The value of goodwill at 31 December 2023 is € 3.7 M (€ 3.7 at 31 Dec. 2022), recognised in 2021 after the acquisition of 51% of Cemes Aeroporti S.r.l. (a company operating since July 2020 in the construction

sector), which simultaneously took the name of Toscana Aeroporti Costruzioni S.r.l. (“TAC”). The business purpose of TAC is to build airports, roads, railways; execute river and maritime works; develop noise mitigation systems and prefabricate concrete elements for road, airport and railway facilities. The acquisition is part of TA’s investment strategy aimed to the development of infrastructures for the Florence and Pisa airports through a subsidiary.

Goodwill refers to the experience in the industry of the acquired company and to the possibility to streamline the infrastructure development strategy of the Florence and Pisa airports through the subsidiary.

Goodwill is tested annually for impairment using the method described in the dedicated section below.

b. Concession rights

The value of this item at 31 December 2023 was € 157 M (€ 157.2 M at 31 December 2022), down by € 124 K compared to 31 December 2022 as a result of the amortisation for the year (€ -6.5 M), partly offset by the infrastructure investments (€ +4.6 M) made during the year and by the rights that have been put into use (€ +1.8 M). The total amount of Concession rights, including the related assets under development, is € 192.4 M.

For further details, see section 10 in the Report on Operations.

c. Industrial patent rights

This item totals € 550 K at 31 December 2023 (€ 422 K at 31 December 2022), up by € 127 K as a result of the greater amortisation with respect to the year’s investments.

d. Assets under development

At 31 December 2023, this item includes almost exclusively concession rights for € 35.4 M (€ 26.8 M at 31 December 2022), up by € 8.6 M due to the effect of new ongoing investments for € 10.6 M, a difference that is partially offset by the item “Concession rights” for € 1.1 K after the conclusion of the related projects and a reclassification of € 920 K from tangible assets.

Please note that the value of assets under development includes approx. € 19.3 M relating to the investment made in the development of the Florence airport Master Plan and approx. € 8 M relating to the investment made in the design of the new Florence terminal.

Concerning these investments, we remind readers that the decisions of the Italian Regional Administrative Court (“TAR”) and of the Council of State, pronounced in 2019 and February 2020, respectively, which required TA to restart the VIA procedure in order to overcome some weaknesses in the preliminary documentation, do not question the technical validity of the project and do not identify any regulatory or environmental impediment to its implementation; in fact, TA can reuse the specialist analyses and design work developed until now for the new work approval procedure.

During 2023, the Company continued to cooperate with ENAC in order to restart of the approval process, also in the light of the provisions of Law Decree 76/2020 (so-called “Decreto Semplificazioni” or Simplification Decree), which may help reducing the necessary authorisation timeframe.

Impairment test

At 31 December 2023, pursuant to IAS 36 “Impairment losses”, an impairment test was performed on data at 31 December 2023, as approved, together with the Group’s Business Plan, by the Board of Directors on 12 March 2024, on both the CGUs of the Florence and Pisa airports.

In addition to concession rights (which, for the Florence airport, also include the Master Plan assets under development), these CGUs include the goodwill of all the other assets that make up the net invested capital of the respective airports, identified by Directors and dedicated to the development of the airports, both as regards air traffic, the infrastructure and passenger services.

For impairment test purposes, the € 3,735 K goodwill was allocated to the Florence airport CGU for approx. 78% and to the Pisa airport CGU for approx. 22%. These allocation percentages did not change from 2022.

The recoverable amount of each CGU is based on its value in use, estimated on the basis of expected discounted cash flows. The cash flows of the two airports have been estimated and discounted for the remaining duration of the respective concessions (2048 for Pisa and 2045 for Florence, defined at 2044 as agreed due to the expiry date of the concession set in February 2045). The value obtained (recoverable amount) by each CGU was then compared with the related carrying amount.

The objectives and assumptions of the Plan have been determined by taking into account the historical results of operations and have been processed on the basis of accurate estimates of passenger traffic and the related revenues, including by using growth factors consistent with those expected by the industry.

The definition of the main drivers of the Plan, particularly as regards future traffic development forecasts, has also been based on external information, such as independent surveys conducted by leading operators of the industry.

As to the discounting of cash flows, the Group adopted a WACC (weighted average cost of capital) that reflects the current market measurement of the cost of money and takes into account the specific risks of the business activity in which the CGUs operate, therefore establishing a WACC of 8.81% (against a WACC of 8.12% in 2022).

The Group also performed sensitivity analyses on the test results against the change in the basic assumptions that affect the value in use of the CGUs, with a particular focus on the discount rate used. Even in case of a 1% increase in the WACC used, the analyses would not show an impairment loss.

In estimating future cash flows, the TA Group considered the sustainability objectives and related investments that will be necessary to achieve them. The definition of sustainability objectives is a path the Group started in 2022 with the approval of the strategic guidelines and the first Sustainability Plan, which resulted in short-term projects spanning the 2023-2024 period. Therefore, in its 2024 cash flow estimates, the Group included in its operating and investment costs the cash outflows expected for the achievement of the short-term goals outlined in the Sustainability Plan. In this regard, we should remember that Toscana Aeroporti started to plan and implement a number of synergistic actions to reduce its CO2 emissions, as well as plans for the development of renewable power generation systems. The business plan will include the cash outflows associated with the realisation of those investments.

As regards the effects of projects that are still in their early stages to date, the Group has generally maintained a conservative approach, estimating cash outflows that are considered to be conservative or not foreseeing the benefits that could potentially derive from future strategies and investments (for example, a reduction in fuel consumption).

In all the cases processed, the present value of expected cash flows generated by the CGUs is higher than the net carrying amount tested for impairment.

Considering that the recoverable amount is determined based on estimates, the Group cannot exclude that impairment losses may appear in future periods. In the current market context, the various factors used for the calculation of the estimates could be reviewed. The Group will constantly monitor these factors and any possible impairment.

e. Others

The value of this item at 31 December 2023 is € 247 K (€ 262 K at 31 December 2022), and refers to investments in leased assets, particularly on the municipal road “Via del Termine” in the vicinity of the Florence airport.

7.2 Property, plant and equipment

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Land, Buildings	16,592	16,836	(244)
Other assets	1,424	1,609	(185)
Ind. and comm. equipment	603	733	(130)
Plant and Equipment	5,098	7,003	(1,905)

Assets under construction and payments on account	123	211	(89)
Property, plant and equipment	23,839	26,391	(2,552)

On aggregate, investments for € 852 M were made during 2023 for:

<i>(amounts in €K)</i>	FY 2023
Plant and Equipment	323
Motor vehicles	194
Furniture and fittings	80
Hardware	250
Assets under construction	4
Total	852

For a detailed analysis of the main investments made in 2023, see section 10 of the Report on Operations. Assets were sold for € 379 K during 2023.

Details of changes in Property, Plant and Equipment are given in Annex B.

7.3 Right-of-use assets

At 31 December 2023, right-of-use assets total € 3.6 M, including:

1. Right-of-use assets for land and buildings, and leasehold improvements for € 3.2 M, relating to long-term contracts signed for the concession of parking lots, with terms ranging from 9 to 20 years;
2. Right-of-use assets for vehicles, furniture and fittings for € 458 K, relating to long-term contracts signed for corporate cars, with terms ranging from 3 to 4 years.

The details of the year's changes are given below.

	Data in €K	31 Dec. 2023	31 Dec. 2022
1 January		3,904	4,583
Acquisitions		403	120
Disposals		(24)	0
Depreciation		(650)	(798)
Closing right-of-use assets		3,633	3,904

7.4 Equity investments in other entities

At 31 December 2023, the TA Group has investments in other entities for € 3,340 K (€ 2,962 K at 31 Dec. 2022), consisting in:

- Firenze Parcheggio S.p.A. (8.16% of the share capital): € 3.2 M
- I.T. Amerigo Vespucci S.p.a. (0.17% of the share capital): € 40.6 K
- Consorzio Turistico Area Pisana S.c.a.r.l. (2.37% of the consortium fund): € 420
- Toscana 24 S.r.l. (3.95% of the quota capital): € 30 K
- Consorzio Pisa Energia S.c.r.l. (5,26 % of the consortium fund): € 831
- Consorzio per l'Aeroporto di Siena (0.11% of the consortium fund): € 8.5 K
- Firenze Convention Bureau S.c.r.l. (2,87 % of the consortium fund): € 6.6 K
- Firenze Parcheggio S.p.A. (3.98% of the share capital): € 42.5 K
- Società Esercizio Aeroporto della Maremma S.p.A. (0.39% of the share capital): € 10.2 K
- A.C. Quasarda S.c.a.r.l. (72.42% of the consortium fund): € 7.2 K

The investment in Firenze Parcheggio S.p.A. has been written up to the sales price established by the notarial deed drawn up on 12 February 2024 to Parcheggio Italia S.p.A.

At 31 December 2023, no indicators of potential impairment losses of investments in other companies were identified.

7.5 Equity investments in associates and joint arrangements

At 31 December 2023, the value of TA's equity investments in associates and joint arrangements (joint ventures) is € 572 K (€ 572 K at 31 December 2022), as shown in the table below.

- Alatoscana S.p.A. for € 378 K (€ 376 K at 31 December 2022);
- Toscana Aeroporti Handling S.r.l. for € 188 K (€ 188 K at 31 December 2021);
- AC. Quasarda for € 7.2 K (€ 7.2 K at 31 December 2022).

Alatoscana S.p.A. and Toscana Aeroporti Handling S.r.l. are classified as associates, while AC.Quasarda S.c.a.r.l. is classified as a joint arrangement.

For further considerations on the characteristics of the entities in question, see the section "Transactions with associates, joint arrangements and related parties" of the Report on Operations.

No impairment indicator applies to equity investments in associates.

7.6 Other financial assets

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Guarantee deposits	174	742	(568)
Other non-current assets	3,210	3,210	0
Financial instruments	63	63	0
Concession Price	2,072	1,861	211
Other non-current financial assets	5,518	5,876	(358)

Guarantee deposits

These mainly refer to guarantee deposits issued in favour of utility providers (for connections), tobacco products, cash floats given to ticket offices and parking operators.

Other non-current assets

This item mainly consists in the confirmatory deposit paid on the of € 3 M price in June 2018 upon signing the preliminary agreement for the purchase from NIT – Nuove Iniziative Toscane S.r.l. (a real property subsidiary of the Unipol Group) of the "Piana di Castello" area in the vicinity of the Florence airport for Master Plan development purposes. See also the further considerations developed in section 8.1.d "Assets under construction" and 10.7.3 "Additional contingent liabilities (due to pending lawsuits)".

The amount also includes the earn-out component to be received for the disposal of TAH for € 193 K, a financial asset measured at fair value (FVTPL).

Financial instruments

This item, totalling approximately € 63 K at 31 December 2023, refers to the fair value of the option right of the Parent TA for the sale of the remaining 20% share currently owned in TAH's quota capital, as provided for in the sale contract.

Concession Price

The item, amounting to € 2.1 M at 31 December 2023 (€ 1.9 M at 31 December 2022), refers to the Concession Price recognised in accordance with the provisions of Art. 703 of the "Codice della Navigazione" (Air Navigation Code), i.e., the price the incoming concessionaire has to pay to the outgoing concessionaire, which is determined according to regulatory analytical accounting criteria.

Please note that the so-called "Concession Price" at 31 December 2023 has been reclassified from Intangible assets to Other (non-current) financial assets. As a result, the comparative figure for 31 December 2022 was also reclassified accordingly.

7.7 Non-current trade receivables

These refer to trade receivables for agreed repayment plans. The value of this item at 31 December 2023 is € 805 K (€ 1,482 K at 31 December 2022), and mainly refers to the plan for the repayment of receivables from the related party TAH.

7.8 Deferred tax assets

Deferred tax assets and liabilities are stated at their net amount when they can be offset in the same jurisdiction. At 31 December 2023, the Group has deferred tax assets for € 7,480 K (€ 9,883 K at 31 December 2022). The amount shown is the net result of deferred tax assets of € 13,669 K and deferred tax liabilities of € 6,189 K, and mainly consists of the recognition of deferred tax assets on tax losses of the Parent in previous years and temporary differences calculated on provisions (for repairs, loss allowance, etc.).

For details regarding the composition of the item and related changes, see Annex D.

Deferred tax assets and liabilities have been determined using the applicable tax rate of the year when the temporary differences will be reversed.

The difference in deferred tax assets compared to 31 December 2022 mainly results from:

- Use of past tax losses against a positive tax base in 2023 (with an effect of approx. € -3,661 K);
- Changes in taxed provisions and other minor changes (with an effect of approx. € 1,258).

The recoverability of deferred tax assets relating to tax losses is reflected in the capacity to produce taxable profits in future years, as can be inferred from the multi-year plan approved by the Board of Directors of the Parent on 10 March 2023.

CURRENT ASSETS

The composition of current assets at 31 December 2023 and a comparison against 31 December 2019 are given below.

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
TOTAL CURRENT ASSETS	61,716	83,534	(21,817)

7.9 Contract assets

The balance at 31 December 2023, € 1,347 K, down by € 578 K compared to 31 December 2022, reflects the amount due by the client ANAS to the subsidiary TAC for the work carried out during the year, net of payments on account and advances received, within the framework of the work order to be completed in 2025.

7.10 Trade receivables

The item includes current receivables from customers that, at 31 December 2023, total € 22,430 K (€ 16,909 K at 31 December 2022), net of the loss allowance, as detailed in the table below:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Gross trade receivables	27,459	21,958	5,500
- Loss allowance	(5,029)	(5,049)	20
Trade receivables	22,430	16,909	5,520

The loss allowance on trade receivables was increased during the year with the addition of € 12 K and decreased of € 32 K for use.

The composition of trade receivables by category of overdue account is detailed in the table below.

Data in €K	Total	Falling due	Overdue				
			0-30 days	30-60 days	60-90 days	90-180 days	> 180 days
Current trade receivables	27,459	10,759	5,543	3,831	391	1,280	5,654
Expected loss rate		0.0%	-0.1%	-1.3%	-2.1%	-4.3%	-86.8%
Loss allowance	(5,029)	(2)	(4)	(51)	(8)	(55)	(4,908)
Total at 31 December 2023	22,430	10,757	5,539	3,780	383	1,225	746

Data in €K	Total	Falling due	Overdue				
			0-30 days	30-60 days	60-90 days	90-180 days	> 180 days
Current trade receivables	21,958	10,556	4,123	820	483	220	5,756
Expected loss rate		-0.1%	-0.2%	-4.9%	-8.8%	-27.4%	-85.0%
Loss allowance	(5,049)	(8)	(8)	(40)	(43)	(60)	(4,891)
Total at 31 Dec. 2022	16,909	10,549	4,116	780	440	160	865

Trade receivables also include receivables from associates and joint arrangements shown in the following table:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Toscana Aeroporti Handling	2,561	686	1,875
AC. Quasarda	25	23	2
Receivables from Associates	2,586	709	1,877

7.11 Current tax assets

This item, which consists of € 25 K at 31 December 2023 (€ 270 K at 31 December 2022) mainly refers to tax credits for current taxes (IRES [corporate income tax] and IRAP [regional production tax]).

7.12 Other tax asset

At 31 December 2023, the item is approx. € 1,909 K at 31 December 2023 (€ 669 K at 31 December 2022), and mainly consists of:

- a € 834 K VAT credit of the Parent;
- a € 899 K VAT credit of the Subsidiaries;
- a € 73 K VAT credit of Vola S.r.l. (former subsidiary, closed in December 2021);
- a € 21 K credit on investments in operating assets made by the Parent TA;
- € 79 K of ART bonus of the Parent;
- € 3 K of minor tax assets of AC. Quasarda.

7.13 Other current assets

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Public subsidies (State, Region)	71	191	(120)
Due from carriers for additional municipal tax	6,873	4,864	2,008
Payments on account to suppliers	995	1,035	(40)
Prepayments and accrued income	954	800	155

Monopoly products receivables	74	52	22
Other minor receivables	504	755	(251)
Other current assets	9,471	7,696	1,775

The “Public subsidies” item includes the aids received from the State and Region, which are described in detail in section 7.2 “Other income”.

The additional municipal tax on passenger boarding fees due from carriers, a tax established with Art. 2, par. 11, of Law no. 350 of 24 December 2003, shows the same trend as the “Other tax liabilities” item of Current liabilities because the amount collected is paid to the State.

The item “Prepayments” mainly concerns supplies with advanced billing, membership fees, insurance.

7.14 Other current financial assets

This item totals € 393 K at 31 December 2023 (€ 294 K at 31 December 2022) and includes the value of Government Bonds (“BTP”) owned by the subsidiary Jet Fuel.

7.15 Cash and cash equivalents

This item totals € 26,143 K at 31 December 2023 (€ 55,772 K at 31 December 2022) and almost exclusively includes cash held in bank current accounts, plus a residual portion of cash on hand.

The difference in cash mainly reflects:

- cash inflows generated by operating activities for € 26.4 M;
- investments in airport infrastructures for approx. € 13.8 M;
- the net change in TA loans for € 34.8 M;
- the distribution of dividends and equity reserves for € 7.3 M.

The cash flows from investments in intangible assets is € 2.4 M lower than the investments made during the period considered, as reported in section 7.1, because they are recognised at fair value, determined on the basis of the market value of the investments rather than of the cost incurred.

We point out that the “Cash and cash equivalents” item includes an available amount of € 10 M in a dedicated current account, as required by lenders, to allow for the distribution of equity reserves (made in 2023 and 2022).

7.16 EQUITY

Equity increased by approximately € 5.7 M as a result of the positive effect of the profit for the year (€ +13.1 M), mitigated by the distribution of € 7.3 M of dividends and reserves.

The Shareholders’ equity consists of the following items:

Share capital

At 31 December 2023, the fully paid-up share capital of the Parent consists of 18,611,966 ordinary shares without nominal value (18,611,966 shares at 31 December 2022).

For details on Shareholders, see the table and section “Shareholders of the Parent Company” in the Report on Operations.

Equity reserves

Equity reserves consist of:

- a share premium reserve for € 18,941 K created with the paid capital increase determined upon listing SAT (Società Aeroporto Toscano Galileo Galilei S.p.a.) on the Stock Exchange in July 2007;
- a legal reserve for an amount of € 5,472 K (€ 5,369 K at 31 December 2022);
- statutory reserves for € 12,846 K (€ 17,893 K at 31 December 2022). The € 5,048 K decrease is mainly the consequence of the allocation of the 2022 profit to the reserve, as proposed by the Board of Directors of the Parent on 15 March 2023 and approved by the Shareholders’ Meeting of the Parent on

27 April 2023, as well as of the distribution of € 7 M in reserves approved by the Shareholders' Meeting (unit price per share € 0.3761).

- Other reserves mainly consisting of the reserve deriving from the merger by incorporation of Aeroporto di Firenze for € 24,585 K. Pursuant to point 5 of the first paragraph of Art. 2426 of the Italian Civil Code, we specify that there is no restriction on available reserves.

FTA reserve

This reserve is negative for € 3,229 K, and included:

- the FTA reserve (negative for € 711 K) after deducting the theoretical tax burden created at 1 January 2005 upon First Time Adoption, so as to include the impact of international financial reporting standards on equity;
- the FTA reserve (negative for € 2,618 K) created as a consequence of the adoption of the new international standard IFRIC 12 "Service Concession Agreements" since 1 January 2011.

Retained earnings

This item includes profit carried forward for € 3,219 K (€ 642 K in 2022). The difference derives from the allocation of the 2022 profit and from the actuarial measurement of the recalculation of post-employment benefits according to IAS 19 "Employee Benefits".

Other Comprehensive Income (OCI)

The taxation of other comprehensive income (OCI) is as follows:

2023	Gross amount	Tax (expense)/benefit	Net Value
- Actuarial gain (loss), net of related tax	(46)	11	(35)
2022	Gross amount	Tax (expense)/benefit	Net Value
- Actuarial gain (loss), net of related tax	603	(145)	458

Profit for the year attributable to the owners of the Parent

This item includes the profit for the year attributable to the owners of the Parent of € 12,631 K (€ 4,675 K in 22).

Non-controlling interests

Based on the existing equity in 2023, Non-Controlling Interest totals € 1,326 K (€ 1,170 K at 31 December 2022). The difference reflects the share of NCI of the subsidiaries Jet Fuel and TAC for the year.

7.17 Provisions for risks and charges

The Provision for risks and charges totals € 5,235 K (€ 1,237 K at 31 December 2022). The details of the year's changes are given below.

	Data in €K
Provisions for risks and charges at 1 Jan. 2023	1,237

Accrual	766
Use	(203)
Reclassification of trade payables	3,434
Provisions for risks and charges at 31 Dec. 2023	5,235

At 31 December 2023, the provision mainly includes the following amounts:

- 1) € 351 K relating to the provision for the Fire Brigade Protection Service dispute, the situation of which is described in detail in the section “Information on the main items of Provisions for risks and charges”;
- 2) € 440 K relating to provisions set aside for potential labour dispute risks, better described in the “Additional information” section;
- 3) € 215 K relating to a dispute in which TA is sued by certain oil companies, which are themselves sued by certain national carriers, in connection with the sum of fuel royalties determined on the volumes handled in the 1999-2005 period (under Law no. 245/05, so-called Act on system requirements);
- 4) € 717 K relating to disputes on local taxes concerning the different classification of airport areas for IMU (municipal property tax) determination purposes;
- 5) € 3,434 K relating to a reclassification from trade payables to suppliers of past years’ provisions for traffic development costs after the updating of the analysis of marketing support agreements with airlines.

For further information, see the section entitled “Information on the main items of Provisions for risks and charges”.

The amounts set aside by the Company to face potential risks deriving from ongoing disputes are deemed appropriate for the expected outcome of the legal proceedings.

7.18 Provisions for repair and replacement

The aggregate amount of this item at 31 December 2023 is € 24,472 K, up by € 2,989 K with respect to 31 December 2022, as a result of the year’s accrual, partly offset by the uses made during 2023, mainly in connection with requalification works performed on the infrastructure of the two Tuscan airports. Details are given below:

	Data in €K
Provisions for repair and replacement at 1 Jan. 2023	21,483
Accrual	4,046
Use	(1,969)
Financial expense	912
Provisions for repair and replacement at 31 December 2023	24,472

Please note that the increase in the 2023 accrual to these provisions, compared to the previous year, is due to a revision of the future repair plans, which increased construction costs (mainly caused by inflation), the expansion of certain newly built corporate assets, and the discount rate used.

Based on its estimated time of use, this provision has been recognised among non-current liabilities for € 19,334 K and current liabilities for € 5,139 K.

The potential impact on this provision in terms of increase, as a consequence of a hypothetical reduction of 50 basis points in discount rates, would be approximately € 487 K. The potential impact on the Provision in terms of decrease, as a consequence of a hypothetical increase of 50 basis points in discount rates, would be approximately € 465 K.

7.19 Post-employment benefits

The item includes the amount of post-employment benefits, which is considered as a defined benefit obligation to be recognised as recommended by IAS 19 “Employee Benefits”.

The parameters used for the measurement of the Pisa and Florence airport personnel at 31 December 2022 are:

- Annual technical discount rate:	3.17%	
- Annual inflation rate:	2.00%	
- Annual post-employment benefits increase rate:		3.00%

As far as the discount rate is concerned, the Corporate AA iBoxx 10+ index has been selected as criterion for the measurement of this parameter, as its duration is suitable for the average time of permanence of the two staff groups being considered.

There is no defined benefit scheme for the executive staff of the company.

The liability is € 2,193 K (€ 2,307 K at 31 December 2022). This provision is recognised after deducting the payments on account made and settlements paid during the period examined, and shows a € 114 K reduction compared to 31 December 2022, as detailed below:

	Data in €K
Post-employment benefits at 1 Jan. 2023	2,307
IAS financial expenses	113
Use	(273)
Actuarial (gain)/loss	46
Post-employment benefits at 31 December 2023	2,193

The difference recognised in the Statement of Comprehensive Income (€ -35 K) corresponds to the actuarial loss of € 43 K, after a taxation of € 8 K.

The measurement of future benefits is obviously affected by all the assumptions required for its identification; therefore, in order to obtain the sensitivity shown by the present value, as determined above, compared to said assumptions, some tests have been conducted to obtain the present difference against a given difference of some of the assumptions adopted that may mostly affect that value. The table below provides the sensitivity analysis of the Provision (in €K).

Sensitivity Analysis

<i>Toscana Aeroporti Group</i>						
	Annual technical discount rate		Annual inflation rate		Annual turnover rate	
	+ 0.50 %	- 0.50 %	+ 0.25 %	- 0.25 %	+ 2.50 %	- 2.50 %
Provision (data in €K)	2,106	2,286	2,219	2,168	2,198	2,189

7.20 Financial liabilities

The details of non-current and current financial liabilities are given below:

	31 December 2022	New loans (principal)	Payments (principal)	Reclassification	Other changes	31 December 2023
Data in €K						
Non-current liabilities	66,515	0	0	(22,830)	(160)	43,525
Current financial liabilities						
Bank overdrafts (current credit facilities)	40,264	53,500	(59,500)	0	53	34,318
Current portion of non-current indebtedness	28,183	0	(28,056)	22,830	58	23,015
Total current financial liabilities	68,447	53,500	(87,556)	22,830	112	57,333
Total financial liabilities	134,962	53,500	(87,556)	0	(49)	100,858

The item “Other non-monetary changes” mainly includes the effect of the recognition of the interest share not yet settled for the year.

The amount of € 57.3 M, relating to the current financial liabilities existing at 31 December 2023, refers to the current portion of non-current indebtedness relating to the loans described below in this Note for € 23,015 K and to current credit facilities (“hot money”) for € 34.3 M.

The approx. € 34.1 M decrease in non-current financial liabilities refers to the reclassification of principal amounts due in the subsequent year to current financial liabilities.

The total amount of non-current financial liabilities and the related current share of non-current indebtedness relates to:

- 1) the loan agreement signed on 30 October 2020 with a pool of leading financial institutions consisting of Intesa Sanpaolo and BNL-BNP Paribas Group for a total amount of € 85 M secured by a SACE guarantee in compliance with the provisions of the “Liquidity Decree” for an amount equal to 90% of the sums paid in principal, plus interest and ancillary costs (hereinafter also the “SACE loan”). The outstanding principal debt at 31 December 2023 is € 54,747 K. This SACE loan was disbursed on 6 November 2020 and has a term of 6 years, with a pre-amortisation period of 24 months (first instalment paid in December 2022), and requires the Company to fulfil a financial parameter, to be measured at the time of the annual consolidated financial statement, which consists in a consolidated net financial position (NFP), as conventionally defined in the same agreement, not exceeding € 100 M. This financial parameter was fulfilled at 31 December 2023. According to the provisions of the loan agreement and of the “Liquidity Decree”, this facility can be used to support the Group's cash requirements in connection with the payment of cost of personnel, rents or leases of business branches, investments and working capital, with an interest rate indexed to the Euribor rate plus a spread. In addition, annual commissions are determined in the agreement, to be calculated in connection with the SACE-guaranteed component on the share of principal paid out and not repaid, with a fixed percentage increasing over the term of the loan. For additional details, see the “Liquidity risk” section of these Notes.
- 2) A long-term loan obtained from “Banca Infrastrutture Innovazione Sviluppo” (BIIS - Intesa San Paolo Group) to support infrastructure investments, with an original amount of € 40 M. This loan has a variable interest rate indexed to the 6-month Euribor rate plus a spread. The maturity date of the loan obtained from BIIS - Intesa San Paolo Group is September 2027 and the residual debt at 31 December 2023 is € 11.7 M (of which € 2.9 M to be repaid over the next 12 months).

- 3) The three loans obtained in 2017, 2018, and 2021 by the subsidiary Jet Fuel have a residual debt of € 52 K at 31 December 2023 to be repaid within the next 12 months.

The financial liability arising from the loans granted to the Parent by BIIS - Intesa San Paolo Group requires compliance with predefined financial ratios that are defined in the related agreement, such as the NFP/EBITDA and the NFP/Equity ratios, according to the definitions agreed with the lending counterparties and measured on the carrying amounts of the Parent. These measurements were made at the end of the reporting period, at 31 December 2023, and they were all met.

Failure to comply with the covenants and the other agreements in place for the loan in question may lead to the early repayment of the outstanding debt and/or to a restrictions on the distribution of dividends if the default is not remedied within the agreed terms.

During 2023, the Parent also initiated procedures to obtain the renegotiation of its total indebtedness from a large pool of banks and support the continuation of the planned investments. As part of the same transaction, the Company started negotiations with the same banks for the financing of the significant investments required under the Florence airport Master Plan after the related progress of the approval procedure.

Finally, in line with market practices, the aforesaid loans include: negative pledge commitments under which the Group cannot create collateral or other constraints on company assets; *pari passu* clauses, under which the loans will have the same degree of priority in repayment as the other financial liabilities; and “change of control” clauses, that are activated in the event that the majority shareholder (or controlling interest) loses control over the Parent; and limitations to the non-recurring transactions the Parent may perform.

Details of the loans existing at 31 December 2023 are shown below.

Amounts in €K	Principal	Interest	Total
Within one year	56,830	4,308	61,138
Between 1 and 2 years	22,778	2,093	24,871
Between 2 and 3 years	17,800	677	18,477
Between 3 and 4 years	2,868	118	2,986
After 4 years	-	-	-
Total	100,276	7,196	107,472

Details of the credit facilities existing at 31 December 2023 are shown below.

Data in €K	31 Dec. 2023	31 Dec. 2022	Diff.
Credit lines granted	49,250	49,650	(400)
<i>of which TA</i>	48,950	49,250	(300)
<i>of which subsidiaries</i>	300	400	(100)
Credit lines used	34,000	40,000	(6,000)

% used	69%	78%	
Residual facilities	15,250	9,650	5,600

The lines of credit used at 31 December 2023 refer to the hot-money line for € 34 M, while residual lines of credit at that date include non-revolving credit lines for € 15,250 K.

Residual credit facilities at 31 December 2023 totally refer to non-revolving credit lines.

Financial liabilities outstanding at 31 December 2023 are reported below, distinguished into fixed and variable interest rate categories.

Banking institution	Expiry	type of interest	Interest rate	Debt at 31 December 2023 (in €K)
INTESA SAN PAOLO - 1 st tranche	September 2027	variable	6-Month Euribor + 96 bp	5,076
INTESA SAN PAOLO - 2 nd tranche	September 2027	variable	6-Month Euribor + 180 bp	6,664
BPM - II Jet Fuel loan	June 2024	variable	3-Month Euribor + 110 bp	52
ISP-SACE	September 2026	variable	3-Month Euribor + 115 bp	54,747
a)		Total non-current loans		66,540
BPM	January 2023	Variable	3M/360 Euribor + 1.25	12
BPM	August 2023	Variable	3M/360 Euribor + 1.25	73
BPM	February 2024	Variable	3M/360 Euribor + 1.25	3,575
Bank Intesa San Paolo	January 2024	Fixed	6.10%	11,017
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	3,502
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	2,501
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	2,501
MPS	March 2024	Variable	6M/360 Euribor + 0.35	11,137
b)		Total liabilities for non-revolving credit lines ("hot money")		34,318
a) + b)		Total Financial Liabilities		100,858

Bank loans at 31 December 2023 are shown below, carried at their carrying amount and at fair value.

Banking institution	Company	notional	fair value
Intesa San Paolo	TA	11,472	11,713
Intesa San Paolo - SACE	TA	54,753	55,133
Banco Popolare di Milano	Jet Fuel	52	52
Current credit facilities ("hot money")	TA	34,000	34,318
	Total	100,276	101,216

The **Net Financial Indebtedness** (hereinafter also "**NFP**" for Net Financial Position) at 31 December 2023, as shown in the Report on Operations in compliance with CONSOB Resolution prot. no. 6064293 of 28 July 2006, is specified in the following table:

STATEMENT OF INDEBTEDNESS

<i>Euro K</i>	31 Dec. 2023	31 Dec. 2022	Abs. Diff.
A. Cash	26,143	55,772	(29,629)
B. Cash equivalents	-	-	-
C. Other current financial assets	393	294	99
D. Liquidity (A) + (B) + (C)	26,535	56,065	(29,530)
E. Current financial debt	34,318	40,264	(5,947)
F. Current portion of non-current financial debt	24,586	29,772	5,186
G. Current financial indebtedness (E) + (F)	58,904	70,036	11,132
H. Net current financial indebtedness (G) - (D)	32,369	13,971	18,398
I. Non-current financial debt	43,525	66,515	(22,990)
J. Debt instruments	-	-	-
K. Non-current trade and other payables	3,730	4,910	(1,180)
L. Non-current financial indebtedness (I) + (J) + (K)	47,254	71,425	(24,170)
M. Total Net Financial Indebtedness (H) + (L) (NFP)	79,623	85,395	(5,772)

At 31 December 2023, current bank debt (use of current credit lines) total € 34.3 M, to which amount we should add the item “Current portion of non-current debt” that includes the portions of non-current loans due within the next 12 months (€ 23,015 K), lease liabilities (€ 571 K), and other liabilities related to the purchase of the TAC investment (€ 1 M).

In addition, there is non-current financial debt for approx. € 47.3 M, mainly consisting in the non-current portion of outstanding loans and the non-current portion of lease liabilities (€ 3.3 M).

The item “Non-current trade and other payables” includes the non-current portion of lease liabilities (€ 3.3 M) and of liabilities incurred for the purchase of the TAC investment (€ 0.5 M).

See comments in the Report on Operations and to the “Statement of Cash Flows” for a more in-depth analysis of this item.

7.21 Lease liabilities

At 31 December 2023, lease liabilities, determined by discounting the value of the leases due, total € 3.8 M, of which € 3.3 M are classified as non-current liabilities and € 571 K as current liabilities.

Data in €K	31 Dec. 2023	31 Dec. 2022
Non-current lease liabilities	3,266	3,491
Current lease liabilities	571	589
Total	3,837	4,080

The details of the year's changes are given below.

	Data in €K	2023	2022
1 January		4,080	4,720
Acquisitions		403	120
Disposals		(24)	0
Payment / Other reductions		118	(887)
Financial expense		(740)	126
Closing lease liabilities		3,837	4,080

Lease agreements contain no covenants.

The due date of the financial liability is shown below.

	Principal	Interest	€K
< 1 year	638	72	710
1-2 years	535	57	592
2-3 years	459	84	543
3-4 years	291	72	364
4-5 years	207	65	272
5-6 years	201	58	259
After 6 years	1,358	196	1,554
Total	3,689	604	4,293

The incremental borrowing rates defined by the Group are reviewed on a recurring basis and applied to all the contracts with similar characteristics, which have been considered as a single contract portfolio. Rates are determined starting from the average effective borrowing rate of the Parent, appropriately adjusted to simulate a theoretical incremental borrowing rate, consistent with the contracts to be recognised. The most significant items considered for the adjustment of the rate are the credit risk spread of each country that can be observed in the market and the different duration of lease agreements.

The rates used for contracts signed in 2023 are:

- 3.50% for 48-month car hire contracts;
- 3.84% for current (short/medium-term) lease agreements

The rates used for contracts signed in 2022 are:

- 3.85% for car hire agreements
- 3.71% for non-current (long-term) lease agreements
- 3.65% for current (short/medium-term) lease agreements

7.22 Other non-current liabilities

Non-current liabilities (entirely of the Parent TA) total € 1,226 K (€ 2,251 K at 31 December 2022), and refer to:

- 1) the non-current component of the account payable to Cemes for the acquisition of 51% of the quotas of Cemes Aeroporti (today Toscana Aeroporti Costruzioni) for € 464 K;
- 2) guarantee deposits received from customers for the services provided to them for € 762 K.

The Company has no outstanding financial liabilities with a maturity of over 5 years.

7.23 Current tax liabilities

This item totals € 2,544 K (€ 673 K at 31 December 2022) and includes the current taxes (IRES, IRAP) of the Group companies, determined on the final PBT of 2023. In detail, € 409 K relate to IRES due by the Parent

under the consolidated tax agreement in place with Corporación America Italia S.p.A.; A further € 1,028 K relate to IRAP due by the Parent; while the remaining € 1,107 K relate to the IRES and IRAP liabilities of the subsidiaries (€ 635 K of Toscana Aeroporti Engineering, € 396 K of Parcheggi Peretola, and € 76 K of Jet Fuel).

7.24 Other tax liabilities

The aggregate amount of this item is € 8,813 K (€ 7,387 K at 31 December 2022), and includes:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Due to Revenue Agency for additional municipal tax on passenger boarding fees	7,962	6,499	1,463
IRPEF due for employees and self-employed professionals	696	543	154
Higher fees due for private flights	11	9	2
VAT due	30	231	(201)
Local taxes	113	105	8
Other tax liabilities	8,813	7,387	1,426

In detail, the aggregate amount due to the Revenue Agency for the additional municipal tax on boarding fees increased for the year at issue by virtue of the growth in the traffic handled in the two airports.

7.25 Trade payables

Trade payables to suppliers total € 35.6 M (€ 36.7 M at 31 December 2022), up by € 1.1 M.

7.26 Payables to social security institutions

This item includes accounts payable to social security and pension institutions (INPS, INAIL) for a total of € 1,563 K (€ 1,170 K at 31 December 2022).

7.27 Other current liabilities

Other current liabilities total € 11 M (€ 9.9 M at 31 December 2022) and include the following debit items:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Employees'/contractors' consideration/fees	2,853	1,969	884
Concession fees	3,423	3,575	(152)
Accrued expenses and deferred income	497	612	(115)
Fire-protection service	1,207	1,270	(63)
Air/bus/train ticket office receipts	466	468	(2)
Institutional bodies fees	447	111	336
Advances from customers	316	245	72
Due to CEMES for purchase of TAC quotas	1,000	1,000	0
Other sundry accounts payable within one year	816	684	132
Other current liabilities	11,025	9,934	1,091

In detail:

- the Fire Protection Service is the amount due to the Revenue Agency introduced by the 2007 Finance Law. For further considerations, see details in the annex "Provisions for risks and charges".
- The amount due to Cemes for the purchase of TAC quotas is the liability due within the next twelve months, arising as a result of the related business combination;
- Deferred income mainly refers to Non-Aviation revenue invoiced in advance.

8. Management of financial risks

The main risk factors that may affect the Group's operations are described below.

8.1 Credit risk

The Group believes it has suitably mitigated this risk by constantly monitoring its accounts receivable, also sometimes by promptly initiating legal actions to protect said amounts, which are reflected in the allocation of a specific loss allowance in the financial statements, which is deemed to be adequate for the amounts of the existing receivables. Always with the purpose of managing the credit risk, the Parent usually asks for sureties as guarantee (e.g. from subconcessionaires) or pre-payments (e.g. from unknown airlines).

The Parent hired a company for its long-term debt collection activities. See also the section "Trade receivables and other assets".

The ongoing economic and financial crisis caused by the reduction in traffic increased the credit risk due to the general shortage of cash for the businesses of the industry. To tackle these challenges, the Group appropriately took into account the increased risk in the loss allowance, which has been determined also in connection with the individual solvency positions of the counterparties. The Group will continue to monitor the situation and adjust its assessments of customers' performances also in the light of trends of the coming months and the timing of the recovery.

However, no specific criticality has been detected to date.

8.2 Liquidity risk

Liquidity risk is the risk that the Group may have insufficient financial resources to meet its commitments as they fall due. The main factors influencing the liquidity of the Group are the need to repay expiring amounts of outstanding loans and to comply with the covenants agreed with said contracts, any dividend distributions, as well as the resources generated or used by current operations and investments.

The Group responds to this risk through constant monitoring of its bonds with a short-term and long-term maturity and through the use of bank loans.

At 31 December 2023, the Net Financial Position (NFP) of the Group is negative for € 79.6 M (€ 85.7 M at 31 December 2022). It is the result of a negative current PFN of € 32.4 M (€ 14.3 M at 31 December 2022) and of a negative non-current PFN of € 47.3 M (€ 71.4 M at 31 December 2022). The non-current debt mainly includes the loan granted to the Parent by the bank Infrastrutture Innovazione e Sviluppo (BIIS - Intesa San Paolo Group", with maturity in 2027) and the SACE loan (with maturity in 2026) signed in October 2020.

The loan the Parent obtained from BIIS has interest rates based on three- and six-month EURIBOR rates, and several commitments, such as financial covenants, namely NFP/EBITDA and NFP/Equity, according to the definitions agreed with the lending counterparties and measured at 31 December of each business year.

In addition, another loan was obtained on 30 October 2020 from a pool of leading financial institutions consisting of Intesa Sanpaolo and BNL-BNP Paribas Group for a total amount of € 85 M, secured by a SACE guarantee as required by the Italian "Liquidity Decree", for an amount equal to 90% of the sums disbursed as principal, plus interests and ancillary costs.

The SACE loan was disbursed on 6 November 2020 and has a term of 6 years, with a pre-amortisation of 24 months (first instalment due in December 2022). The loan agreement requires compliance with a financial ratio, to be measured at the time of presentation of the annual consolidated financial statements, consisting in the value of the consolidated net financial position (NFP), as agreed in the loan agreement, not exceeding € 100 M.

According to the provisions of the SACE loan agreement and of the the Liquidity Decree, this facility can be used to support the Group's cash requirements needs arising from the obligation to pay cost of personnel, rents or leases of business branches, investments and working capital; the interest rate applied is indexed

to the Euribor rate plus a spread. In addition, the agreement requires the calculation of annual commissions related to the SACE guaranteed component of the loan on the share of principal paid out and not repaid, with a fixed increasing percentage for the entire term of the loan.

For the sake of completeness, we point out three non-current (medium/long-term) credit facilities for a nominal amount of € 1,200 K each, disbursed by the banking group “Banco Popolare di Milano” in 2017, 2018, and 2021 to the subsidiary Jet Fuel to support the purchase of eight (8) new aviation fuel supply trucks required for into-plane activities in the Pisa airport.

In addition to that, the Group also uses fixed-rate short-term (current) bank facilities to meet short-term requirements.

The amount of the Group’s limited lines of credit available at 31 December 2023 is approximately € 15.3 M and the cash and cash equivalent item accommodates a minimum amount of € 10 M available and deposited into a dedicated current account, as required by the banks, to allow the distribution of dividends that took place in July 2023.

in the business year 2023, TA and the Group fulfilled the financial parameters set out in the signed agreements, with an outstanding debt of approximately € 68.1 M at 31 December 2023 (of which € 24.6 M to be repaid within the next 12 months). There is no covenant to be complied with for the hot money debt of € 34.3 M due to banks at 31 December 2023.

During 2023, the Parent also initiated a process to obtain, from a large pool of banks, the restructuring of its total indebtedness, which also originated from the pandemic, as well as to allow the planned investments to continue and ensure the full operation of the two airports. As part of the same transaction, the Company started negotiations with the same banks for the financing of the significant investments required under the Florence airport Master Plan after the related progress of the approval procedure.

8.3 Interest rate risk

Exposure to the interest rate risk arises from the need to finance both industrial and financial income and expense, as well as use the available cash. Changes in market interest rates may have a negative or positive impact on the Group’s results, thereby indirectly influencing the costs and returns of loans and investments.

At 31 December 2023, the consolidated NFP is € 79.6 M and the debt-to-equity ratio (NFP/Equity) is 0.75 (vs 0.85 at 31 December 2022), which confirms the financial soundness of the Group.

Based on the consolidated NFP at 31 December 2023, the potential impact in terms of annual growth/reduction in interest expense connected with interest rate trends, as a result of a hypothetical increase/decrease of 100 bp, would be approximately +/- € -1,003 K.

In addition, the potential crease in the provision for repair as a consequence of a hypothetical annual reduction of 50 bp in interest rates would be € +487 K. Conversely, the potential decrease in the provision as a consequence of a hypothetical annual increase of 50 bp in interest rates would be approx. € -465 K.

No further sensitivity analysis is provided, as it is considered immaterial.

8.4 Foreign exchange or currency risk

The TA Group is not subject to risks linked to fluctuations in exchange rates because it prevalently operates in a European context where transactions are made in Euro.

9. Additional information

9.1 Segment reporting

Information regarding the main operating sectors of the Group is given below as required by IFRS 8. First of all, it is important to highlight that the type of business activity carried out by TA Group does not allow for the identification of operating segments related to completely independent activities in terms of

market/customer combinations. Currently, the traffic component affects the results of all corporate operations.

The Group has analytical accounting data that allow the Chief Operating Decision-Maker to monitor economic and financial performance from two different perspectives: by airport (Florence/Pisa) or by service type (Aviation/Non-Aviation). Both perspectives are relevant for the Group, as both the airport and the service type perspectives are used by top decision-making executives to assess its performance and make resource allocation decisions.

For easy comparability between operating segments and other industry players, the TA Group has identified the Aviation and Non-Aviation as operating segments, according to IFRS 8:

- the **Aviation Segment** identifies air-side operations (activities carried out after the security gate), which are the core business of an airport. They include: passenger and aircraft ground handling, aircraft landing, take-off and stopover, security and safety activities, passenger boarding and disembarkation, cargo loading and unloading.

Revenues for the Aviation segment are represented by the prices paid for airline assistance services and are generated by airport fees such as: landing, take-off and stopover fees, freight revenue taxes, passenger boarding fees, passenger and baggage security fees.

- the **Non-Aviation Segment** identifies land-side operations (activities carried out before the security gate), which are not directly associated with the core business (Aviation). They include retail activities, catering, car parking, car hire, advertising, ticket office, VIP Lounge.

Revenue from the Non-Aviation Segment consists in the royalties earned from the assets operated under the concession arrangement, in the direct management of certain activities (car parking, ticket office, advertising) and in the amounts paid by the subconcessionaires.

The table below provides the main information regarding the operating segments described above by highlighting, in unallocated items, (corporate) revenues, costs, assets and investments not directly attributable to the two operating segments. When allocating the various financial statement items to operating segments, the Group allocated revenue items on the basis of data derived from business cost accounting, while as regards cost items, the allocation was made on the basis of the incidence percentage of the costs allocated to each segment over total costs, as determined in the reporting statements at 31 December 2022 under CIPE Resolution no. 38/2007¹ (CIPE = Comitato Interministeriale per la Programmazione Economica, Interministerial Economic Planning Committee). In detail, the main types of unallocated costs refer to the cost of personnel, professional services provided, insurance and industry association membership fees, pro-rata portions of utilities, maintenance and amortisation/depreciation, administrative costs, provisions for risks, Directors' and Statutory Auditors' fees.

Key information by airport, and therefore by geographical area within the operating segments identified above, is provided below.

Reporting by operating segment: CONSOLIDATED FINANCIAL STATEMENT

(Amounts in €K)	Aviation		Non-Aviation		Unallocated (Corporate) items		Total	
	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>
<i>TA Group - Income Statement</i>								

¹ The reporting rules set forth in CIPE Resolution no. 38/2007 distinguish between “relevant” and “non-relevant” costs, which cannot be directly attributed to the Aviation (i.e., regulated activities) and Non-Aviation (i.e., non-regulated activities) operating segments. Although in regulatory accounting non-relevant costs are also allocated to the two operating segments, based on allocation rules defined in the aforesaid Resolution, these costs have not been allocated to the two operating segments in the disclosure by operating segments, since they were not considered to be attributable to them.

Operating revenue, other revenue and other income	78,091	58,370	26,431	19,099	4,401	6,197	108,923	83,666
<i>of which Pisa</i>	37,755	33,075	10,288	7,552	2,471	3,414	50,514	44,041
<i>of which Florence</i>	40,336	25,295	16,143	11,547	1,930	2,783	58,409	39,625
Revenue from construction services	10,794	6,240	3,995	1,147	208	20	14,998	7,407
<i>of which Pisa</i>	4,971	1,031	2,437	51	19	1	7,427	1,083
<i>of which Florence</i>	5,823	5,208	1,559	1,096	190	19	7,571	6,324
Total Segment Revenue	88,885	64,610	30,426	20,246	4,609	6,217	123,921	91,073
Operating costs (*)	42,020	36,093	7,106	5,440	23,849	22,827	72,975	64,360
<i>of which Pisa</i>	25,349	22,356	3,455	2,725	13,158	11,631	41,963	36,712
<i>of which Florence</i>	16,670	13,736	3,651	2,715	10,691	11,196	31,012	27,647
Cost of construction services	6,470	4,936	2,554	849	193	20	9,217	5,805
<i>of which Pisa</i>	2,634	957	1,566	50	16	1	4,216	1,007
<i>of which Florence</i>	3,836	3,979	989	799	177	19	5,002	4,798
Amortisation, depreciation and provisions	7,340	6,965	1,487	1,462	6,752	5,284	15,578	13,712
<i>of which Pisa</i>	3,634	3,553	781	914	3,732	2,607	8,147	7,074
<i>of which Florence</i>	3,705	3,413	705	547	3,020	2,678	7,431	6,638
Operating profit (loss)	33,056	16,615	19,279	12,496	(26,185)	(21,914)	26,151	7,197
<i>of which Pisa</i>	11,109	7,240	6,923	3,914	(14,416)	(10,824)	3,615	330
<i>of which Florence</i>	21,947	9,376	12,357	8,582	(11,768)	(11,090)	22,536	6,867
Net financial income (expense)	-	-	-	-	(6,781)	(4,131)	(6,781)	(4,131)
Profit (loss) before tax	33,056	16,615	19,279	12,496	(32,966)	(26,045)	19,370	3,066
Income taxes	-	-	-	-	(6,291)	(1,712)	(6,291)	(1,712)
Profit (loss) from continuing operations	33,056	16,615	19,279	12,496	(39,257)	(27,757)	13,079	1,354
Profit (loss) from discontinued operations	-	-	-	-	-	3,320	0	3,320
Profit (loss) for the year	33,056	16,615	19,279	12,496	(39,257)	(24,437)	13,079	4,674
Loss (profit) of non-controlling interest	-	-	-	-	(448)	1	(448)	1
Profit (loss) for the year attributable to the owners of the Parent	33,056	16,615	19,279	12,496	(39,704)	(24,436)	12,631	4,675
<i>TA Group - Statement of Financial Position</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>

Current assets	20,998	18,163	10,979	5,499	29,739	59,871	61,716	83,534
Non-current assets	156,645	157,252	42,334	32,697	43,164	49,461	242,144	239,410
<i>TA Group - Additional information</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>	<i>31 December 2023</i>	<i>31 December 2022</i>
Investments	11,507	6,767	4,048	1,939	650	401	16,205	9,107

(*) including airport fees for € 7,047 K in 2023 (€ 5,712 K in 2022).

Information on the main customers of TA

During 2023, TA recorded approx. 8.2 million passengers. The total incidence of the first three carriers is 59.8%. More specifically, the incidence of the first carrier (Ryanair) is 42.7%, while those of the second (Vueling) and third (easyJet) carriers are 10.3% and 6.8%, respectively.

9.2 Commitments and guarantees

At 31 December 2023, commitments and guarantees consist of € 10,502 K of third party sureties in favour of the TA Group and € 11,298 K of sureties given by third parties on behalf of the TA Group.

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Third-party guarantees in favour of Group	10,502	9,310	1,192
Guarantees given to third-parties on behalf of Group	11,298	12,868	(1,570)

Surities given by third parties in the favour of the TA Group mainly consist of performance bonds on work contracted by the Parent as a guarantee of subconcessionaires' compliance with the agreements in place, as well as of airport taxes and fees accrued on air carriers' operations.

Surities given to third parties on behalf of the companies of the TA Group mainly consist of performance bonds in favour of ENAC to guarantee the full and exact fulfilment of the obligations established in the two 40-year arrangements signed with the Municipalities of Pisa and Florence, as a guarantee of TA's compliance with municipal regulations regarding the works for the expansion of the airport infrastructure. The € 11.3 M amount includes approx. € 1.7 M of guarantees in favour of ANAS (the national road construction agency) for works managed by the subsidiary TAC.

9.3 Remuneration of Directors, Statutory Auditors and Executives with strategic responsibilities

Details on 2023 fees are given below.

DIRECTORS' FEES

(In €K)		2023							
Name and surname	Position	Period during which the position has been held	End of term	Fees			Remuneration, bonuses and other incentives	Other remuneration received from subsidiaries	Total
				for the position	for participation in committees	Non-monetary benefits			

Marco Carrai	Chairman of the TA Board of Directors - Chairman of the TA Executive Committee	01 Jan. 2023	3	(a)	120.0	0.0	12.9	80.0	0.0	212.9
		1 Dec. 2023								
Roberto Naldi	CEO of TA - Member of TA Executive Committee	01 Jan. 2023	3	(a)	244.0	0.0	9.0	160.0	75.0	488.0
		1 Dec. 2023								
Giorgio De Lorenzi	TA Director	01 Jan. 2023	3	(a)	10.0	1.3	0.0	0.0	0.0	11.3
		1 Dec. 2023								
Ana C. Schirinian	TA Director	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								
Saverio Panerai	TA Director	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								
Stefano Bottai	TA Director - Chairman of the TA Appointments and Remuneration Committee - Chairman of the TA Control and Risk Committee	01 Jan. 2023	3	(a)	20.0	5.0	0.0	0.0	5.9	30.9
		1 Dec. 2023								
Elisabetta Fabri	TA Director - Member of TA Appointment and Remuneration Committee	01 Jan. 2023	0	(a)	2.6	0.5	0.0	0.0	0.0	3.1
		4 Apr. 2023								
Linda Stivala	TA Director	01 Jan. 2023	3	(a)	6.4	0.0	0.0	0.0	0.0	6.4
		1 Dec. 2023								
Claudio Bianchi	TA Director - Member of the Executive Committee	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								
Nicoletta De Francesco	TA Director	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								
Gino Mannocci	TA Director - Member of TA Appointment and Remuneration Committee	01 Jan. 2023	3	(a)	10.0	2.0	0.0	0.0	0.0	12.0
		1 Dec. 2023								
Antonella Mansi	TA Director - Member of the Executive Committee	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								

Cristina Martelli	TA Director	01 Jan. 2023	3	(a)	10.0	0.0	0.0	0.0	0.0	10.0
		1 Dec. 2023								
Mariano Andres Mobilia Santi	TA Director - Member of the Executive Committee	01 Jan. 2023	3	(a)	10.0	2.5	0.0	0.0	0.9	13.4
		1 Dec. 2023								
Patrizia Pacini	TA Director - Member of the Control and Risk Committee	01 Jan. 2023	3	(a)	10.0	2.0	0.0	0.0	0.0	12.0
		1 Dec. 2023								
Mirko Romoli Fenu	TA Director - Member of the Control and Risk Committee	01 Jan. 2023	3	(a)	10.0	2.0	0.0	0.0	0.0	12.0
		1 Dec. 2023								
Total					503.0	15.3	21.9	240.0	81.8	862.0

Notes:

(a) with the approval of the financial statements at 31 Dec. 2023.

STATUTORY AUDITORS' FEES

(In €K)		2023						
Name and surname	Position	Period during which the position has been held	End of term	Emoluments for the position	Fees for participation in committees	Other remuneration received from subsidiaries	Total	
Michelo Molino	Chairman of the TA Board of Statutory Auditors	01 Jan. 2023 Apr. 2023	27	27 April 2023	10.0	6.3	0.0	16.3
Alberto Ribolla	Chairman of the TA Board of Statutory Auditors	02 May 2023 Dec. 2023	31	(a)	20.1	8.1	0.0	28.2
Raffaella Fantini	TA Standing Statutory Auditor	01 Jan. 2023 Apr. 2023	27	27 April 2023	7.5	6.0	0.0	13.5
Lara Lupi	TA Standing Statutory Auditor	02 May 2023 Dec. 2023	31	(a)	15.0	8.1	0.0	23.1
Silvia Bresciani	TA Standing Statutory Auditor	01 January 2023 Dec. 2023	31	(a)	22.5	14.4	11.3	48.2
Antonio Martini Leonardo Comucci	TA Standing Statutory Auditor	01 Jan. 2023 Apr. 2023	27	27 April 2023	7.5	6.0	0.0	13.5
	TA Standing Statutory Auditor	02 May 2023 Dec. 2023	31	(a)	14.9	8.1	0.0	23.0
Roberto Giacinti	TA Standing Statutory Auditor	01 January 2023 Dec. 2023	31	(a)	22.5	14.4	11.3	48.2
Total					120.0	71.4	22.5	213.9

Notes:

(a) with the approval of the financial statements at 31 Dec. 2025.

STRATEGIC EXECUTIVES' FEES

(In €K)	Fixed remuneration	Non-monetary benefits	Remuneration, bonuses and other incentives	Other remuneration received from subsidiaries	Total
Strategic Executives' fees	540.0	110.4	138.6	0.9	789.9

For further details, see the Report on Remuneration specified in Art. 123-ter of Legislative Decree no. 58/98 (published on the Company's website).

We point out that Directors and Statutory Auditors have no interest in non-recurring transactions performed during 2023 or in similar transactions initiated during previous years and not yet concluded.

At the reporting date, there were no loans in favour of any member of the Board of Directors or Board of Statutory Auditors.

9.4 Transactions with related parties

Among the main transactions with related parties during the financial year, other than those with related companies, there are mainly costs for the design activities carried out by ACI Engineering Uruguay SA relating to the new Florence terminal. See the specific section in the Report and Annex C to these financial statements for the year ended 31 December 2023 for a summary of the main effects of transactions with related parties on consolidated financial statements.

9.5 Allocation of financial instruments by measurement category applied

<u>31 December 2023 (amounts in €K)</u>	Assets measured at fair value	Assets measured at amortised cost	Total
Assets			
Trade receivables	-	23,234	23,234
Other financial assets	3,732	-	3,732
Other assets	-	11,727	11,727
Derivative financial instruments	63	-	63
Cash and cash equivalents	-	26,143	26,143
Total	3,795	61,104	64,899
<u>31 December 2023 (amounts in €K)</u>	Liabilities measured at fair value	Assets measured at amortised cost	Total
Liabilities			

Financial liabilities	-	100,858	100,858
Lease liabilities	-	3,837	3,837
Trade payables and other liabilities	-	44,496	44,496
Total	-	149,190	149,190

As regards the classification of financial instruments according to the hierarchy levels that reflect the significance of the input used for the determination of fair value, we point out that the “Assets measured at fair value” in the table above belong to Level 3, which uses input that is not based on observable market data. This category includes investments in other companies (€ 3,340 K) and securities held in the portfolio (€ 393 K).

9.6 Disclosure on public aids and subsidies, and other economic benefits received (under Law 142/2020, Art. 1, paragraph 125)

Pursuant to the aforesaid law, the TA Group recognised the following grant proceeds received in 2023 related to the Parent company:

Regulatory framework	AMOUNT IN €
TAX CREDIT IN FAVOUR OF BUSINESSES THAT DO NOT HAVE HIGH NATURAL GAS CONSUMPTION LEVELS (DECEMBER 2022) ART. 1 OF LAW DECREE NO. 176 OF 18 NOVEMBER 2022	24,646.00
TAX CREDIT IN FAVOUR OF NON-ENERGY INTENSIVE BUSINESSES (DECEMBER 2022) ART. 1 OF LAW DECREE NO. 176 OF 18 NOVEMBER 2022	59,879.00
TAX CREDIT FOR NON-ENERGY-INTENSIVE BUSINESSES (FIRST QUARTER 2023) ART. 1, PAR. 3, OF LAW NO. 197 OF 29 DECEMBER 2022	101,728.26
TAX CREDIT IN FAVOUR OF FREE DONATIONS IN SUPPORT OF CULTURE “ART BONUS” UNDER ART. 1 OF LAW DECREE NO. 83 OF 31 MAY 2014	65,000.00
TAX CREDIT IN FAVOUR OF BUSINESSES THAT DO NOT HAVE HIGH NATURAL GAS CONSUMPTION LEVELS (FIRST QUARTER 2023) UNDER ART. 1, PAR. 5, OF LAW NO. 197 OF 29 DECEMBER 2022	45,962.45
Total	297,215.71

9.7 Information on the main items of Provisions for risks and charges

a) Provision for risks connected with the dispute on the Fire Brigade airport service (€ 351 K)

In order to reduce the cost for the State to organise and provide the fire protection service at Italian airports (*Fondo Antincendi*), the 2007 Budget Law (“Legge Finanziaria”) had introduced an annual contribution of € 30 M to be paid by all Italian airports proportionally to their their stated traffic units.

In 2012, the TA (then called AdF) brought a specific legal action before the Civil Court of Rome, essentially asking the court to ascertain and declare the termination of the obligation to pay that contribution when the purpose of that fund changed, i.e. as from 1 January 2009. In fact, since that date, the resources contributed to the Fund had been used to provide general public rescue and civil defence services, as well as to finance the national collective labour agreements of the Fire Brigades.

A harsh legal dispute arose on the issue, with confirmed decisions expressed by the finance and civil courts, with a specific legislative instrument, and lastly with specific judgements issued by our highest jurisdictional bodies, the Constitutional Court and the Court of Cassation, with united sections.

In this context, we remind readers that the lawmaker (with paragraph 478 of Art. 1 of Law no. 208/2015, the so-called “Stability Law” - *Legge di Stabilità 2016*) had retroactively amended the regulation of the Fire Protection Fund in order to affect all the ongoing disputes in favour of the Administrations, thus imposing the nature of a fee and the jurisdiction of the Ordinary Court. After the legislative amendment introduced by the Stability Law 2016 on the matter, a specific petition had been filed to raise the question of the constitutional legitimacy of the provision at issue. The Constitutional Court, with judgement no. 167/2018, deposited on 20 July 2018, confirmed TA’s claim and declared the lack of constitutional legitimacy for Art. 1, paragraph 478, of Law no. 208 of 28 December 2015.

This having been said, several positive decisions have been pronounced in favour of TA in the first half of 2020, which established that the Fire-Prevention Fund was a purpose tax, therefore no longer due, which allowed the Company to assess the liability associated with this dispute with a different attitude.

More specifically, decision no. 2517/19 issued by the *Commissione Tributaria Provinciale di Roma* [Rome Provincial Tax Commission] became final on 10 May 2020, admitting and approving the entire defence raised by the Company over the last few years concerning the Fire Protection Fund and, together with the other recent judgements of the Constitutional Court and Court of Cassation, overturned the outcome of all the ongoing disputes in favour of the Company.

More positive decisions were pronounced in 2020, including the decision of the Court of Cassation (Joint Chambers) no. 3162/19 of 1 February 2020; the decision of the Provincial Tax Commission of Rome no. 4874/8/19 of 2 April 2020, and the decision of the Court of Appeal of Florence of 23 June 2020, which rejected the appeal of the Administrations against first degree decision no. 2975/2015, which had been favourable for TA.

For the sake of completeness, we should highlight that, on 19 February 2020, the *Avvocatura Generale dello Stato* (Attorney General), acting in the name and on behalf of the Administrations, notified TA with the appeal to the Court of Cassation against decision no. 7164/2019 of 20 December 2019 made by CTR (Carta Tecnica Regionale, *Regional Technical Charter*) of the Lazio Region.

Under the civil law, on 8 February 2022, the Court of Rome finally published the much-awaited final decision on the trial that had started in 2012, with which, according to all the valid arguments put forward since 2012:

- the dispute was confirmed to fall under the Tax Judge jurisdiction;
- the Administrations were sentenced to pay half litigation fees.

Therefore, Toscana Aeroporti intends to continue the dispute initiated in 2012 and bring it before the Rome Tax Commission, i.e. the judge that was eventually confirmed to have jurisdiction, in order to:

- request the cancellation of ENAC’s Assessment Note relating to the year 2012 and the simultaneous reimbursement of the annual contributions paid for the years already cancelled;
- point out that the nine annual contributions that have never been formally requested by the Administrations to date are to be considered firmly challenged and not due, also pursuant to all the judgements directly achieved, in order to avoid all forms of acquiescence in view of the limitations of the tax trial, which does not allow for negative assessment actions, unlike civil trials, but only permits appeals against specific orders.

In general, Toscana Aeroporti has already obtained two final decisions that cancelled 2009 and 2014 annual fees and a second-instance decision that cancelled 2007, 2008 and 2010 annual fees, in respect of which the aforementioned appeal to the Court of Cassation instituted by the Administrations is pending. Moreover, the appeal for the 2012 annuity can be validly brought forward. As regards the other eight annual fees, Toscana Aeroporti instituted the appropriate negative assessment actions before the Civil Judge (i.e. the Judge has been asked to ascertain that those annual fees and other sums never formally requested are not due).

Pursuant to the positive judgements obtained to date, Toscana Aeroporti can enforce these final decisions externally also concerning the additional annual fees for which the same legal decision applies. Moreover, the Court of Cassation itself established the rule of law of the validity of external judgement in connection with all the annual fees of the Fire Protection Fund after 1 January 2009.

In summary, Toscana Aeroporti remains validly entitled to assert the final decision in the merits reached to date, which rule that the amounts of the Fire Protection Fund (including any future such amount) are not due for as long as the related funds are diverted from the original purposes of their collection, as laid down by the law. Moreover, in the event of a future and initial claim for such sums (the nine annual fees that were never determined) by the Administrations, the Company will still be entitled to promptly challenge any new assessment notes in due time before the Tax Judge, within the applicable legal terms. In this global framework, the Provision for risks accrued at 31 December 2023, also measured with the help of external independent professionals, is appropriate if we also take into account all the updates of the year.

In December 2023 and January 2024, two judgements were pronounced by of the Court of Tax Justice and the Court of Cassation on the subject of the Fire Protection Fund with unfavourable terms for airport operators.

In detail, the Court of Cassation ruled on the annual contributions for the years 2007, 2008, 2009 and 2010 (which had been cancelled both in the first-instance judgement of the Court of Justice and in the second-instance judgement by the Regional Tax Commission) and established that the airport operators should have paid the annual contributions for the fire protection fund.

However, the legal impasse remains, because the Court of Cassation failed to express an opinion on the conflict between the law that regulated the creation of the Airport Fire Protection Fund (Art. 1, paragraph 1328, of Law no. 296/2006) and the new amendment of 2009 (Law no. 2/2009), which allowed for a different use of the resources collected with that contribution.

Therefore, considering that the contribution paid to the Airport Fire Protection Fund is specifically aimed at reducing the cost for the airport fire service to be paid by the State, it is precisely the new 2009 law that does not legally allow this use constraint to be complied with, particularly at the stage of usage of the collected revenue.

As to Toscana Aeroporti, specifically, since this company has always paid the contributions requested for the Fund since its signature of the Programme Agreements with ENAC relating to Pisa and Florence airports (in 2009 and 2015, respectively), the total amount of the contributions TA could hypothetically be asked to pay, for the annual contributions before the signing of the Program Contracts, is approximately € 2 M.

Considering the overall situation, in the opinion of the legal counsel of Toscana Aeroporti, with the exception of limited circumstances, the risk of an unfavourable outcome in the whole of the litigations relating to the Fire Protection Fund can be classified between remote and possible, so the provision for risks allocated in the financial statements at 31 December 2023, also assessed with the help of independent experts, is considered to be appropriate in view of all the updates made during the period.

b) Provision for risks and charges for potential labour dispute liabilities (€ 441 K)

At 31 December 2023, the Parent recognised a Provision for risks and charges of € 441 K because of the continuing likelihood of liabilities deriving from labour law disputes with employees that might be unsuccessful for the company or from the completion of the collective labour agreement (CCNL) renewal process, still going on today.

c) Additional liabilities with a potentially unfavourable outcome

We finally report risks for potential liabilities, also defined as “possible” by independent experts, concerning the following disputes:

a) Dispute initiated by NIT - Nuove Iniziative Toscane with a writ of summons on 10 September 2022, relating to the obligations laid down in the preliminary agreement signed for the acquisition of a plot of land called “Piana di Castello” in the metropolitan area of Florence. The dispute is about whether or not the conditions precedent attached to the final purchase of the area concerned have been fulfilled.

TA entered an appearance on 20 January 2022; at the hearing of 9 February 2022, the Judge adjourned the hearing to 20 June 2022 and, after observing that the witness evidence produced by NIT is partly

related to the content of the contract and partly of an assessment nature, rejected those preliminary requests and adjourned the case to 22 May 2023 for conclusions. The hearing of 22 May 2023 was postponed to 14 September 2023, with 11 September 2023 as deadline for the submission of written notes. Written notes were lodged on 11 September 2023, and then conclusions and replies were also lodged on 7 and 29 December 2023, respectively. We are now waiting for the lodging of the final decision. The maximum risk for TA is that of being obliged to purchase the disputed plot of land for the amount agreed in the contract (€ 72 M), plus any increased value, interests, legal fees and any compensation. The risk of an unsuccessful outcome has been assessed by the TA counsel as possible.

- b) On 30 April 2020, the action brought by Alitalia SAI against TA before the Court of Civitavecchia to ask for a revocation of all the payments received by the Company between November 2016 and April 2017. The Company has already provided exhaustive evidence that said payments are excluded from the revocation pursuant to Art. 67(3)(a) of the Bankruptcy Law because they are useful and indispensable for the continuity of the public air transport service provided by the then Alitalia SAI *in bonis* to and from the Florence and Pisa airports, and were paid to operate business activities and under “terms of use” with methods and timelines consistent with those of all the payments made in past years. During 2023, Alitalia’s receivers expressed their willingness to settle the transaction case with TA, but then a first meeting organised for the purpose was not followed by further contacts. The subsequent hearing was held on 24 April 2023 and proceedings were postponed until 2 July 2024 for the clarification of the conclusions.
- c) Dispute (case with General Index no. 69546/2018) concerning the return of the higher charges linked to refueling (applicable legislation Law 248/2005, particularly Art. 11-*terdecies* concerning fuel royalties) for the 1997-2005 period, which were levied by some airlines on oil companies, where the Company was summoned as a third party. The Court requested an expert witness and, after collecting all the information on the matter and meeting the expert witnesses of the airport operators concerned (including TA), lodged its final report in July 2023. Based on the information collected, TA believes that the amount of the potential contingent liability implied in this dispute cannot be determined yet. Written notes were lodged on 21 September 2023 pursuant to Art. 127-*ter* of the Civil Procedure Code and then the Court, considering the case was ready for a final decision, set the date of 18 April 2024 for the hearing of clarification of conclusions. TA’s counsel defined the risk of an unsuccessful outcome as ‘possible’. Please note that there are further disputes on similar matters for which TA’s counsel has defined a remote-to-possible risk of adverse outcome and the contingent liability for the Group not yet definable, because the Court, at the time of the judgement, will establish any amount due from the Parent.

9.8 Reconciliation table between the profit for the year and the equity of the Parent and of the TA Group

As required by Consob’s Notice dated 28 July 2006, we are providing below a reconciliation table between the profit for the year and equity at 31 December 2023 (attributable to the owners of the Parent) of the Group and the Parent.

Description	Equity at 31 December 2023	Net profit for 2023
Equity and profit for the year - Toscana Aeroporti S.p.A.	100,319	10,470
Equity and profit/(loss) of the Group’s subsidiaries	6,636	3,712
Elimination of the carrying value of equity investments	(7,666)	(448)
Profit/(loss) of consolidated entities	6	-

Elimination of intragroup dividends	-	(1,047)
After-tax consolidation difference (royalties)	2,165	(56)
Goodwill	3,735	-
Other minor consolidation entries	(20)	-
Equity and profit for the year attributable to the owners of the Parent	105,174	12,631
Non-Controlling Interest	1,326	448
Equity and profit for the year attributable to the owners of the Parent and Non-Controlling Interest	106,500	13,079

Amounts in €K

9.9 Atypical or unusual transactions

According to Consob's Notice no. 6064293 of 28 July 2006, no atypical or unusual transaction was performed during 2023.

9.10 Significant events and non-recurring transactions

According to Consob's Notice dated 28 July 2006, it should be noted that in 2023, the TA Group benefited from the positive second-instance judgement issued by the Council of State in September, which ruled that TA was right against the Ministry of Infrastructure and Transport (MIT) concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period. The one-off amount of € 5,389 K paid to TA has been appropriately reclassified among the various original regulated duties.

9.11 Events occurred after 31 December 2023

By notarial deed dated 12 February 2024, Toscana Aeroporti sold its investment in Firenze Parcheggi S.p.A. (8.16%) to Parcheggi Italia S.p.A.

Authorisation to disclosure

This document was approved by the Board of Directors on 12 March 2024 and made available to the public upon the Chairman's authorisation.

For the Board of Directors
The Chairman
(Marco Carrai)

**ANNEXES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31
DECEMBER 2023**

ANNEX “A”
2023 CHANGES IN INTANGIBLE ASSETS
(amounts shown in €K)

	CONCESSION RIGHTS	GOODWILL	PATENT AND INTELLECTUAL PROPERTY RIGHTS	ASSETS UNDER DEVELOPMENT	OTHER FIXED ASSETS	TOTAL
Historical cost	225,411	3,735	16,064	26,754	1,474	273,438
Accumulated amortisation	(68,246)	-	(15,642)	-	(1,211)	(85,099)
A - Value at 31 Dec. 2022	157,165	3,735	422	26,754	262	188,339
<i>CHANGES OF THE YEAR</i>						
Purchases	4,577	-	136	10,590	50	15,353
Reclassification	1,761	-	287	(1,099)	(29)	920
Disinvestments	-	-	-	-	(7)	(7)
Impairment losses	-	-	-	(861)	-	(861)
Other changes	-	-	(29)	-	-	(29)
Amortisation	(6,462)	-	(267)	-	(37)	(6,766)
Reversal of previous years' accumulated amortisation	-	-	-	-	7	7
B - Total changes	(124)	-	127	8,629	(16)	8,617
Historical cost	231,749	3,735	16,458	35,384	1,488	288,814
Accumulated amortisation	(74,709)	-	(15,909)	-	(1,241)	(91,859)
Value at 31 Dec. 2023 (A+B)	157,041	3,735	550	35,384	247	196,956

ANNEX “B”
2023 CHANGES IN TANGIBLE ASSETS
(amounts shown in €K)

	LAND, BUILDINGS	PLANT AND EQUIPMENT	INDUSTRIAL AND COMMERCIAL EQUIPMENT	ASSETS UNDER CONSTRUCTION	OTHER ASSETS	TOTAL
Historical cost	25,463	28,247	1,801	211	19,225	74,948
Accumulated depreciation	(8,627)	(21,244)	(1,068)	-	(17,616)	(48,556)
A - Value at 31 Dec. 2022	16,836	7,003	733	211	1,609	26,391
<i>CHANGES OF THE YEAR</i>						
Purchases	-	323	-	-	529	852
Reclassification	-	(867)	-	(89)	36	(920)
Disinvestments	-	(21)	-	-	(358)	(379)
Depreciation	(244)	(1,361)	(130)	-	(741)	(2,476)
Reversal of previous years' accumulated depreciation	-	21	-	-	350	371
B - Total changes	(244)	(1,905)	(130)	(89)	(185)	(2,552)
Historical cost	25,463	27,681	1,801	123	19,431	74,500
Accumulated depreciation	(8,871)	(22,584)	(1,198)	-	(18,008)	(50,661)
Value at 31 Dec. 2023 (A+B)	16,592	5,098	603	123	1,424	23,839

ANNEX “C”
TRANSACTIONS WITH RELATED PARTIES

financial statement item	31 December 2023			31 December 2022		
	Amounts in €K	% impact on financial statement item	Carrying amount (€K)	Amounts in €K	% impact on financial statement item	Carrying amount (€K)
Associates						
<i>Toscana Aeroporti Handling S.r.l.</i>						
Equity investments in associates and joint arrangements	188	32.8%	572	188	32.8%	572
Non-current trade receivables	671	83.4%	805	1,342	90.6%	1,482
Trade receivables	1,890	8.4%	22,430	686	4.1%	16,909
Trade payables	521	1.5%	35,595			
Aviation revenue	3	0.0%	78,112			
Non-Aviation revenue	313	0.8%	36,870			
Other revenue	337	5.1%	6,661			
Costs for services	500	1.1%	46,565			
Sundry operating expenses	0.1	0.0%	1,957			
<i>Alatoscana S.p.A.</i>						
Equity investments in associates and joint arrangements	378	66.0%	572	378	66.0%	572
Other revenue	11	0.2%	6,661	32	0.5%	6,182
<i>AC.Quasarda S.c.a.r.l.</i>						
Equity investments in associates and joint arrangements	7	1.3%	572	7	1.3%	572
Trade receivables	25	0.1%	22,430	23	0.1%	16,909
Other current assets	53	0.6%	9,471	417	5.4%	7,696
Trade payables	1,981	5.6%	35,595	2,544	6.9%	36,703
Other revenue	2	0.0%	6,661	23	0.4%	6,182
Costs for services	4,019	8.6%	46,565	3,677	9.1%	40,203

Other related parties

Pitti Immagine S.r.l.

Non-Aviation revenue

13

0.04%

36,870

Sol S.p.A.

Costs for services

3

0.01%

46,565

Firenze Fiera S.p.A.

Non-Aviation revenue

2

0.01%

36,870

ACI Engineering Uruguay S.A.

Costs for services

1,330

2.9%

46,565

912

15.7%

5,805

Servizi alla Strada S.p.A.

Costs for services

1

0.00%

46,565

Unione Industriale Pisa

Sundry operating expenses

80

4.1%

1,957

Industria Servizi S.p.A.

Costs for services

76

0.2%

46,565

Sundry operating expenses

25

1.3%

1,957

Trade payables

2

0.0%

35,595

Talento all'Opera Onlus

Sundry operating expenses

10

0.5%

1,957

-

Corporación America Italia S.r.l.

Trade receivables

1

0.0%

35,595

1

0.0%

16,909

Current tax liabilities

409

16.08%

2,544

Other current assets

-

0.00%

9,471

210

2.7%

7,696

Income taxes

103

N.S.

(6,291)

103

N.S.

(1,712)

Cedidor S.A.

Trade payables

64

0.2%

35,595

Industria Servizi Formazione S.r.l.

Costs for services

12

0.02%

46,565

Trade payables <i>Firenze Mobilità S.r.l.</i>	1	0.00%	35,595		
Costs for services <i>Alha Airlines Handling Agents S.p.A.</i>	234	0.5%	46,565		
Non-Aviation revenue	7	0.02%	36,870		
Trade receivables <i>Firenze Parcheggi S.p.A.</i>	1	0.00%	35,595		
Other revenue	2	0.03%	6,661		
Costs for services	204	0.44%	46,565		
Trade receivables	1	0.00%	35,595		

ANNEX “D”
CHANGES IN DEFERRED TAX ASSETS AND LIABILITIES
AND CONSEQUENT EFFECTS

(Amounts in EUR)

ITEMS		DEFERRED TAX ASSETS/LIABILITIES 31 DEC. 2022				2023 REVERSAL		2023 INCREASES		DEFERRED TAX ASSETS/LIABILITIES AT 31 DEC. 2023	
		TAXABLE BASE	TAX	TAXABLE BASE	TAX	TAXABLE BASE	TAX	TAXABLE BASE	TAX		
IMPAIRMENT LOSSES ON TRADE RECEIVABLES AND OTHER ASSETS	IRES	5,144,533	1,234,688	0	0		0	5,144,533	1,234,688		
IFRIC12 / PROVISION FOR REPAIR AND MAINTENANCE in excess	IRES / IRAP	6,941,682	2,067,342	2,546,614	741,574	2,950,766	859,263	7,345,834	2,185,031		
ACTUARIAL GAIN (OCI)	IRES	266,533	63,968	19,195	4,607	65,303	15,673	312,641	75,034		
SUNDRIES	IRES / IRAP	51,034	21,454	112,209	26,930	416,102	99,864	354,927	94,388		
PROVISION FOR FUTURE RISKS AND CHARGES	IRES / IRAP	849,781	233,091	203,086	48,741	372,958	1,089,596	1,019,653	1,273,946		
POST-EMPLOYMENT BENEFITS IFRS APPLIC. DIFFERENCES	IRES	(291,350)	(69,923)		0	110,802	26,593	(180,548)	(43,329)		
PARCHEGGI PERETOLA CONSOLIDATION	IRES / IRAP	(3,144,902)	(919,846)	0		71,525	20,170	(3,073,378)	(899,676)		
OTHER DIFFERENCES	IRES / IRAP	3,051,144	830,008	266,362	74,315	155,750	43,454	2,940,532	799,148		
TAX LOSSES	IRES	18,003,053	6,422,071	15,254,420	3,661,061	0	0	2,748,633	2,761,010		
Total		30,871,507	9,882,853	18,401,886	4,557,227	4,143,206	2,154,613	16,612,828	7,480,240		

ANNEX E
RECONCILIATION BETWEEN PROFIT FOR THE YEAR AND TAX BASE
(amounts shown in €K)

Amounts in €K

Reconciliation between theoretical tax rate and effective tax rate	2023	2023
Profit Before Tax (PBT)	19,370	3,066
<i>Applicable tax rate for the year</i>	24%	24%
Theoretical tax burden	4,649	736
IRAP effect	1,525	565
Non-deductible impairment losses	207	12
Non-fully taxable capital gains (PEX 95%)	(86)	(6)
Deduction of IRAP from IRES	(74)	(2)
Other effects	70	407
Total differences	1,642	976
Total taxes	6,291	1,712
<i>Effective tax rate</i>	32%	56%

ANNEX F
INDEPENDENT AUDITOR'S AND RELATED ENTITIES' FEES FOR 2023
(ART. 149 DUODECIES OF CONSOB ISSUERS REGULATION)

Service type	Entity that provided the service	Beneficiary	Notes	2023 fees (€)
Audit	Auditor of the Parent	Parent TA S.p.A.	(1)	103,700
	Auditor of the Parent	Subsidiaries	(2)	22,300
Attestation services	Auditor of the Parent	Parent TA S.p.A.	(3)	113,000
	Auditor of the Parent	Parent TA S.p.A.	(4)	14,000
	Auditor of the Parent	Parent Company TA S.p.A.	(5)	15,000
Other services	Network of the auditor of the Parent	Parent Company TA S.p.A.	(6)	64,300
			Total	
			(€)	332,300

Notes

- (1) Fees paid for the statutory audit of the Consolidated Financial Statements and Annual Financial Statements of the Parent (including periodic audits), as well as for the review of the Condensed Interim Consolidated Financial Statements of the Group.
- (2) Fees relating to the statutory audit of the financial statements of the subsidiaries Parcheggi Peretola Srl, Jet Fuel Co. Srl, Toscana Aeroporti Costruzioni Srl, and related periodic audits.
- (3) Fees paid for the audit of the consolidation files for the Corporación America Airports Group.
- (4) Fees for the audit of accounting reports pursuant to the CIPE Resolution no. 38/2007 of the Pisa and Florence airports.
- (5) Fees for the review of the Consolidated Non-Financial Statement (NFS) prepared pursuant to Legislative Decree no. 254/2016.
- (6) Fees mainly related to methodological support tasks in feasibility studies connected with a previous business plan.

CERTIFICATION OF THE 2023 CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ART. 81-TER OF CONSOB'S REGULATION NO. 11971 OF 14 MAY 1999 AND SUBSEQUENT AMENDMENTS AND SUPPLEMENTS

The undersigned Roberto Naldi (Chief Executive Officer) and Marco Gialletti (Financial Reporting Manager) of Toscana Aeroporti S.p.A., also considering the provisions of Art. 154-*bis*, paragraphs 3 and 4, of Legislative Decree no. 58 of 24 February 1998, hereby certify that:

- the financial statements are adequate for the characteristics of the company, and
- the administrative and accounting procedures for the preparation of the 2023 Consolidated Financial Statement have been implemented.

Furthermore, it is hereby certified that the 2023 Consolidated Financial Statements:

- have been prepared in compliance with the international financial reporting standards recognised within the European Community pursuant to EC Regulation no. 1606/2002 of the European Parliament and of the Council of 19 July 2002;
- reflect the contents of accounting books and records;
- provide a true and fair view of the assets, liabilities, and financial position of the issuer.

The Report on Operations includes a reliable analysis of operations and performance, as well as the situation of the issuer, along with a description of the primary risks and uncertainties to which it is exposed.

Florence, 12 March 2024

For the Board of Directors

Chief Executive Officer
Roberto Naldi

Financial Reporting Manager
Marco Gialletti

INDEPENDENT AUDITORS' REPORT



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Relazione della società di revisione indipendente ai sensi degli artt. 14 del D.Lgs. 27 gennaio 2010, n. 39 e 10 del Regolamento (UE) n. 537 del 16 aprile 2014

*Agli Azionisti di
 Toscana Aeroporti S.p.A.*

Relazione sulla revisione contabile del bilancio consolidato

Giudizio

Abbiamo svolto la revisione contabile del bilancio consolidato del Gruppo Toscana Aeroporti (nel seguito anche il "Gruppo"), costituito dai prospetti della situazione patrimoniale-finanziaria al 31 dicembre 2023, del conto economico e del conto economico complessivo, del rendiconto finanziario e delle variazioni di patrimonio netto e per l'esercizio chiuso a tale data e dalle note al bilancio che includono le informazioni rilevanti sui principi contabili applicati.

A nostro giudizio, il bilancio consolidato fornisce una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria del Gruppo Toscana Aeroporti al 31 dicembre 2023, del risultato economico e dei flussi di cassa per l'esercizio chiuso a tale data in conformità agli International Financial Reporting Standards adottati dall'Unione Europea nonché ai provvedimenti emanati in attuazione dell'art. 9 del D.Lgs. 38/05.

Elementi alla base del giudizio

Abbiamo svolto la revisione contabile in conformità ai principi di revisione internazionali (ISA Italia). Le nostre responsabilità ai sensi di tali principi sono ulteriormente descritte nel paragrafo "Responsabilità della società di revisione per la revisione contabile del bilancio consolidato" della presente relazione. Siamo indipendenti rispetto a Toscana Aeroporti S.p.A. (nel seguito anche la "Società") in conformità alle norme e ai principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano alla revisione contabile del bilancio. Riteniamo di aver acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio.

Aspetti chiave della revisione contabile

Gli aspetti chiave della revisione contabile sono quegli aspetti che, secondo il nostro giudizio professionale, sono stati maggiormente significativi nell'ambito della revisione contabile del bilancio consolidato dell'esercizio in esame. Tali aspetti sono stati da noi affrontati nell'ambito della revisione contabile e nella formazione del nostro giudizio sul bilancio consolidato nel suo complesso; pertanto, su tali aspetti non esprimiamo un giudizio separato.



Gruppo Toscana Aeroporti

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Valutazione dei fondi di ripristino e sostituzione

Note illustrative al bilancio; nota n. 4 "Principi contabili e criteri di valutazione applicati – Uso di stime e Diritti di concessione e fondo di ripristino e sostituzione (IFRIC 12)" e nota n. 7.18 "Fondi di ripristino e sostituzione"

Aspetto chiave	Procedure di revisione in risposta all'aspetto chiave
<p>Il bilancio al 31 dicembre 2023 include "Fondi di ripristino e sostituzione" pari a €24,5 milioni (di cui quota non corrente pari a €19,4 milioni e quota corrente pari a €5,1 milioni). Tali fondi sono determinati sulla base della stima del valore attuale degli oneri che il Gruppo dovrà sostenere per far fronte alle obbligazioni contrattuali previste dal contratto di concessione, al fine di assicurare l'adeguata funzionalità, operatività e sicurezza delle infrastrutture aeroportuali ottenute in concessione.</p> <p>La stima dei suddetti fondi è per sua natura complessa in quanto caratterizzata sia da numerosi elementi considerati che da un elevato grado di incertezza associato a quest'ultimi. In particolare, le principali assunzioni riguardano la natura e la frequenza degli interventi da effettuare e la quantificazione degli oneri che dovranno essere sostenuti per l'esecuzione degli stessi, oltre al tasso da utilizzare per stimare il valore attuale di tali oneri in funzione dei tempi di intervento.</p> <p>Essendo tale stima influenzata da molteplici variabili e assunzioni, abbiamo considerato la valutazione dei Fondi di ripristino e sostituzione un aspetto chiave dell'attività di revisione.</p>	<p>Le procedure di revisione svolte hanno incluso:</p> <ul style="list-style-type: none"> • La comprensione del processo di stima utilizzato ai fini della determinazione dei fondi in oggetto; • L'esame della configurazione e messa in atto dei controlli e lo svolgimento di procedure per valutare l'efficacia operativa dei controlli ritenuti rilevanti; • L'analisi della ragionevolezza delle principali assunzioni e dei dati utilizzati per stimare la programmazione, la natura ed i costi degli interventi di manutenzione straordinaria, di ripristino e di sostituzione, anche tramite incontri con i responsabili tecnici e gli specialisti esterni coinvolti dal Gruppo per lo sviluppo di tali stime; • L'analisi della ragionevolezza del tasso applicato per stimare il valore attuale di tali oneri in funzione dei tempi di intervento; • La verifica dell'accuratezza matematica dei calcoli eseguiti per la determinazione dei fondi; • L'esame retrospettivo delle stime dei precedenti esercizi, inclusa l'analisi degli eventuali scostamenti dei costi sostenuti rispetto alle precedenti stime; • L'analisi dell'adeguatezza dell'informativa resa nelle note illustrative al bilancio e della sua conformità ai principi contabili di riferimento.

Altri aspetti

Il bilancio del Gruppo Toscana Aeroporti per l'esercizio chiuso al 31 dicembre 2022 è stato sottoposto a revisione contabile da parte di un altro revisore che, in data 4 aprile 2023, ha espresso un giudizio senza rilievi su tale bilancio.

Responsabilità degli Amministratori e del Collegio Sindacale di Toscana Aeroporti S.p.A. per il bilancio consolidato

Gli Amministratori sono responsabili per la redazione del bilancio consolidato che fornisca una rappresentazione veritiera e corretta in conformità agli International Financial Reporting Standards adottati dall'Unione Europea nonché ai provvedimenti emanati in attuazione dell'art. 9 del D.Lgs. 38/05 e, nei termini previsti dalla legge, per quella parte del controllo interno dagli stessi ritenuta necessaria per consentire la redazione di un bilancio che non contenga errori significativi dovuti a frodi o a comportamenti o eventi non intenzionali.

Gli Amministratori sono responsabili per la valutazione della capacità del Gruppo di continuare a operare come un'entità in funzionamento e, nella redazione del bilancio consolidato, per l'appropriatezza



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dell'utilizzo del presupposto della continuità aziendale, nonché per una adeguata informativa in materia. Gli Amministratori utilizzano il presupposto della continuità aziendale nella redazione del bilancio consolidato a meno che abbiano valutato che sussistono le condizioni per la liquidazione della capogruppo Toscana Aeroporti S.p.A. o per l'interruzione dell'attività o non abbiano alternative realistiche a tali scelte.

Il Collegio Sindacale ha la responsabilità della vigilanza, nei termini previsti dalla legge, sul processo di predisposizione dell'informativa finanziaria del Gruppo.

Responsabilità della società di revisione per la revisione contabile del bilancio consolidato

I nostri obiettivi sono l'acquisizione di una ragionevole sicurezza che il bilancio consolidato nel suo complesso non contenga errori significativi, dovuti a frodi o a comportamenti o eventi non intenzionali, e l'emissione di una relazione di revisione che includa il nostro giudizio. Per ragionevole sicurezza si intende un livello elevato di sicurezza che, tuttavia, non fornisce la garanzia che una revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) individui sempre un errore significativo, qualora esistente. Gli errori possono derivare da frodi o da comportamenti o eventi non intenzionali e sono considerati significativi qualora ci si possa ragionevolmente attendere che essi, singolarmente o nel loro insieme, siano in grado di influenzare le decisioni economiche degli utilizzatori prese sulla base del bilancio consolidato.

Nell'ambito della revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia), abbiamo esercitato il giudizio professionale e abbiamo mantenuto lo scetticismo professionale per tutta la durata della revisione contabile. Inoltre:

- abbiamo identificato e valutato i rischi di errori significativi nel bilancio consolidato, dovuti a frodi o a comportamenti o eventi non intenzionali; abbiamo definito e svolto procedure di revisione in risposta a tali rischi; abbiamo acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio. Il rischio di non individuare un errore significativo dovuto a frodi è più elevato rispetto al rischio di non individuare un errore significativo derivante da comportamenti o eventi non intenzionali, poiché la frode può implicare l'esistenza di collusioni, falsificazioni, omissioni intenzionali, rappresentazioni fuorvianti o forzature del controllo interno;
- abbiamo acquisito una comprensione del controllo interno rilevante ai fini della revisione contabile allo scopo di definire procedure di revisione appropriate nelle circostanze e non per esprimere un giudizio sull'efficacia del controllo interno del Gruppo;
- abbiamo valutato l'appropriatezza dei principi contabili utilizzati nonché la ragionevolezza delle stime contabili effettuate dagli Amministratori, inclusa la relativa informativa;
- siamo giunti a una conclusione sull'appropriatezza dell'utilizzo da parte degli Amministratori del presupposto della continuità aziendale e, in base agli elementi probativi acquisiti, sull'eventuale esistenza di un'incertezza significativa riguardo a eventi o circostanze che possono far sorgere dubbi significativi sulla capacità del Gruppo di continuare a operare come un'entità in funzionamento. In presenza di un'incertezza significativa, siamo tenuti a richiamare l'attenzione nella relazione di revisione sulla relativa informativa di bilancio ovvero, qualora tale informativa sia inadeguata, a riflettere tale circostanza nella formulazione del nostro giudizio. Le nostre conclusioni sono basate sugli elementi probativi acquisiti fino alla data della presente relazione. Tuttavia, eventi o circostanze successivi possono comportare che il Gruppo cessi di operare come un'entità in funzionamento;



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- abbiamo valutato la presentazione, la struttura e il contenuto del bilancio consolidato nel suo complesso, inclusa l'informativa, e se il bilancio consolidato rappresenti le operazioni e gli eventi sottostanti in modo da fornire una corretta rappresentazione;
- abbiamo acquisito elementi probativi sufficienti e appropriati sulle informazioni finanziarie delle imprese o delle differenti attività economiche svolte all'interno del Gruppo per esprimere un giudizio sul bilancio consolidato. Siamo responsabili della direzione, della supervisione e dello svolgimento dell'incarico di revisione contabile del Gruppo. Siamo gli unici responsabili del giudizio di revisione sul bilancio consolidato.

Abbiamo comunicato ai responsabili delle attività di *governance*, identificati a un livello appropriato come richiesto dagli ISA Italia, tra gli altri aspetti, la portata e la tempistica pianificate per la revisione contabile e i risultati significativi emersi, incluse le eventuali carenze significative nel controllo interno identificate nel corso della revisione contabile.

Abbiamo fornito ai responsabili delle attività di *governance* anche una dichiarazione sul fatto che abbiamo rispettato le norme e i principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano e abbiamo comunicato loro ogni situazione che possa ragionevolmente avere un effetto sulla nostra indipendenza e, ove applicabile, le azioni intraprese per eliminare i relativi rischi o le misure di salvaguardia applicate.

Tra gli aspetti comunicati ai responsabili delle attività di *governance*, abbiamo identificato quelli che sono stati più rilevanti nell'ambito della revisione contabile del bilancio consolidato dell'esercizio in esame, che hanno costituito quindi gli aspetti chiave della revisione. Abbiamo descritto tali aspetti nella relazione di revisione.

Altre informazioni comunicate ai sensi dell'art. 10 del Regolamento (UE) 537/14

L'Assemblea degli Azionisti di Toscana Aeroporti S.p.A. ci ha conferito in data 27 aprile 2023 l'incarico di revisione legale del bilancio d'esercizio e consolidato della Società per gli esercizi dal 31 dicembre 2023 al 31 dicembre 2031.

Dichiariamo che non sono stati prestati servizi diversi dalla revisione contabile vietati ai sensi dell'art. 5, paragrafo 1, del Regolamento (UE) 537/14 e che siamo rimasti indipendenti rispetto alla Società nell'esecuzione della revisione legale.

Confermiamo che il giudizio sul bilancio consolidato espresso nella presente relazione è in linea con quanto indicato nella relazione aggiuntiva destinata al Collegio Sindacale, nella sua funzione di Comitato per il controllo interno e la revisione contabile, predisposta ai sensi dell'art. 11 del citato Regolamento.

Relazione su altre disposizioni di legge e regolamentari

Giudizio sulla conformità alle disposizioni del Regolamento Delegato (UE) 2019/815

Gli Amministratori di Toscana Aeroporti S.p.A. sono responsabili per l'applicazione delle disposizioni del Regolamento Delegato (UE) 2019/815 della Commissione Europea in materia di norme tecniche di regolamentazione relative alla specificazione del formato elettronico unico di comunicazione (ESEF – *European Single Electronic Format*) al bilancio consolidato al 31 dicembre 2023, da includere nella relazione finanziaria annuale.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 700B al fine di esprimere un giudizio sulla conformità del bilancio consolidato alle disposizioni del Regolamento Delegato (UE) 2019/815.



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A nostro giudizio, il bilancio consolidato al 31 dicembre 2023 è stato predisposto nel formato XHTML ed è stato marcato, in tutti gli aspetti significativi, in conformità alle disposizioni del Regolamento Delegato (UE) 2019/815.

Alcune informazioni contenute nelle note illustrative al bilancio consolidato quando estratte dal formato XHTML in un'istanza XBRL, a causa di taluni limiti tecnici potrebbero non essere riprodotte in maniera identica rispetto alle corrispondenti informazioni visualizzabili nel bilancio consolidato in formato XHTML.

Giudizio ai sensi dell'art. 14, comma 2, lettera e), del D.Lgs. 39/10 e dell'art. 123-bis, comma 4, del D.Lgs. 58/98

Gli Amministratori di Toscana Aeroporti S.p.A. sono responsabili per la predisposizione della relazione sulla gestione e della relazione sul governo societario e gli assetti proprietari del Gruppo Toscana Aeroporti al 31 dicembre 2023, incluse la loro coerenza con il relativo bilancio consolidato e la loro conformità alle norme di legge.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 720B al fine di esprimere un giudizio sulla coerenza della relazione sulla gestione e di alcune specifiche informazioni contenute nella relazione sul governo societario e gli assetti proprietari indicate nell'art. 123-bis, comma 4, del D.Lgs. 58/98, con il bilancio consolidato del Gruppo Toscana Aeroporti al 31 dicembre 2023 e sulla conformità delle stesse alle norme di legge, nonché di rilasciare una dichiarazione su eventuali errori significativi.

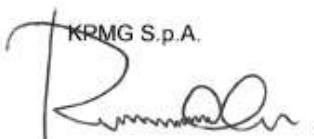
A nostro giudizio, la relazione sulla gestione e alcune specifiche informazioni contenute nella relazione sul governo societario e gli assetti proprietari sopra richiamate sono coerenti con il bilancio consolidato del Gruppo Toscana Aeroporti al 31 dicembre 2023 e sono redatte in conformità alle norme di legge.

Con riferimento alla dichiarazione di cui all'art. 14, comma 2, lettera e), del D.Lgs. 39/10, rilasciata sulla base delle conoscenze e della comprensione dell'impresa e del relativo contesto acquisite nel corso dell'attività di revisione, non abbiamo nulla da riportare.

Dichiarazione ai sensi dell'art. 4 del Regolamento Consob di attuazione del D.Lgs. 254/16

Gli Amministratori di Toscana Aeroporti S.p.A. sono responsabili per la predisposizione della dichiarazione di carattere non finanziario redatta su base volontaria ai sensi dell'art. 7 del D.Lgs. 254/16. Abbiamo verificato l'avvenuta approvazione da parte degli Amministratori della dichiarazione di carattere non finanziario. Ai sensi dell'art. 3, comma 10, del D.Lgs. 254/16, tale dichiarazione è oggetto di separata attestazione di conformità da parte nostra.

Firenze, 4 aprile 2024

KPMG S.p.A.


Riccardo Cecchi
Socio

FINANCIAL STATEMENTS – TOSCANA AEROPORTI S.p.A.

TOSCANA AEROPORTI - INCOME STATEMENT

Amounts in €K	Notes	FY 2023	of which Related Parties	FY 2022 (*)	of which Related Parties
REVENUE					
Operating revenue		96,788	339	73,300	1,368
Other revenue		3,017	351	3,336	99
Revenue from construction services		14,998		7,407	
TOTAL REVENUE (A)	5.1	114,802	690	84,043	1,467
OTHER INCOME (B)	5.2	651		616	
COSTS	5.3				
Consumables	5.3.1	1,005		1,011	
Cost of personnel	5.3.2	22,559		19,772	
Costs for services	5.3.3	46,526	6,378	37,717	4,588
Sundry operating expenses	5.3.4	1,839	115	987	
Airport fees	5.3.5	7,047		5,712	
TOTAL COSTS (C)		78,976	6,493	65,199	4,588
GROSS OPERATING PROFIT (EBITDA) (A+B-C)		36,477		19,460	
Amortisation, depreciation and impairment losses	5.4	10,295		9,663	
Provision for risks and repairs	5.5	5,234		3,531	
Impairment of trade receivables and other assets	5.6	12		115	
OPERATING PROFIT/(LOSS) (EBIT)		20,935		6,151	
FINANCIAL INCOME AND EXPENSE					
Financial income	5.7	392		198	
Financial expense	5.8	(7,117)		(3,858)	
Gain (loss) on equity investments	5.9	1,059		767	
NET FINANCIAL EXPENSE		(5,666)		(2,892)	
PROFIT BEFORE TAX (PBT)		15,269		3,259	
Income taxes	6	(4,800)	103	(1,204)	103
PROFIT FOR THE YEAR		10,470		2,055	
Earnings per share (€)	6.1	0.5625		0.1104	
Diluted earnings per share (€)		0.5625		0.1104	

(*) Please note that costs for construction services have been classified by nature in the related cost items (costs for consumables, service costs and cost of personnel) in the financial year 2023. Consequently, the comparative figure for the financial year 2022 was also reclassified accordingly.

TOSCANA AEROPORTI - COMPREHENSIVE INCOME STATEMENT

Amounts in €K	Notes	FY 2023	FY 2022
PROFIT FOR THE YEAR (A)		10,470	2,055
<i>Other comprehensive income that will not be subsequently reclassified to profit or loss:</i>			
- Actuarial gain (loss), net of related tax	7.15	(39)	227
<i>Other comprehensive income (expense), net of related tax (B)</i>		(39)	227
COMPREHENSIVE INCOME (A) + (B)		10,431	2,282

TOSCANA AEROPORTI - STATEMENT OF FINANCIAL POSITION (amounts in € K)

ASSETS	Notes	31 Dec. 2023	31 Dec. 2022
NON-CURRENT ASSETS			
Intangible assets	7.1	187,916	179,050
Property, plant and equipment	7.2	23,274	25,680
Right-of-use assets	7.3	3,559	3,820
Equity investments in other entities	7.4	3,340	2,962
Equity investments in subsidiaries	7.5	7,666	7,666
Equity investments in associates	7.6	480	480
Other financial assets	7.7	5,516	5,875
Non-current trade receivables	7.8	805	1,482
<i>of which with related parties</i>		671	1,342
Deferred tax assets	7.9	7,584	9,990
TOTAL NON-CURRENT ASSETS		240,139	237,005
CURRENT ASSETS			
Trade receivables	7.10	25,591	19,628
<i>of which with related parties</i>		1,917	1,026
Current tax assets	7.11	0	210
Other tax assets	7.12	1,010	136
Other current assets	7.13	9,924	7,838
<i>of which with related parties</i>		53	417
Cash and cash equivalents	7.14	22,537	54,008
TOTAL CURRENT ASSETS		59,062	81,820
TOTAL ASSETS		299,201	318,825
EQUITY AND LIABILITIES	Notes	31 Dec. 2023	31 Dec. 2022
SHARE CAPITAL AND RESERVES			
Share capital		30,710	30,710
Equity reserves		61,843	66,788
FTA reserve		(3,229)	(3,229)
Retained earnings		525	564
Profit for the year		10,470	2,055
TOTAL EQUITY	7.15	100,319	96,888
NON-CURRENT LIABILITIES			
Provisions for risks and charges	7.16	1,735	1,156
Provisions for repair and replacement	7.17	19,334	17,887
Post-employment benefits	7.18	1,903	1,944
Non-current financial liabilities	7.19	43,525	66,463
Non-current lease liabilities	7.20	3,212	3,443
Other non-current liabilities	7.21	1,227	2,253
TOTAL NON-CURRENT LIABILITIES		70,936	93,146

CURRENT LIABILITIES			
Current financial liabilities	7.19	57,281	68,194
Current lease liabilities	7.20	550	554
Current tax liabilities	7.22	1,437	377
<i>of which with related parties</i>		409	0
Other tax liabilities	7.23	8,738	7,308
Trade payables	7.24	39,376	37,963
<i>of which with related parties</i>		2,570	3,456
Social security institutions	7.25	1,411	1,080
Other current liabilities	7.26	10,581	9,719
Provisions for risks and charges (current portion)	7.16	3,434	0
Provisions for repair and replacement (current portion)	7.17	5,139	3,596
TOTAL CURRENT LIABILITIES		127,947	128,791
TOTAL LIABILITIES		198,882	221,937
TOTAL LIABILITIES AND EQUITY		299,201	318,825

TOSCANA AEROPORTI - STATEMENT OF CASH FLOWS

Amounts in €K	Notes	2023	2022
OPERATING ACTIVITIES			
Profit for the year		10,470	2,055
<i>Adjusted for:</i>			
- Amortisation of intangible assets, depreciation of property, plant and equipment, and right-of-use assets	5.4	9,433	9,556
- Impairment losses	5.4	861	107
- Net losses on equity investments	5.9	(1,059)	(767)
- Change in provisions for risks and charges	7.16	578	136
- Net change in post-employment benefits	7.18	(162)	(60)
- Net change in provisions for repair	7.17	2,077	1,714
- Other non-monetary changes		(211)	(105)
- Lease expense	5.8	117	126
- Other net financial expenses	5.7 – 5.8	6,608	3,534
- Net changes in deferred tax liabilities	5.10	2,418	639
- Current taxes	5.10	2,381	565
- Increase in trade receivables	7.7 - 7.10	(5,282)	(3,102)
- Increase/(decrease) in other assets	7.6 - 7.12 – 7.13	(2,380)	7,774
- Increase in trade payables (to suppliers)	7.16 - 7.24	4,848	5,458
- Increase in other liabilities	7.23 – 7.25 - 7.26	1,552	394
Cash flows from operating activities		32,250	28,022
- Interest paid		(6,021)	(2,288)
- Income taxes paid		(1,111)	0
Cash flows from operating activities		25,118	25,734
INVESTING ACTIVITIES			
- Investments in property, plant and equipment	7.2	(840)	(1,348)
- Divestment of property, plant and equipment	7.2	8	14
- Investments in intangible assets	7.1	(15,302)	(7,555)
- Equity investments and other financial assets		0	33
- Divestment of equity investments and other financial assets		0	4,405
- Dividends received	5.9	1,059	475

- Net acquisition of subsidiaries		0	(1,000)
- Net disposal of subsidiaries		0	750
Cash flows used in investing activities		(15,075)	(4,227)
FINANCING ACTIVITIES			
- Dividends paid	7.15	(7,000)	(7,000)
- Current/non-current loans taken out	7.19	53,500	59,500
- Repayment of current/non-current loans	7.19	(87,303)	(69,704)
- Repayment of lease liabilities	7.20	(711)	(714)
Cash flows used in financing activities		(41,514)	(17,918)
Net increase/(decrease) in cash and cash equivalents		(31,471)	3,589
Opening cash and cash equivalents		54,008	50,419
Closing cash and cash equivalents	7.14	22,537	54,008

STATEMENT OF CHANGES IN EQUITY
(amounts shown in €K)

Note 7.15

SHARE CAPITAL	SHARE PREMIUM RESERVE	LEGAL RESERVE	STATUTORY / EXTRAORDINARY RESERVES	OTHER RESERVES	FTA RESERVE	TOTAL INCOME-RELATED RESERVES	TOTAL EQUITY
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EQUITY AT 31 December 2021	30,710	18,941	5,368	30,938	24,585	3,229	-	5,708	101,606
PROFIT FOR THE YEAR	-	-	-	-	-	-	-	2,055	2,055
OTHER COMPREHENSIVE INCOME	-	-	-	-	-	-	-	227	227
COMPREHENSIVE INCOME	-	-	-	-	-	-	-	2,282	2,282
PROFIT ALLOCATION	-	-	-	(6,045)	-	-	-	6,045	-
DISTRIBUTION OF RESERVES	-	-	-	(7,000)	-	-	-	0	(7,000)
TOTAL ITEMS RECOGNISED DIRECTLY IN EQUITY	-	-	0	(13,045)	-	-	-	6,045	(7,000)
EQUITY AT 31 December 2022	30,710	18,941	5,369	17,893	24,585	3,229	-	2,619	96,888
PROFIT FOR THE YEAR	-	-	-	-	-	-	-	10,470	10,470
OTHER COMPREHENSIVE EXPENSE	-	-	-	-	-	-	-	(39)	(39)
COMPREHENSIVE INCOME	-	-	-	-	-	-	-	10,431	10,431
PROFIT ALLOCATION	-	-	103	1,952	-	-	-	2,055	-
DISTRIBUTION OF RESERVES	-	-	-	(7,000)	-	-	-	-	(7,000)
OTHER CHANGES	-	-	-	-	-	-	-	-	-
TOTAL ITEMS RECOGNISED DIRECTLY IN EQUITY	-	-	103	5,048	-	-	-	2,055	(7,000)
EQUITY AT 31 December 2023	30,710	18,941	5,472	12,846	24,585	3,229	-	10,994	100,319

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2023

1. General information

Toscana Aeroporti S.p.a. (hereinafter the “Company” or “TA”) is a joint-stock company with registered office at the address of the Office of the Register of Companies of Florence created on 1 June 2015 created from the merger by incorporation between Società Aeroporto Toscana Galileo Galilei S.p.A. (Pisa Airport) and Aeroporto di Firenze S.p.A.

We remind readers that the merger was the result of a business combination between entities under common control by Corporación America Italia S.p.A. Therefore, being a “business combination involving entities under common control”, a transaction explicitly excluded from the scope of the international accounting standard IFRS 3 “Business combinations”, the merger is reflected in the financial statements of the company that resulted from the merger with the assets and liabilities of the acquired company recognised at the amounts shown in the financial statements of the incorporated entity. This accounting treatment, in fact, allows the Management to provide relevant and reliable information in compliance with the requirements of section 10 of IAS 8. 10.

The main activities of the Company are described in the Report on Operations.

These financial statements of TA shows amounts in Euro, as this is the currency used by TA for most of its transactions.

The financial statements for 2023 of TA were audited by the independent auditor KPMG S.p.A.

2. Basis of preparation

The 2023 Financial Statements of TA have been prepared in compliance with the International Accounting/Reporting Standards (IAS/IFRS) in force at 31 December 2022, issued by the International Accounting Standards Board and approved by the European Union, as well as with the provisions implementing Art. 9 of Leg. Dec. no. 38/2005 (CONSOB Resolution no. 15519 of 27 July 2006 concerning “Provisions on financial statements”, CONSOB Resolution no. 15520 of 27 July 2006 concerning “Amendments and additions to the Issuers’ Regulation adopted with Resolution no. 11971/99”, CONSOB’s Notice no. 6064293 of 28 July 2006 concerning “Company disclosures required by to art. 114, paragraph 5, of Leg. Dec. no. 58/98”). Furthermore, we considered the interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”), formerly the Standing Interpretations Committee (“SIC”).

Basis of presentation

As regards the format of financial statements, the Company decided to present the following types of consolidated statements: Statement of Financial Position, Income Statement, Statement of Comprehensive Income, Statement of Changes in Equity, Statement of Cash Flows and the Notes. In turn, Assets and Liabilities are recognised as current and non-current.

Statement of Financial Position

The financial position is presented by classifying assets and liabilities as current or non-current. Furthermore, the Statement of Financial Position, pursuant to Consob’s Resolution no. 15519 of 27 July 2006, breaks down all the relevant asset and liability items referred to transactions with related parties.

Income Statement

The Income Statement is presented with classifications by nature, as this is considered to be the most significant classification method for the best disclosure of the Company's performance.

Furthermore, the Income Statement, pursuant to Consob's Resolution no. 15519 of 27 July 2006, breaks down all the relevant cost and revenue items referred to transactions with related parties.

Statement of Comprehensive Income

In order to present additional information on its performance, the Company chose to prepare two separated statements: the "Income Statement", which includes the profit (loss) for the year, and the "Statement of Comprehensive Income" ("SCI"), which includes both the profit (loss) for the year and changes in the Equity relating to profit or loss items, which - as specified in international financial reporting standards - are recognised under Equity. The SCI is presented with details of Other Comprehensive Income ("OCI") to distinguish between income and expense that will be or will not be reclassified to profit or loss in the future.

Statement of Cash Flows

The Statement of Cash Flows is presented subdivided into cash flow formation areas. The Statement of Cash Flows adopted by TA has been prepared by using the indirect method. Cash and cash equivalents included in the cash flow statement include the amounts of said items at the reporting date. Income and expenses concerning interests, dividends received and income taxes are included under cash flows from operating activities.

Pursuant to CONSOB Resolution no. 15519 of 27 July 2006, we specify that the Statement of Cash Flows does not show the cash flows regarding transactions with related parties, because they are not deemed material.

Statement of Changes in Equity

The Statement of Changes in Equity is presented as required by international financial reporting standards, with separated items for the year's profit and each revenue, income, charge and expense item not recognised in the Income Statement or in the Statement of Comprehensive Income, but directly recognised in Equity based on specific IFRS.

3. Accounting policies

The accounting policies adopted for the preparation of the financial statements as at and for the year ended 31 December 2023 are described below. The basic measurement criterion adopted in the preparation of Statement of Financial Position is the historical cost method, except for those accounting items for which a fair value measurement method is used, as specified below.

These financial statements have been prepared on a going-concern basis, assuming that TA will be able to settle its liabilities. In detail, pursuant to Art. 2423 - bis, paragraph 1, no. 1, of the Italian Civil Code, each item of the financial statements was measured under the going concern assumption, i.e., assuming that the company will continue operating its business in the future.

In this respect, the Directors have prospectively assessed the capacity of the Company to keep existing as a functioning economic entity for a foreseeable future time period covering a period of at least 12 months from the date of approval of these financial statements.

The Directors initially considered the positive performance of 2023 compared to previous years, with a profit for the year of € 10.5 M and cash flows from operating activities of € 25.1 M, partially used for investing activities.

The Statement of Financial Position shows current liabilities (€ 128 M) in excess of current assets (€ 59 M) and current financial liabilities of € 71 M, of which € 19.9 M relating to the SACE loan entered into during the pandemic, and the residual amount essentially relating to current credit facilities ("hot money") that are normally renewed by credit institutions on maturity.

There is also cash for € 22.5 M and undrawn credit lines of € 15 M at the reporting date.

In such a context, as described in Note 7.19, the Company is completing the negotiation process started in the past year with a pool of banks to redefine its financing situation, the end of which will allow for the repayment of the existing credit lines and ensure a greater consistency to the capital structure of the Company.

In addition, as indicated in Note 7.1, the authorisation process for the approval of the new Florence Airport Master Plan is ongoing and will lead to significant developments in traffic and in all the operational indicators as a result of significant investments.

The positive economic and financial trends expected in the coming years are also supported by the forecasts set forth in TA's Business Plan prepared for the year until the end of the concession periods, which show a gradual improvement in gross operating profits and the generation of positive cash flows from operating activities that will allow the Company to conduct its business activities in a balanced manner and consistently with the dynamics of the reference market.

In their assessment, Directors also considered the possible outcome of the ongoing legal disputes, particularly the litigation with NIT (described in section 9.7 of the Notes to the Financial Statements to the Consolidated Financial Statements), the final judgement of which is pending after the completion of the procedure in December 2023, when the conclusions and replies were lodged. In that regard, considering the significance of the disputed claim, Directors considered that, although the Company expects its point to be recognised in trial, and also in the opinion of the lawyer defending the Company, an adverse outcome of the litigation should not be excluded, as is the case in each judgement.

Should the Company lose in trial, an appeal would be immediately filed with a request for suspension; this, in the light of the circumstances, and also in the opinion of an external counsel, could reasonably be granted, thus allowing the Company to continue its operations, which would enable positive cash flows to be gained as forecast in the Business Plan. In addition, the possible adverse outcome of the litigation could result in an obligation to purchase assets (the land covered by the contract with NIT) with a possible economic effect limited to impairments of those assets.

Finally, when analysing potential negative scenarios, Directors considered the possibility to ask, if necessary, the support of the CAAP Group, which has expressed and continues to express its interest in supporting the development of the TA, also in the development perspective contained in the new Florence Master Plan.

In view of the circumstances outlined above and taking the Business Plan forecasts into account, no significant uncertainties have been identified which could raise doubts about the Company's ability to operate as a going concern; therefore, the annual financial statements have been prepared under the going concern assumption.

Goodwill

In the event that business entities are purchased, the assets, liabilities and potential liabilities acquired and identifiable are recognised at their fair value at the acquisition date. The positive difference between the fair value of the consideration, plus any non-controlling interest in the acquiree (in the event of a step acquisitions, the fair value at the acquisition date of the interest in the acquiree previously held by the acquirer is also added), and the fair value of the assets acquired and of the liabilities assumed is classified as Goodwill and is recognised as an intangible asset. Instead, any negative difference ("negative goodwill") is expensed to the Income Statement at the acquisition date. Non-controlling interest's shares are recognised proportionally to the net assets that can be identified at the acquisition date.

If the control of a company is acquired, in which a non-controlling interest was already held, the previously held investment is measured at fair value and the effects of this adjustment is expensed.

The costs of the business combination transaction are expensed.

The potential considerations, i.e. the obligation of the acquirer to transfer additional assets or shares to the seller in the event that certain future events or conditions occur, are recognised at fair value at the

acquisition date as part of the consideration transferred in exchange for the same acquisition. Any subsequent change in the fair value of such arrangements is expensed.

Goodwill is not amortised, but tested every year - or more frequently, if specific events or changed circumstances indicate the possibility of an impairment loss - to identify any impairment according to the criteria laid down by IAS 36 "Impairment losses". After the initial recognition, goodwill is measured at cost, less any accumulated impairment loss.

Concession rights and provision for repair and replacement (IFRIC 12)

TA, like all entities operating under concession arrangements, recognises concession rights in its financial statements for "Service concession arrangements" as required by IFRIC 12, i.e., the amount attributed to the right to use the assets (infrastructure, facilities, etc.) operated under the concession arrangement. A concession contract falls under the IFRIC 12 definition of "Service concession arrangements" when the public entity who is the grantor still "controls" the infrastructure or a portion thereof. The grantor is considered to be in "control" when it: (i) controls or determines which services are to be provided by the concessionaire, who those services should be provided to and for what price; and (ii) controls, through ownership, the entitlement to the benefit or otherwise, any residual interest in the infrastructure at the termination of the contract.

IFRIC 12 requires concession rights to be recognised as intangible assets when the operator is entitled/has the right to charge a fee to the users of the public service that is provided through the use of the infrastructure; or else, to be recognised as financial assets to the extent that the concessionaire has an unconditional contractual right to receive cash or another financial asset from, or on the instruction of, the grantor for construction services. TA recognises as intangible assets the concession rights for which amortisation, according to regulatory accounting rules, will be completed by the expiry date of the concession, and the remuneration of which will therefore consist in the right to charge the users of the public service. Conversely, the share of concession rights for which the regulatory amortisation exceeds the duration of the concession reflects the value that the incoming concessionaire will be obliged to pay to the outgoing concessionaire at the natural expiry of the concession, which will be determined in compliance with regulatory accounting principles. This value is classified as a non-current financial asset called "Concession Price".

Considering that the Pisa airport is a military airport that has been opened to civil traffic, "Concession rights" also include the investments made by the Company in the flight infrastructure belonging to the *Aeronautica Militare* (Air Force, Ministry of Defence), as provided for in the Programme Agreements signed with ENAC.

Concession rights are recognised in the Statement of Financial Position at the fair value (estimated on the basis of the cost incurred for activities carried out outside and of the market value for those carried out internally) of the construction and upgrade of assets covered by IFRIC 12.

As a balancing entry to the recognition of concession rights, TA recognises revenue from construction services.

Concession rights recognised as intangible assets are amortised over the duration of the individual concessions (expiring in December 2048 for the Pisa airport, February 2045 for the Florence airport), taking the residual value of transferred assets into account; this method reflects how the future economic benefits of the asset are expected to be used by the concessionaire.

The concession contract also obliges the operator to ensure that the assets granted under the concession are kept in good and safe operating conditions for the entire duration of the concession. The maintenance of the infrastructure may differ depending on their nature. More specifically, they are distinguished into two categories:

- routine maintenance of the infrastructure; or
- replacement, scheduled maintenance and repair of the infrastructure at a future date.

The former category refers to the routine maintenance of the infrastructure, the expense for which is recognised in the income statement when incurred. The latter category is recognised according to IAS 37 “Provisions, Contingent Liabilities and Contingent Assets”, which requires:

- on the one hand, the accrual in the income statement of a provision consisting of an operating component (which includes any effects deriving from changes in the discount rate) and a financial component;
- on the other hand, the recognition of provisions for repair and replacement in the Statement of Financial Position. This provision, consistently with the obligations established by the individual concession agreements, includes the best estimate of the present value of the expense accrued at year-end for maintenance scheduled in subsequent financial years, aimed to ensure the required functioning, operation and safety of all the assets granted under the concession based on the information available at the reporting date.

The estimation of this expense is made on the basis of multiple assumptions, described in the section “Use of estimates”.

Intangible assets

An intangible asset purchased or produced internally is recognised under Assets, as required by IAS 38 “Intangible assets”, only if it can be identified and controlled, and if it is possible to predict the generation of future economic benefits, and if its cost can be determined reliably.

Intangible assets with a finite useful life are carried at purchase or production cost, after deducting accumulated amortisation and impairment losses. As described in the previous section, concession rights are recognised in the Statement of Financial Position at fair value (estimated on the basis of the cost incurred for activities performed outside the Company and of the market value for activities performed internally).

Amortisation is determined by making reference to the period of its estimated useful life and starts when the asset is available for use. The amortisation criteria adopted for the various intangible asset items are the following:

- Industrial patent and intellectual property rights: 2 years;
- Deferred charges: 5 years or referring to the different useful life, if lower;
- concession rights: over the duration of the concession, as described above.

Assets under development are carried at fair value, based on the progress reports defined by the contract with the supplier, and are amortised starting from the business year when they start being used.

If, regardless of the amortisation already accounted for, an impairment is observed, the asset is impaired accordingly; if, in subsequent years, the assumption for the impairment does no longer exist, the original amount will be restored, adjusted solely by amortisation.

Development costs can be capitalised provided that the cost is reliable, can be determined and the asset can be shown to be capable of producing future economic benefits.

Research costs are expensed in the period when they are incurred.

No intangible assets with an indefinite useful life have been recognised.

Property, Plant and Equipment

Property, plant and equipment are recognised at their purchase cost (more specifically, according to this principle, the value of land is separated from the value of the buildings built on said land and only the building is depreciated) and the cost includes incidental, direct and indirect costs for the portion reasonably attributable to the asset. For an asset that justifies capitalisation, the cost also includes the financial expenses that are directly attributable to the acquisition, construction or production of asset itself.

If the individual components of a complex tangible asset have different useful lives, they are recognised separately to be depreciated consistently with their relative duration (“Component Approach”).

The costs incurred after the purchase are capitalised only if they increase the future economic benefits implied in the asset to which they refer. All the other costs are expensed when they are incurred. Assets under construction are measured at cost and depreciated starting from the year when they start being used.

Property, plant and equipment are systematically depreciated in each business year on a straight-line basis based on economic-technical rates determined in connection with the residual possibilities of use of the assets.

The rates applied are specified below:

- Land:	Not depreciated
- Property:	4% (25 years)
- Plant and Equipment:	10% (10 years)
- Industrial and commercial equipment:	10% (10 years)
- Electronic machines:	20% (5 years)
- Office furniture and equipment:	12% (9 years)
- Trucks:	25% (4 years)
- Cars:	20% (5 years)

Investments in freely transferable assets made before 1997 have been depreciated based on the lower term between the duration of the concession and the useful life of each individual asset.

Scheduled maintenance costs are fully expensed. Incremental maintenance costs are attributed to the assets to which they refer and depreciated in connection with their residual possibility of use.

Gains and losses deriving from the sale or divestment of assets are determined as the difference between the sales revenue and the net carrying amount of the asset and are expensed.

Impairment losses

At each reporting date, TA reviews the carrying amount of its assets to identify any impairment loss. Whenever any such indication exists, the recoverable amount of said assets is estimated to determine the amount of the impairment (impairment test). Where it is impossible to estimate the recoverable amount of each individual asset, TA estimates the Recoverable amount of the cash-generating unit (CGU) to which the asset belongs.

Assets that are not yet available for use (assets under development) are tested for impairment every year to determine any loss, regardless of whether or not any indicators of impairment have been identified.

The recoverable amount is the greater between the net selling price and the value in use. In determining the value in use, the estimated future cash flows are discounted to their present value by using a pre-tax rate that reflects the market's current assessment of the cost of money and the specific risks of the asset.

If the recoverable amount of an asset or CGU is estimated to be lower than the relative carrying amount, the carrying amount of the asset is reduced to the lesser recoverable amount. An impairment loss is immediately recognised in the Income Statement for the year.

A CGU is defined in IAS 36 as the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. TA, following an analysis of its cash flows, identified the airports of Florence and Pisa as CGUs, since the two airports generate cash inflows that are largely independent of each other. TA also assessed whether these cash flows could be further broken down by type of service - Aviation / Non-Aviation - and concluded that the cash flows generated by those services are not largely independent of each other, mainly in view of the significant dependence of the inflows of the Non-Aviation segment on traffic volumes, and therefore of the Aviation sector.

When the circumstances for the impairment loss no longer exist, the carrying amount of the asset (or cash-generating unit), except for goodwill, is adjusted upward to its new estimated recoverable amount, but without exceeding the net carrying amount the asset would have had if the impairment had not been recognised. The reversal is recognised immediately in the income statement for the year.

Leases (for the lessee)

For all the lease agreements to which it is a party, except for short-term leases (with a duration of 12 months or less and that do not contain a purchase option) and leases for low-value assets (with a unit value lower than € 5 K), the Company recognises a right-of-use asset at the start date of the lease, which corresponds to the date on which the underlying asset is available for use.

Short-term and low-value leases are recognised as costs in the income statement on a straight-line basis over the term of the lease.

Right-of-use assets are measured at cost, net of accumulated depreciation and impairment losses, and adjusted as a result of each remeasurement of lease liabilities. The amount of right-of-use assets corresponds to the lease liabilities recognised, in addition to the initial direct costs incurred, leases adjusted at the commencement date or earlier, and restoration costs, net of any lease incentives received. The discounted amount of the liability so determined increases the right of use of the underlying asset, with a balancing entry recognised in a dedicated provision. Unless the Company is reasonably certain to obtain the ownership of the leased asset at the end of the lease term, right-of-use assets are depreciated on a straight-line basis on the basis of the estimated useful life or term of the lease, if lower.

The term of the lease is determined by considering the non-cancellable period of the lease, together with the periods covered by an option to extend the agreement if it is reasonably certain that said option will be exercised, or any period covered by an option to terminate the lease, if it is reasonably certain that the option will not be exercised. The Company assesses whether or not the exercise of the extension or termination options is reasonably certain, taking into account all the significant factors that create an economic incentive in connection with such decisions.

The lease liability is recognised at the commencement date of the arrangement for an overall amount equal to the present value of the leases to be paid during the term of the agreement, discounted by using the incremental borrowing rate (IBR), when the interest rate implicit in the lease is not easy to determine. Variable lease payments are expensed as a cost of the year.

IFRS 16 requires the Management to develop estimates and assumptions which may affect the measurement of the right of use and of the finance lease liability, including the determination of: contracts for the implementation of the new rules for the measurement of assets/liabilities with the financial method; terms of the agreement; interest rate used for the discounting of future lease payments.

Leases (for the lessor)

Lease agreements where TA is the lessor are classified as operating or finance leases. Subconcessions specifically belong to this category.

A lease is classified as a finance lease if it substantially transfers all the risks and rewards incidental to the ownership of an underlying asset. A lease is classified as an operating lease if it does not substantially transfer all the risks and rewards incidental to the ownership of an underlying asset.

At the date of these financial statements, the Company has only operating leases.

For operating leases, the Company recognises lease payments due as income on a straight-line basis or using another systematic criterion.

The costs, including amortisation, incurred to realise the lease income are recognised as costs.

Equity investments in associates and joint arrangements

Investments in subsidiaries (entities fully controlled by TA), associates (entities significantly controlled by TA) and joint arrangements (where the entities having joint control have rights over the net assets of the arrangement) are entered at their cost adjusted for any impairment loss.

Investments are tested for impairment on an annual basis or more frequently, if necessary. If there is evidence that said equity investments have been impaired, an impairment loss is recognised in the Income Statement. If, subsequently, the impairment ceases to apply or is reduced, a reversal of the impairment loss is recognised in the Income Statement within the limits of the cost.

Directors believe that the Group has a significant influence over Alatoscana S.p.A. (the Elba Island's airport operator), even though its investment is lower than 20%. More specifically, that influence is due to the power they have to influence the commercial, financial and operating policies of the company.

Financial assets (including equity investments in other entities)

The classification and related measurement of financial assets is done by considering both the related management model and the contractual characteristics of the cash flows that can be obtained from the asset. Depending on the characteristics of the instrument and on the business model adopted for its management, the following three categories are distinguished:

(i) financial assets at amortised cost; (ii) financial assets at fair value through other comprehensive income ("FVTOCI"); (iii) financial assets at fair value through profit or loss ("FVTPL").

The financial asset is measured by using the amortised cost method if both of the following conditions are met:

- the financial asset management model consists in holding the asset solely for the purpose of collecting the relevant cash flows; and
- the financial asset generates, at contractually predetermined dates, cash flows representing exclusively the return on the financial asset itself.

According to the amortised cost method, the original carrying amount is subsequently adjusted to take into account principal repayments, any impairment losses and amortisation of the difference between the repayment amount and the original carrying amount.

Amortisation is calculated on the basis of the effective internal interest rate, which represents the rate that makes the present value of the expected cash flows and the original carrying amount equal at the time of initial recognition.

Receivables and other financial assets measured at amortised cost are recognised in the Statement of Financial Position net of the related loss allowance.

Financial assets that represent debt instruments, whose business model includes both the possibility of cashing contractual cash flows and that of realising capital gains from sale (the "hold to collect and sell" business model), are measured at fair value through other comprehensive income or OCI ("assets measured at FVTOCI").

In this case, any changes in the fair value of the instrument are recognised in equity through OCI. The aggregate amount of fair value changes recognised in the equity reserve, which also includes other comprehensive income (OCI), is reversed to the Income Statement or income statement when the instrument is derecognised. The income statement also includes any interest income determined by using the effective interest rate, exchange rate differences and impairment losses.

A financial asset that is not measured at amortised cost or FVTOCI is measured at fair value through profit or loss (FVTPL).

Financial instruments are derecognised when, as a result of their transfer or extinction, the Company is no longer involved in their management and consequently is not affected by the related risks and benefits.

Fair value hierarchy

For all transactions and (financial or non-financial) balances for which an accounting standard requires or permits fair value measurement, TA applies the following criteria:

- a. Identification of the unit of account, i.e., the level at which an asset or liability is aggregated or disaggregated for recognition under IFRS;
- b. Identification of the main market (or of the most advantageous market) in which transactions could take place for the asset or liability to be measured; if there is no evidence to the contrary, the currently used market will be assumed to be the main market or the most advantageous market;
- c. Definition of the highest and best use for non-financial assets: if there is no evidence to the contrary, the highest and best use will be the current use of the asset;

- d. Definition of the most appropriate measurement methods for the estimation of fair value: these methods maximise the use of observable data, which market participants would use in determining the price of the asset or liability;
- e. Determination of the fair value of assets as the price that would be perceived for their sale, and of liabilities and equity instruments as the price that would be paid for their transfer in a regular transaction between market participants at the measurement date;
- f. Inclusion of non-performance risk in the measurement of assets and liabilities and, particularly for financial instruments, determination of an adjustment factor in the measurement of fair value to include, in addition to the counterparty credit risk (CVA, credit measurement adjustment), the own credit risk of the entity (DVA, debit measurement adjustment).

Based on the data used for fair value measurement, a fair value hierarchy has been identified to classify assets and liabilities measured at fair value or for which the fair value is disclosed in the financial statements:

- a) Level 1 – includes the prices quoted in active markets for assets or liabilities that are identical to those to be measured;
- b) Level 2 – includes observable data, different from those included in Level 1, such as: (i) prices quoted in active markets for similar assets or liabilities; (ii) prices quoted in non-active markets for similar or identical assets or liabilities; (iii) other observable data (interest rate curves, implicit volatility, credit spreads);
- c) Level 3 – uses non-observable data, which can be used when no observable input data is available. Non-observable data used for fair value measurement reflect the assumptions market participants would assume in price fixing for the assets and liabilities to be measured.

Trade receivables and other assets

Trade receivables and other assets are initially recognised at fair value and subsequently measured by using the amortised cost method, less the loss allowance.

TA measures any impairment loss of the assets by adopting an expected loss approach. For trade receivables, TA has adopted a 'simplified approach' to measurement that does not require the recognition of periodic changes in credit risk, but rather the accounting of an expected credit loss (ECL) calculated over the lifetime of the asset. In detail, the policy implemented by TA consists in stratifying trade receivables into categories based on the number of days that a trade receivable is past due and the allocation is defined on the basis of historical credit losses, adjusted to take into account specific forecasting factors referred to creditors and the economic environment.

Trade receivables are fully impaired in the absence of a reasonable expectation of their collection, i.e. in the presence of insolvent business counterparties.

The carrying amount of the asset is reduced through the use of a loss allowance and the amount of the loss is recognised in profit or loss.

When collection is deferred beyond the normal commercial terms agreed with customers, the assets are discounted.

Cash and cash equivalents

Cash and cash equivalents include liquidity, bank current accounts and deposits repayable on demand (postal current accounts held with post offices) that, due to their nature, are not subject to significant changes in value. It does not include bank facilities repayable on demand.

Financial liabilities

Financial liabilities include advance payments made for the assignment of receivables, as well as other financial liabilities that include derivative financial instruments and liabilities for assets recognised under finance leases.

Financial liabilities are recognised at fair value, net of any ancillary transaction costs. After this initial recognition, these liabilities are recognised with the amortised cost method, determined by using the effective interest method. In the event of a renegotiation of a financial liability that does not qualify as “settlement of the original debt”, the difference between (i) the carrying amount of the pre-change liability and (ii) the present value of the cash flows of the changed debt, discounted at the internal rate of return (IRR), is expensed.

Provisions for risks and charges

TA recognises provisions for risks and charges when it has a legal or implicit obligation to third parties and the use of corporate resources is likely to be used to fulfil that obligation, and when the amount of that obligation can be reliably estimated.

Changes in these estimates are reflected in the income statement of the period when the change occurred. If the effect is significant, provisions are determined by discounting back future estimated cash flows at a discount rate that also includes taxes, so as to reflect current market valuations of the time value of money and specific risks connected with liabilities.

Post-employment benefits

Liabilities consisting in benefits due to employees during and after their employment under defined-benefit plans are determined separately for each plan based on actuarial assumptions by estimating the amount of the future benefits employees have matured at the reporting date (so-called “Projected Unit Credit Method”). The liability, carried net of any assets at the service of the plan, is recognised on an accrual basis throughout the period of accrual of the right. Liabilities are measured by independent actuaries.

The components of the cost of defined benefits are recognised as follows:

- service costs are recognised in the Income Statement as cost of personnel;
- net financial expenses on defined benefits liabilities or assets are recognised in the income statement as financial income/(expenses) and determined by multiplying the amount of the net liability/(asset) by the rate used to discount obligations, taking into account the contributions and benefits paid during the period;
- the items reflecting the re-measurement of the net liability, which include actuarial gains and losses, the return on the assets (not including interests receivable, which are recognised in the income statement), and any change in the limit of the assets are recognised immediately in other comprehensive income. Said components must not be reclassified in the income statement in subsequent periods.

Tax assets and liabilities

Deferred taxes are determined on the basis of the temporary taxable differences existing between the value of assets and liabilities and their tax value, and are classified among non-current assets. Deferred tax assets are recognised only to the extent that it is probable that sufficient taxable profit will be available in the future against which they can be used. The value of deferred taxes to be recognised in the financial statement is audited on an annual basis.

Deferred tax liabilities are determined based on the taxable rates expected to be used during the business year in which said deferrals are expected, considering the applicable or future known applicability tax rates.

Current and deferred tax assets and liabilities are offset when the income taxes are applied by the same tax authority and there is a legal right to offset them. Deferred tax assets and liabilities are calculated using the tax rates that are expected to be applied in the country in which the Company operates, in the financial years in which the temporary differences will be realised or settled.

Revenue recognition

Based on five-step model described in IFRS 15, TA recognises revenues after identifying contracts with its customers and the related performance obligations (transfer of promised goods or services), determining

the appropriate consideration to which it expects to be entitled in exchange for those goods or services, as well as assessing how said performance obligations should be satisfied (“at a point in time” versus “over time”).

In detail, TA recognises revenues only if the following requirements are met (identification of the contract with the customer):

- a) the parties to the contract approved the contract (in writing, orally or in compliance with other customary commercial practices) and have committed to fulfil their obligations; therefore, an agreement is in place between the parties that creates enforceable rights and obligations regardless of the form in which said agreement is made;
- b) TA may identify the rights of each party in respect of the goods or services to be transferred;
- c) TA may identify the conditions for the payment of the goods or services to be transferred;
- d) the contract has commercial substance; and
- e) it is probable that TA will receive the consideration to which it is entitled in exchange for the goods or services that will be transferred to the customer.

If the above requirements are not met, the related revenue is recognised when: (i) TA has already transferred the control of the goods/services to the customer and all or almost all the consideration promised by the customer has been received and is non-refundable; or (ii) the contract has been terminated and the consideration received by TA from the customer is non-refundable.

If the above requirements are met, TA applies the recognition rules described below.

Subconcession (sublease) contracts, recognised under IFRS 16, are not covered by IFRS 15.

Aviation revenue

TA fulfils its performance obligations in relation to airport fees by making the airport infrastructure available to carriers for landing, take-off, lighting and parking of aircraft, boarding and landing of passengers and freight, and for the use of centralised infrastructures. In addition, as to handling activities, TA fulfils its performance obligations by providing ground handling services to passengers and aircraft.

Revenue from the performance of the services described above is recognised when they are performed with reference to their progress, considering that TA provides services to carriers and passengers over a given period of time, as a function of the use of the infrastructure.

Non-Aviation revenue

Revenue from commercial and non-commercial subconcession/leases consists in the fees paid for the use of retail and operating spaces and areas within and outside the airport site. This category includes subconcessions/leases with commercial pricing (retail, car parking, etc.) and with administered pricing (prices for the use of goods for exclusive use or for the use of airport infrastructure dedicated to individual carriers or operators, such as check-in desks, offices, operating rooms, etc.). Revenue deriving from this category is recognised on a straight-line basis throughout the term of the contract or based on the maturity period, according to contractual provisions, as required by IFRS 16.

Revenue from parking lots consists in the price received for the offering of parking slots inside and outside the airport site, based on a public rate table that is defined for all the sales made. TA fulfils its performance obligations in connection with this service by making parking spaces available to its customers. Revenue deriving from the performance obligations in question is recognised when they are fulfilled based on their progress, considering that TA provides the service to customers over a given period of time (the time of parking).

Revenue is shown net of discounts, including, but not limited to, sales incentive programs and customer bonuses, as well as taxes directly connected with the sale of goods or the provision of services.

Revenue from construction services

Revenue from construction services are related to value added construction services provided by

TA in favour of the Grantor for the implementation of the investments in connection with concession rights and are recognised at their fair value. The fair value of the price of construction and expansion services regarding the concession assets performed by TA is determined on the basis of the fair value of the price of the construction and expansion services provided by third parties, internal and external design costs and internal costs incurred for the planning and coordination of the works carried out by a special internal facility. This revenue is recognised in line with the progress of the related works, considering that the Grantor simultaneously receives and uses the benefits deriving from the performance of the entity, as the entity performs it.

Other revenue

Revenue from other services provided by TA (administrative services, consulting, etc.) is recognised when they are performed based on their progress.

Network development expense

The main objective of TA is to encourage the development of passenger scheduled and cargo traffic in the Tuscan airports of Pisa (PSA-Galileo Galilei) and Florence (FLR-Amerigo Vespucci), consistently with the characteristics of the Tuscan market and of the airport Infrastructure available, as well as to increase the number of scheduled flight connections to and from the airports, in order to support the consolidation and development of air traffic and thus contribute to the economic growth of the Airport Operator and meet the demand of the territory for better accessibility.

To pursue said objectives, TA developed an action plan with incentives based on marketing contributions (the so-called "network development expense") of differing amounts based on the extent of the air services provided by the carriers in the airports and on the extent of the strategic interest of the operation for the reference airport and territory, in consideration of free business initiative. Network development expense is recognised as a reduction of revenue because it reflects the prices to be paid to carriers as a reduction of the price of services provided to them.

State aids

Aids received for systems and equipment are recognised when there is reasonable certainty around the fulfilment of the conditions for their disbursement and the title to collect them; they are recognised in the Income Statement based on the useful life of the asset for which they are disbursed.

The aids of the year are recognised when there is reasonable certainty that the conditions for their disbursement are met and that the company is entitled to collect them, and are recognised in the Income Statement in connection with the costs against which they are disbursed.

Financial expense

Financial expense is recorded on an accruals basis and includes interest expense on financial liabilities determined using the effective interest rate method and exchange losses. Financial expense also includes the financial component of the annual accrual to the provision for repairs.

Financial expenses incurred for investments in assets for which a given period of time normally elapses to make the asset ready for use are capitalised and amortised along the useful life of the related class of assets.

Financial income

Financial income is recognised on an accrual basis. It includes interest income on invested funds, exchange gains and income from financial instruments, when not offset within the framework of hedging transactions. The actual amount of interest income is recognised in the income statement when received.

Dividends

Dividends from non-controlling investments are recognised in the Income Statement on an accrual basis, i.e. when the related right to receive them has arisen after the passing of the related resolution by the investee.

Income taxes

Taxes are the sum of current and deferred taxes.

Taxes are recognised based on the estimate of the taxable income determined in compliance with the applicable national legislation at the reporting date, taking into account any applicable exemption and tax credit. Income taxes are recognised in the income statement, except for those regarding items recognised directly in Equity, in which cases taxation is directly recognised in Equity.

We remind readers that TA adopted the national tax consolidation option provided for by Articles 117 to 129 of the Consolidated Text on Income Taxation ("Testo Unico delle Imposte sui Redditi" - T.U.I.R), where the Consolidating Entity is Corporación America Italia S.p.A. The consolidating entity calculates a single global income equalling the sum of the taxable bases (income or loss) realised by the individual entities that adopted this group taxation option.

The consolidating entity recognised an asset from the consolidated entity that equals the IRES tax to be paid on the positive taxable base transferred by the latter. Instead, the consolidating entity records a liability to the companies that contribute tax losses equalling the IRES tax to be paid on the loss actually used in the determination of the global aggregate income.

Foreign currency translation criteria

Assets, liabilities and any current provisions denominated in foreign currency are initially recognised by using the exchange rates ruling at the date of their inception and, if existing at 31 December, they are stated in the financial statements at the exchange rate ruling at the reporting date, recognising the exchange gains/losses in the Income Statement.

Exchange differences are of a financial nature, so they are classified in the income statement as financial income because they are not strictly linked to the sale transaction, but express the fluctuation over time of the currency chosen for the transaction, when the transaction has been concluded.

Use of estimates

We are now going to summarise the critical measurement processes and key assumptions used by TA in the application of IFRS, which may significantly affect the items recognised in financial statements or for which there is a risk that significant differences may arise compared to the carrying amounts of future assets and liabilities.

As already indicated in the Report on Operations, in this context we point out that the situation caused by the global economic and financial crisis required the use of rather uncertain assumptions concerning future trends. Consequently, we cannot exclude that the results actually achieved next year will differ from estimated amounts and could therefore require adjustments to carrying amounts that might even be rather significant and that cannot clearly be predicted or estimated at present.

Recoverable amount of non-current assets

Non-current assets include Property, Plant and Equipment, Other Intangible Assets (including goodwill), Equity Investments, and Other financial assets. TA periodically reviews the carrying amount of its non-current assets held for use and of the assets held for sale when events and circumstances so require. When the carrying amount of a non-current asset has been impaired, the Group recognises an impairment loss corresponding to the excess between the carrying amount of the asset and its amount that can be recovered through its use or sale, determined by making reference to the cash flows of the most recent business plans.

Provisions for repair and replacement

For the assets held under concession, a special provision has been allocated for the maintenance and any refurbishment/repair work that will be required for said assets over time. Said provision has been recognised in the Assets, as they must be returned to the State in perfect operating conditions at the end of the concession term.

The provision for repair is annually reviewed based on a technical assessment and estimate of the future expenses that will be incurred for the scheduled maintenance required to keep the assets in good conditions before returning them for free at the end of the concession term and used during the period for the actual maintenance required. Estimates are prepared with the support of external technical consultants.

Recoverability of deferred tax assets

TA has deferred tax assets on deductible temporary differences and theoretical tax benefits for losses that can be carried forward. In determining the estimate of the recoverable amount, Toscana Aeroporti took into account the results of the business plan in line with those used for the impairment tests. The net deferred tax assets so allocated refer to temporary differences and tax losses that can be recovered to a significant extent over an indefinite period of time; this is compatible with a context in which the exit from the current difficult and uncertain situation and the economic recovery might extend beyond a short/medium time horizon.

Pension schemes and other post-employment benefits

Post-employment benefits and net financial expenses are measured using an actuarial method that requires the use of estimates and assumptions for the determination of the net value of the obligation. The actuarial method considers financial parameters such as, for example, the discount rate and salary growth rates, and considers the probability of occurrence of potential future events through the use of demographic parameters like mortality rates or employee resignation or retirement rates. The assumptions used for measurements are detailed in the section "Post-employment benefits".

Loss allowance

The loss allowance reflects the Management's estimate of the expected losses connected with the customer portfolio. TA applies the simplified approach described in IFRS 9 and recognises expected losses on all trade receivables on the basis of their residual maturity, defining the allocation on the basis of the historical experience with credit losses, adjusted to take into account specific forecasting factors related to creditors and to the economic environment (Concept of Expected Credit Loss – ECL).

Potential liabilities

TA ascertains liabilities from pending litigation and legal actions when it deems it likely to face a financial disbursement and when the amount of the deriving loss can be reasonably estimated. If a financial disbursement becomes possible but its amount cannot be determined, this fact is disclosed in the Notes. The Company is a party in legal actions and tax assessments concerning complex and difficult legal issues that are characterised by a different degree of uncertainty, including facts and circumstances regarding each case, jurisdiction and different applicable law. Considering the uncertainty of these issues, it is difficult to predict the disbursement that will derive from said disputes, so the amount of provisions for litigation and legal actions may vary after future developments in ongoing proceedings. TA monitors the status of ongoing legal actions and litigation with the aid of legal consultants and tax advisers.

RECENTLY-ISSUED STANDARDS

New accounting standards, amendments and interpretations effective since 2023

The following IFRS standards, amendments and interpretations have been adopted by the Company since 1 January 2023:

Amendments to IAS 1 - Presentation of financial statements and IFRS Practice Statement 2: Presentation of accounting standards

The IASB Board, in its Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2), published on 12 February 2022, set out the criteria to be adopted in the disclosure on accounting policies, namely:

Material accounting policies should be disclosed in the notes to the financial statements rather than significant accounting policies;

Information regarding accounting policies is considered ‘material’ if users need it to understand other material information;

Immaterial accounting policy information should not obscure material accounting policy information.

The implementation of this amendment had no significant impact on either value or financial statement disclosures.

Amendments to IAS 8 - Accounting policies, changes in accounting estimates and errors: definition of accounting estimates

With the document “Definition of Accounting Estimates (Amendments to IAS 8)” published on 12 February 2022, the IASB clarified the following: (i) accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”; (ii) accounting estimates are made if accounting policies require financial statement items to be measured in a way that implies measurement uncertainty; (iii) a change in the accounting estimate resulting from new information or developments is not the correction of an error. In addition, the effects of a change in an input or measurement method used to produce an accounting estimate are changes in accounting estimates if they do not result from the correction of errors of previous periods; (iv) a change in an accounting estimate may affect only the profit or loss of the current period, or the profit or loss of both the current and future periods. The effect of the change for the current period should be recognised as income or expense in the current period. Any effect on future periods should be recognised as income or expense in those future periods.

The implementation of this amendment also had no significant impact on either value or financial statement disclosures.

Amendments to IAS 12 - Income taxes: deferred taxes on assets and liabilities arising from a single transaction

With the amendments to IAS 12 made through the document “Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)” published by the IASB on 7 May 2022, it was clarified that the exemption (provided in IAS 12.15(b) and IAS 12.24(c)) for the initial recognition of deferred tax assets and liabilities does not apply where a single transaction generates the recognition in the financial statements of an asset and a liability giving rise to taxable and deductible temporary differences of equal amount. Some examples are the recognition of deferred taxes on leases and dismantling obligations. The Toscana Aeroporti Group considered the exemption applicable to the initial recognition of deferred tax assets and liabilities relating to leases. Following the application of that amendment, the Group did not find any significant impact on the recognition of deferred taxes at 31 December 2023.

Accounting standards, amendments and interpretations not yet applicable

Document title	IASB Board publication	EU type-approval Regulation (EUOJ publication)	Effectiveness
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Lease liability in a sale and leaseback transaction (Amendments to IFRS 16)	22 Sept. 2022	20 Nov. 2023	01 Jan. 2024
Classification of liabilities as current or non-current (Amendments to IAS 1)	23 Jan. 2020	19 Dec. 2023	01 Jan. 2024
Non-current liabilities with covenants (Amendments to IAS 1)	31 Oct. 2022	Ongoing	01 Jan. 2024
Supplier finance arrangements (Amendments to IAS 7 and IFRS 7)	25 May 2023	Ongoing	01 Jan. 2024

Document title	IASB Board publication	EU type-approval Regulation (EUOJ publication)	Effectiveness
Lease liability in a sale and leaseback transaction (Amendments to IFRS 16)	22 Sept. 2022	20 Nov. 2023	01 Jan. 2024
Classification of liabilities as current or non-current (Amendments to IAS 1)	23 Jan. 2020	19 Dec. 2023	01 Jan. 2024
Non-current liabilities with covenants (Amendments to IAS 1)	31 Oct. 2022	Ongoing	01 Jan. 2024
Supplier finance arrangements (Amendments to IAS 7 and IFRS 7)	25 May 2023	Ongoing	01 Jan. 2024

The Company will adopt said new principles, amendments and interpretations based on the effectiveness date specified and will assess their potential impact when they are ratified by the European Union.

4. Concessions

The core business of the Company is the operation of the concession given to Toscana Aeroporti for the management of the Amerigo Vespucci airport in Florence and the Galileo Galilei airport in Pisa, consisting in the operation and development of the infrastructure of the two Tuscan airports.

Essential information relating to the concession contracts of the Company is given below.

Under the concessions in force, airport concessionaires are entitled to collect boarding fees from airport users, which are annually updated on the basis of a special tariff formula provided by the Italian transport regulatory authority “Autorità di Regolazione dei Trasporti” (“ART”), against the obligation to pay the concession leases, carry out the necessary expansion and modernisation works in the airports under concession, and maintain and manage the airport plot of land under concession. Upon expiry, concessions are not automatically renewed, but are awarded again through a public call for tenders, as required by the applicable legislation; all the airport infrastructure developed (which are called “freely transferable assets”) by the operator must be transferred in a good state of maintenance to the Grantor, and the incoming operator will pay the residual carrying amount of freely transferable assets, called the “Concession Price”¹).

5. Notes to the Income Statement

The analysis of the main items of the Income Statement is given below. For details on the Income Statement items resulting from transactions with related parties, see Annex C to the Notes to the Consolidated Financial Statements.

¹ Art. 703 of the Navigation Code: “The outgoing operator shall continue managing the ordinary operations of the airport under the same conditions as those laid down in the concession agreement until the new operator takes over, after paying the related “Concession Price” due, unless ENAC determines otherwise, specifying the reason(s), concerning the correct performance of the service”.

5.1 REVENUE

Total revenue increased by 74.9% in the year, from € 48 M in 2021 to € 84 M in 2022. This difference is the result of the € 39.6 M increase in operating revenues and the simultaneous € 4.1 M decrease in Revenue from construction services.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
REVENUE				
Operating revenue				
Aviation revenue	75,551	57,125	18,427	32.3%
Non-Aviation revenue	34,614	29,542	5,072	17.2%
Network development expense	(13,378)	(13,367)	(11)	0.1%
Total operating revenue	96,788	73,300	23,488	32.0%
Other revenue	3,017	3,336	(319)	(9.6)%
Revenue from construction services	14,998	7,407	7,591	102.5%
TOTAL REVENUE (A)	114,802	84,043	30,759	36.6%
OTHER INCOME (B)	651	616	35	5.7%

5.1.1 Aviation revenue

Aviation revenue totals € 75.6 M in 2023, up by 32.3% compared to 2022, when they total € 57.1 M. The table below breaks down 2023 aviation revenue items and the related differences, both in absolute and percentage terms, compared to 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Aviation revenue				
Passenger boarding fees	36,145	25,734	10,411	40.5%
Landing/take-off fees	19,494	14,662	4,832	33.0%
Stopover fees	1,214	1,100	114	10.4%
PRM assistance fees	5,158	4,258	900	21.1%
Cargo fees	294	322	(28)	(8.6)%
Passenger security fees	8,336	6,913	1,423	20.6%
Baggage security fees	3,363	2,717	646	23.8%
Handling	136	220	(83)	(37.9)%
Centralised infrastructures	1,410	1,199	211	17.6%
TOTAL AVIATION REVENUE	75,551	57,125	18,427	32.3%

In detail, revenues from airport duties, fees and taxes increased by +32.5% directly as a result of both the greater traffic handled in 2023 compared to 2022 (+21% in terms of traffic units) and the positive second-instance judgement received from the Council of State in September, which ruled that TA was right against the MIT concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period.

The one-off amount of € 5,389 K paid to TA has been classified into the various original regulated duties, as follows:

- € 3,681 K of passenger boarding fees;
- € 1,612 K of landing/take-off fees;
- € 95 K of stopover fees.

For the analysis of the main changes of the two years examined, see section 9.1 of the Report on Operations.

5.1.2 Non-Aviation revenue

Non-Aviation revenue totals € 34.6 M in 2023, up by 17.2% compared to 2022, when it totalled € 29.5 M. The table below provides details on non-aviation operating revenues of the two years considered:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
NON-AVIATION REVENUE				
Parking lots	4,922	4,272	650	15.2%
Food	4,945	3,634	1,311	36.1%
Retail	5,983	5,588	395	7.1%
Advertising	1,922	1,809	113	6.3%
Real Estate	2,110	1,973	137	7.0%
Car rentals	7,507	6,847	660	9.6%
Other subconcessions	2,914	2,197	717	32.7%
VIP Lounges	3,883	2,659	1,224	46.0%
Air tickets	0	156	(156)	(100.0)%
Cargo agency	428	408	20	4.9%
TOTAL NON-AVIATION REVENUE	34,614	29,542	5,072	17.2%

For further details, see section 9.1 in the Report on Operations.

5.1.3 Network development expense

The network development expense totals €13.4 M in 2023, substantially in line with 2022 (+0.1%). The amount of the year's expense is positively affected by the release of previous years' expense (prior year assets for € 1,957 K) after the updated analysis of the marketing support agreements signed with the airlines.

5.1.4 Other revenue

The table below provides details on "Other revenue and income" for 2023 against the same item relating to 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
OTHER REVENUE				
Utilities and others	2,575	2,681	(105)	-3.9%
Services and consulting	294	531	(237)	-44.6%
Minor items	147	124	23	18.7%
TOTAL OTHER REVENUE	3,017	3,336	(319)	-9.6%

5.1.5 Revenue from construction services

Revenue from construction services totals € 15 M in 2023, against € 7.4 M in 2022 (+102.5%).

For further details, see section 10 "The Group's investments" in the Report on Operations.

Additional information on revenue

The distinction between revenue within the scope of IFRS 15 and revenue within the scope of other standards is explained below:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Revenue not included within the scope of IFRS 15 (*)	24,791	21,800	2,991	13.7%
Revenue not included within the scope of IFRS 15	90,011	62,243	27,769	44.6%
TOTAL REVENUE	114,802	84,043	30,759	36.6%

(*) This is revenue from operating leases (subconcessions) where the Group plays the role of lessor, recognised according to IFRS 16.

Details of revenues for operating leases, distinguished between the fixed revenue component related to the agreement and the variable revenue component related to ratios and rates or other variables, are given below.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
Fixed	3,056	2,605	451	17.3%
Variable depending on an index or rate	20,796	18,103	2,693	14.9%
Variable not depending on an index or rate	939	1,092	(153)	(14.0)%
Total revenue not included within the scope of IFRS 15	24,791	21,800	2,991	13.7%

The aforesaid revenue mainly refer to the sub-concession of retail spaces (food, shops), advertising spaces and areas used for car rental. These are multi-year agreements, for which, upon renewal, TA defines provisions considering any possible changes in the airport infrastructure. Payments can be made on a monthly or quarterly basis and some agreements also include annual adjustments based on the customer's turnover. Where deemed necessary to reduce the credit risk, bank/insurance guarantees are required for the term of the lease.

An estimate of the minimum payments expected from subconcessions/operating leases for the coming years is given below:

Amounts in €K	FY 2023	FY 2022
Within one year	6,477	11,574
Between 1 and 2 years	4,276	3,663
Between 2 and 3 years	1,825	2,905
Between 3 and 4 years	1,305	1,168
Between 4 and 5 years	530	717
After 5 years	966	85
Total	15,380	20,112

5.2 OTHER INCOME

The table below details the “Other income” of 2023 against the same item of 2022:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
OTHER INCOME				
State aids	232	315	(83)	(26.4)%
Gains on disposal of non-current assets	23	2	21	930.2%
Compensation and reimbursements	185	193	(8)	(4.4)%
Proceeds from Concession Price	211	105	106	100.9%
TOTAL OTHER INCOME	651	616	35	5.7%

The item mainly consists of contributions received under several legislative measures in support of non-gas-intensive and non-energy-intensive companies in response to the increase in energy raw materials (€ 232 K), sundry compensation and reimbursement amounts received in 2023 (€ 185 K), as well as the update of the airport Concession Price at 31 December (€ 211 K).

Proceeds from concession price of approx. € 211 K are recognised as required by the provisions of Art. 703 of the *Codice della Navigazione* (Air Navigation Code), in terms of the amount the incoming concessionaire has to pay the outgoing concessionaire on the expiry of the concession, which is determined by using regulatory analytical accounting rules. In detail, the amount in question, recognised as a balancing entry to financial assets (non-current assets), refers to the proportion of planned maintenance carried out in the financial year that for regulatory analytical accounting purposes represent assets that will not be fully depreciated at the expiry date of the concession.

5.3 COSTS

The costs, amounting to approximately € 79 M, increased by +21.1% (€ +13.8 M) compared to the € 65.2 M recorded at year end 2022, mainly due to increased operations in the two airports in terms of traffic (€ +6.1 M) and higher construction service costs in 2023 (€ +7.7 M).

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% Diff.
COSTS				
Consumables	1,005	1,011	(5)	(0.5)%
Cost of personnel	22,559	19,772	2,788	14.1%
Costs for services	46,526	37,717	8,809	23.4%
Sundry operating expenses	1,839	987	852	86.3%
Airport fees	7,047	5,712	1,334	23.4%
TOTAL COSTS (C)	78,976	65,199	13,778	21.1%

5.3.1 Consumables

This item refers to the cost of consumables, which total € 1,005 K (€ 1,011 K in 2022). and includes:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2021/2020 Diff.
CONSUMABLES				
Stationery	18	23	(6)	(24.2)%
Fuels, lubricants	696	620	76	12.3%
Materials for car parking lots	18	8	10	127.0%
Security control services (materials)	99	81	18	22.7%
Clothing	99	83	15	18.3%
Materials for operating services	76	195	(120)	(61.3)%
TOTAL CONSUMABLES	1,005	1,011	(5)	(0.5)%

5.3.2 Cost of personnel

The cost of personnel of TA is € 22.6 M in 2023, up by € 2,788 K compared to 2022 (+14.1%). The cost of labour has increased substantially as a result of a greater number of people required to meet the increased operational needs (mostly for the greater traffic handled: +21.8% of passengers), and consequently the non-use of temporary layoff plans, unlike in 2022. These costs have also been affected by greater variable fees in 2023 compared to 2022.

This cost item is broken down below:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COST OF PERSONNEL				
Remuneration	22,424	19,511	2,913	14.9%
of which:				
Wages	15,380	13,049	2,330	17.9%
Salaries	1,045	1,026	19	1.8%
Social security contributions	4,636	4,099	537	13.1%
Post-employment benefits	1,363	1,336	27	2.0%
Other costs of personnel	136	261	(126)	-48.1%
of which:				
Contributions to CRAL [workplace recreational activities]	3	4	(0)	-7.9%
Benefits to personnel	132	258	(125)	-48.6%
TOTAL COST OF PERSONNEL	22,559	19,772	2,788	14.1%

The table below provides details on the **average annual personnel** (expressed in Full-Time Equivalents, FTEs) existing in 2023 and any difference compared to 2022:

<i>FTE Table</i>	2023	2022	Diff.	% Diff.
Managers	15.50	14.39	1.11	7.7%
Junior managers/White collars	286.90	281.82	5.08	1.8%
Blue collars	26.42	29.75	(3.33)	(11.2)%
Total	328.82	325.96	2.86	0.9%

Please, note that in the table above 2 part-time units are considered as 1 full-time unit.

5.3.3 Costs for services

On the whole, costs for services in 2022 and 2022 consist of:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
Commercial services	230	129	101	78.3%
Institutional expenses	1,643	1,290	353	27.4%
Other services	4,638	4,107	531	12.9%
Personnel services	1,032	867	166	19.1%
Maintenance services	5,649	5,234	415	7.9%
Utilities	5,435	8,783	(3,347)	(38.1)%
Operating services	13,039	10,113	2,926	28.9%
Costs for construction services	14,859	7,195	7,665	106.5%
TOTAL COSTS FOR SERVICES	46,526	37,717	8,809	23.4%

Commercial services, which total € 230 K in 2022 (€ 129 K in 2022), include the following costs:

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Commercial services	230	129	101	78.3%
of which:				
Advertising commissions	39	18	21	115.7%
Management of advertising systems	42	50	(9)	(17.5)%
Retail promotions	29	0	29	N/S
Dry cleaning service	120	60	60	100.0%

Institutional expenses total € 1.6 M in 2022 (€ 1.3 M in 2022) and mainly include Board of Directors' and Board of Statutory Auditors' fees.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Institutional expenses	1,643	1,290	353	27.4%
of which:				
Directors' fees	1,156	756	401	53.0%
Statutory Auditors' fees	215	187	28	15.1%
Directors' business travels	183	266	(83)	-31.3%

Legal, notarial, meeting expenses	29	25	4	14.2%
Participation in conferences	60	56	4	7.0%

Other services total € 4.6 M (€ 4.1 M in 2022) and mainly include professional services, industrial insurance and communication costs.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Other services	4,638	4,107	531	12.9%
of which:				
Professional services	3,644	3,176	468	14.7%
Industrial insurance	431	512	(81)	(15.8)%
Communication	538	400	138	34.5%
Other minor items	24	19	5	27.8%

The main change in these costs is due to the higher costs incurred for professional services by the Parent during the year, particularly for the procedure aimed at obtaining the new bank loan for the Group and to the costs incurred for a major internal Group reorganization project started after the exit of Toscana Aeroporti Handling.

Personnel services total € 867 K (€ 584 K in 2022) and mainly include canteen, payroll service, transfers, and employee training costs.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Personnel services	1,032	867	166	19.1%
of which:				
Canteen	508	421	88	20.8%
Insurance	162	122	40	33.0%
Preventive medicine and medical examinations	36	43	(7)	(16.2)%
Training	68	50	18	36.1%
Staff recruitment	47	44	3	7.4%
Payroll services	65	65	0	0.0%
Other personnel services	47	7	40	NS
Business travels	99	115	(17)	(14.4)%

Maintenance services total € 5.6 M (€ 5.2 M in 2022) and include costs for the maintenance of the airport infrastructure, systems, equipment and motor vehicles.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Maintenance services	5,649	5,234	415	7.9%
of which:				
Equipment/motor vehicle maintenance	566	392	174	44.5%
BHS [baggage handling system] maintenance	902	893	9	1.0%
Infrastructure maintenance	2,173	2,169	4	0.2%

IT maintenance	2,008	1,781	227	12.8%
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Utilities total € 5.4 M (€ 8.8 M in 2022) and mainly include costs for electricity, gas, water and telephone services.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Utilities	5,435	8,783	(3,347)	(38.1)%
of which:				
Electricity	2,686	4,272	(1,586)	(37.1)%
Water	552	409	143	35.0%
Telephones	165	197	(32)	(16.4)%
Mobile phones	168	167	1	0.6%
Gas	1,768	3,647	(1,879)	(51.5)%
Minor items	96	90	6	6.8%

The main decreases in the price of gas (€ -1,879 K) and electricity (€ -1,586 K) are mostly linked to tariff changes following the mitigation of the international tensions on the cost of energy linked to the Russia-Ukraine crisis.

Operating services total € 13 M (€ 10.1 M in 2022) and mainly include external costs for porters, security guard, cleaning, rentals, first aid care and other services typically associated with airport operations.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Operating services	13,039	10,113	2,926	28.9%
of which:				
Porterage	1,172	1,012	160	15.8%
Aircraft and vehicle cleaning	0	24	(24)	(100.0)%
Agency/Warehouse service	353	299	53	17.8%
Cleaning	1,347	1,064	283	26.6%
PRM Support	2,083	1,225	858	70.0%
Security guard service	3,818	3,410	408	12.0%
Services Centre	235	92	144	156.4%
Connection with AZ ARCO system	9	10	(1)	(5.1)%
Rental of machines and equipment	290	219	71	32.2%
Management of parking lots	320	259	61	23.4%
Gardening	105	97	8	7.9%
VIP lounge	1,283	693	590	85.2%
First Aid service	474	404	70	17.4%
Shuttle bus	670	537	133	24.7%
Other operating services	155	157	(2)	(1.4)%
Emergency management services	580	610	(30)	(4.9)%
Trolley collection	145	0	145	N/S

The increase in operational services in 2023 included the cost of PRM assistance (+858 K), VIP lounges (+408 K), security guard (+408 K), shuttle bus (+133 K) and local cleaning (+283 K) as a result of the increased operations in the two airports in the year under review.

Costs for construction services total € 14.9 M (€ 7.2 M in 2022) and refer to the infrastructure investments made in the two airports for the assets under concession.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
COSTS FOR SERVICES				
Costs for construction services	14,859	7,195	7,665	106.5%

The increase in construction services is generated by the greater investments made in the infrastructure of the two Tuscan airports compared to the previous year.

5.3.4 Sundry operating expenses

Sundry operating expenses total approx. € 1.8 M (€ 1 M in 2022) and mainly include taxes and levies, membership fees, sundry administrative costs, non-recurring costs, and other minor items.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
SUNDRY OPERATING EXPENSES				
Publications	3	14	(12)	(81.7)%
Membership fees	457	216	241	111.9%
Taxes and levies	1,008	470	539	114.7%
Entertainment	79	61	18	28.8%
Sundry administrative costs	240	210	31	14.7%
Other minor items	51	16	35	211.8%
SUNDRY OPERATING EXPENSES	1,839	987	852	86.3%

We specifically point out that, in 2023, compared to 2022, there are higher costs for membership fees (€ +241 K) and a higher tax burden (€ +539 K).

Please note that the “Other minor items” line is affected by € 39 K of non-recurring costs incurred in 2023.

5.3.5 Airport fees

Airport fees, totalling € 7 M (€ 5.7 M in 2022), include concession fees and the contribution paid to the Fire Protection Fund.

Amounts in €K	FY 2023	FY 2022	2023/2022 Abs. Diff.	% 2023/2022 Diff.
AIRPORT FEES				
Concession and security fees	5,843	4,531	1,312	29.0%
Fire Brigade fee	1,203	1,181	22	1.9%
TOTAL AIRPORT FEES	7,047	5,712	1,334	23.4%

The increase is due to the higher traffic reported for 2023 compared to 2022 (+21.8% in terms of passengers).

5.4 Amortisation, depreciation and impairment losses

This item totals € 10.3 M in 2023 (€ 9.7 M in 2022), and includes amortisation of intangible assets for € 6.5 M (€ 6.3 M in 2022), depreciation of tangible assets for € 2.3 M (€ 2.6 M in 2022), depreciation of leases for € 620 K (€ 620 K in 2022), and impairment of intangible assets for € 861 K (€ 107 K in 2022).

5.5 Accruals to the provisions for risks and charges and for repair and replacement

This item, which totals € 5.2 M (€ 3.5 M in 2022), includes the accruals for the year for risks and charges (€ 762 K) and to the provision for repair and replacement (€ 4.5 M), for future maintenance expenses that will be incurred for repair and replacements required to keep the assets operated under the two ENAC concessions in good operating, functional and safe conditions.

5.6 Impairment of trade receivables and other assets

This item totals € 12 K (€ 115 K in 2022) and consists of the accrual to the loss allowance and credit losses of the year.

Amounts in €K	FY 2023	FY 2022
Accrual to the loss allowance	12	99
Credit losses	-	15
Total	12	115

5.7 Financial income

This item amounts to approximately € 392 K (€ 198 K in 2022) and mainly includes the fair value gains on the Firenze Parcheggio investment, as a result of the sales agreements entered into with the buyer, which were finalised on 12 February 2024.

5.8 Financial expense

This item totals € 7,117 K (€ 3,858 K in 2022) and mainly includes interest expense and commissions on bank current accounts for approx. € 6 M, interest cost on employees' defined-benefit liabilities for € 70 K, financial expenses relating to the discounting of the provision for repair and replacements for € 912 K, and interest under IFRS 16 for € 117 K.

5.9 Gains (losses) on equity investments

This item shows a gain of € 1,059 K (€ 767 K in 2022) and refers to the dividends received from the subsidiary Parcheggio Peretola for € 897 K, from Jet Fuel for € 150 K, and from Immobili AOU Careggi for € 12.5 K.

5.10 Income taxes

The balance of this item, a total of € 4,800 K (€ 1,204 K in 2022), includes:

- € 2,485 K of current taxes arising from the taxable income of 2023;
- € 2,418 K of deferred tax income;
- € 103 K of income from the tax consolidation made with the ultimate parent company, Corporación America Italia S.p.A.

The reconciliation with the theoretical tax rate is provided In Annex "E".

6.0 Earnings (loss) per share / Diluted earnings (loss) per share

Earnings per share and diluted earnings per share, equalling € 0.56 (€ 0.11 in 2022), have been determined by dividing the profit for the year (€ 10,469,582 K) by the weighted average of the ordinary shares outstanding during the period (18,611,966 shares), as there is no diluting factor.

7. Notes to the Statement of Financial Position

The items of the Statement of Financial Position at 31 December 2023 are commented below, indicating the comparison with balances at 31 December 2022.

For the details of the items of the Statement of Financial Position arising from transactions with related parties, please refer to Note no. 9.4 in “Transactions with related parties” in the Explanatory Notes.

NON-CURRENT ASSETS

The composition of non-current assets at 31 December 2023 and a comparison the previous year are given below.

	Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
NON-CURRENT ASSETS		240,139	237,005	3,134

7.1 Intangible fixed assets

The composition of intangible assets at 31 December 2022 and a comparison with the previous year are given below.

	Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Concession rights		152,174	152,188	(13)
Patents and intellectual property rights		207	92	114
Assets under development and payments on account		35,384	26,591	8,793
Other fixed assets		151	179	(29)
Intangible assets		187,916	179,050	8,866

A total of € 15.3 M was invested in intangible assets in 2023, namely:

<i>(amounts in €K)</i>	
Concession rights	4,577
Assets under development (Concession rights)	10,421
Assets under development (SW)	159
Assets under development (Other minor items)	10
Software	135
Total	15,302

An impairment loss of € 861 K was recognised during 2023.

Details of changes in intangible assets are provided in Annex A, while information on the various categories of intangible assets is given below.

a. Concession rights

This item totals **€ 152.2 K at 31 December 2023 (€ 152.2 K at 31 December 2022), down by € 13 K** due to the higher value of the amortisation of the year compared to investments.

For further details, see section 10 in the Report on Operations. The total amount of Concession rights, which includes the related Assets under development, is approx. € 188 M.

b. Industrial patent rights

This item totals € 207 K at 31 December 2023 (€ 92 K at 31 December 2022), up by € 114 K as a result of the investments made during the year.

c. Assets under construction

At 31 December 2023, this item totals € 35.4 M (€ 26.6 M at 31 December 2022), almost exclusively referred to concession rights, showing a € 8.8 M increase resulting from the investments of the year, which are more than offset by the completion of projects and the related allocations to the assets.

Please note that assets under development include approx. € 19.3 M relating to the investment made in the development of the Florence airport Master Plan and approx. € 8 M relating to the investment made in the design of the new Florence terminal.

Concerning these investments, we remind readers that the decisions of the Italian Regional Administrative Court ("TAR") and of the Council of State, pronounced in 2019 and February 2020, respectively, which required TA to restart the VIA procedure in order to overcome some weaknesses in the preliminary documentation, do not question the technical validity of the project and do not identify any regulatory or environmental impediment to its implementation; in fact, TA can reuse the specialist analyses and design work developed until now for the new work approval procedure.

During 2023, coordination with ENAC continued to define the restart of the approval process, also in the light of the provisions of Law Decree 76/2020 (so-called "Decreto Semplificazioni" or Simplification Decree), which may help reducing the necessary authorisation timeframe.

Impairment testing

At 31 December 2023, pursuant to IAS 36 "Impairment of Assets", an impairment test was performed on data at 31 December 2023, as approved, together with the Group's Business Plan, by the Board of Directors on 12 March 2024, on both the CGUs of the Florence and Pisa airports.

These CGUs include, in addition to Concession rights (including, for the Florence airport, the Master Plan assets under development), all the other assets that make up the net invested capital of the respective airports identified by Directors and dedicated to the development of the same airports, both as regards air traffic and the infrastructure, and passenger services.

The recoverable amount of each CGU is based on its value in use, estimated on the basis of expected discounted cash flows. The cash flows of the two airports have been estimated and discounted for the remaining duration of the respective concessions (2048 for Pisa and 2045 for Florence, defined at 2044 as agreed due to the expiry date of the concession set in February 2045). The value obtained (recoverable amount) by each CGU was then compared with the related carrying amount.

The objectives and assumptions of the Plan have been determined by taking into account the historical results of operations and have been calculated on the basis of accurate estimates of passenger traffic and the related revenues, including by using growth factors consistent with those expected for the industry.

The definition of the main drivers of the Plan, particularly as regards future traffic development forecasts, has also been based on external information, such as independent surveys conducted by leading operators of the industry.

As to the discounting of cash flows, TA adopted a WACC (weighted average cost of capital) that reflects the current market measurement of the time value of money and takes into account the specific risks of the business activity in which the CGUs operate, therefore establishing a WACC of 8.81% (against a WACC of 8.12% in 2022).

The Company also performed sensitivity analyses on the test results against the change in the basic assumptions that affect the value in use of the CGUs, with a particular focus on the discount rate used. Even in case of a 1% increase in the WACC used, the analyses would not show an impairment loss.

In estimating future cash flows, TA considered sustainability objectives and the related investments that will be necessary to achieve them. The definition of sustainability objectives is a path TA started in 2022 with the approval of the strategic guidelines and the first Sustainability Plan, which resulted in short-term projects spanning the 2023-2024 period. Therefore, in its 2024 cash flow estimates, TA included in its

operating and investment costs the cash outflows expected for the achievement of the short-term goals outlined in the Sustainability Plan. In this regard, we should remember that Toscana Aeroporti started to plan and implement a number of synergistic actions to reduce its CO2 emissions, as well as plans for the development of renewable power generation systems. The business plan will include the cash outflows associated with the realisation of those investments.

As regards the effects of projects that are still in their early stages to date, TA has generally maintained a conservative approach, estimating cash outflows that are considered to be conservative or not foreseeing the benefits that could potentially derive from future strategies and investments (for example, a reduction in fuel consumption).

In all the cases, the present value of expected cash flows generated by the CGUs is higher than the net carrying amount tested for impairment.

The Toscana Aeroporti Costruzioni (TAC) investment was tested for impairment based on similar considerations. TAC's cash flows were estimated as a direct result of the investment forecasts of the Parent TA, and were discounted using the same WACC of 8.81%. The test result showed no impairment loss for the value of this equity investment.

Considering that the recoverable amount has been determined on the basis of estimates, TA cannot exclude a possible impairment of the assets in future periods. In the current market context, the various factors used for the calculation of the estimates could be reviewed. TA will constantly monitor these factors and any possible impairment.

7.2 Property, plant and equipment

The composition of this item at 31 December 2023 and a comparison with the previous year are given below.

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Land, buildings	16,592	16,836	(244)
Other assets	1,410	1,590	(181)
Industrial and commercial equipment	86	95	(9)
Plant and equipment	5,063	6,947	(1,884)
Assets under construction and payments on account	123	211	(89)
Property, plant and equipment	23,274	25,680	(2,406)

On the whole, approximately € 840 K were invested in 2023 for:

<i>(amounts in €K)</i>	FY 2023
Plant and Equipment	315
Motor vehicles	195
Furniture and fittings	80
Hardware	250
Assets under construction	0
Total	840

For a detailed analysis of the main investments made in 2023, see section 10 of the Report on Operations. Assets were sold for € 8 K in 2023.

Details of changes in Property, Plant and Equipment are given in Annex B.

7.3 Right-of-use assets

At 31 December 2023, right-of-use assets total € 3.6 M, including:

1. € 3.1 M of right-of-use assets for parking lots relating to long-term contracts signed for the concession of parking lots with terms ranging from 9 to 20 years;
2. € 413 K of right-of-use assets for vehicles relating to long-term contracts signed for corporate cars with terms ranging from 3 to 4 years.

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Right-of-use assets for vehicles	413	296	117
Right-of-use assets for parking lots	3,146	3,524	3,134
	3,559	3,820	3,251

The details of the year's changes are given below.

Data in €K	31 Dec. 2023	31 Dec. 2022
1 January	3,820	4,353
Acquisitions	375	94
Disposals	(16)	0
Depreciation	(620)	(626)
Closing right-of-use assets	3,559	3,820

7.4 Equity investments in other entities

At 31 December 2023, TA has investments for € 3,340 K (€ 2,962 K at 31 Dec. 2022), consisting in:

- Firenze Parcheggio S.p.A. (8.16% of the share capital): € 3.2 M
- I.T. Amerigo Vespucci S.p.a. (0.17% of the share capital): € 40.6 K
- Consorzio Turistico Area Pisana S.c.a.r.l. (2.37% of the consortium fund): € 420
- Toscana 24 S.r.l. (3.95% of the quota capital): € 30 K
- Consorzio Pisa Energia S.c.r.l. (5,26 % of the consortium fund): € 831
- Consorzio per l'Aeroporto di Siena (0.11% of the consortium fund): € 8.5 K
- Firenze Convention Bureau S.c.r.l. (2,87 % of the consortium fund): € 6.6 K
- Firenze Parcheggio S.p.A. (3.98% of the share capital): € 42.5 K
- Società Esercizio Aeroporto della Maremma S.p.A. (0.39% of the share capital): € 10.2 K
- A.C. Quasarda S.c.a.r.l. (72.42% of the consortium fund): € 7.2 K

The value of the investment in Firenze Parcheggio S.p.A. equals the sales price established by the notarial deed drawn up on 12 February 2024 when it was sold to Parcheggio Italia S.p.A.

At 31 December 2023, no indicators of potential impairment losses of investments in other companies were identified.

7.5 Equity investments in subsidiaries

At 31 December 2023, the value of TA's investments in subsidiaries is € 7,666 K (€ 7,666 K at 31 Dec. 2022), as shown in the table below:

Data in €K	31 Dec. 2023	31 Dec. 2022	% share owned	Equity at 31 December 2023	2023 profit
Toscana Aeroporti Costruzioni S.r.l.	4,278	4,278	51.00	7,224	(1,027)
Parcheggi Peretola S.r.l.	3,251	3,251	100.00	3,686	1,432
Toscana Aeroporti Engineering S.r.l.	80	80	100.00	2,155	1,592

Jet Fuel Co. S.r.l.		57	57	51.00	1,442	635
	Total	7,666	7,666			

Furthermore, TA passed a resolution to confirm its intention and irrevocable commitment to keep financing and supporting TAC, in order to ensure both the fulfilment of its obligations and the regular continuity of its business operations.

7.6 Equity investments in associates

At 31 December 2023, the value of TA's investments in associates is € 480 K (€ 480 K at 31 December 2022), as detailed below:

- Alatoscana for € 330 K (€ 330 K at 31 December 2022);
- Toscana Aeroporti Handling for € 150 K (€ 150 K at 31 December 2022).

The 20% investment in TAH, acquired on 30 Dec., 2022, following the loss of control, was measured at fair value.

No impairment indicator applies to equity investments in associates.

7.7 Other financial assets

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Guarantee deposits	172	742	(570)
Other non-current assets	3,210	3,210	0
Financial instruments	63	63	0
Concession Price	2,072	1,861	211
Other non-current financial assets	5,516	5,875	(359)

a) Guarantee deposits

These mainly refer to guarantee deposits issued in favour of utility providers (for connections), tobacco products, cash floats given to ticket offices and parking operators.

b) Other non-current assets

This item mainly consists in the confirmatory deposit paid on the of € 3 M price in June 2018 upon signing the preliminary agreement for the purchase from NIT – Nuove Iniziative Toscane S.r.l. (a real property subsidiary of the Unipol Group) of the “Piana di Castello” area in the vicinity of the Florence airport for Master Plan development purposes. See also the further considerations developed in section 8.1.d “Assets under construction” and 10.7.3 “Additional contingent liabilities (due to pending lawsuits)”.

The amount also includes the earn-out component to be received for the disposal of TAH for € 193 K, a financial asset measured at fair value (FVTPL).

c) Financial instruments

This item, totalling approximately € 63 K at 31 December 2022, refers to the fair value of the option right of the Parent company TA for the sale of the remaining 20% share currently owned in TAH's quota capital, as provided for in the sale contract.

d) Concession Price

For an amount of € 2.1 M at 31 December 2023 (€ 1.9 M at 31 December 2022 in intangible assets), this item refers to the price of the concession arrangement recognised in accordance with the provisions of Art. 703 of the “Codice della Navigazione” (Air Navigation Code), i.e., the price the incoming concessionaire has to

pay to the outgoing concessionaire, which is determined according to regulatory analytical accounting criteria.

In detail, the amount in question refers to the share of scheduled maintenance work that has been recognised in the accounts within the framework of the provision for repair and replacement, but which, in regulatory analytical accounting, reflects assets that will not be completely amortised at the concession expiry date.

Please note that, at 31 December 2023, the Concession Price was reclassified from Intangible assets to Other (non-current) financial assets; as a result, the comparative figure for 31 December 2022 was also reclassified accordingly.

7.8 Non-current trade receivables

These refer to trade receivables for agreed repayment plans. The value of this item at 31 December 2023 is € 805 K (€ 1,482 K at 31 December 2022), and mainly refers to the plan for the repayment of receivables from the related party TAH.

7.9 Deferred tax assets

Deferred tax assets and liabilities are stated at their net amount when they can be offset in the same jurisdiction. At 31 December 2023, TA has deferred tax assets for € 7,584 K (€ 9,990 K 31 December 2022). This amount is the net result of € 12,855 K of deferred tax assets and € 5,271 K of deferred tax liabilities, and mainly includes deferred tax liabilities of previous years and temporary differences calculated on provisions (for repair, loss allowance, etc.). For details regarding the composition of the item and related changes, see Annex D.

Deferred tax assets and liabilities have been determined using the applicable tax rate of the year when the temporary differences will reverse.

The difference in deferred tax assets compared to 31 December 2022 mainly results from:

- Use of past tax losses against a positive tax base (with an effect of approx. € -3,661 K);
- Changes in taxed provisions and other minor changes (with an effect of approx. € 1,258 K).

The recoverability of deferred tax assets relating to tax losses is reflected in the capacity to produce taxable profits in future years, as can be inferred from the multi-year plan approved by the Board of Directors of the Company on 12 March 2024, also considering that applicable tax laws allow companies to use past tax losses along an unlimited time horizon.

CURRENT ASSETS

The composition of current assets at 31 December 2023 and a comparison with the previous year is given below:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
CURRENT ASSETS	59,062	81,820	(22,758)

7.10 Trade receivables

The main item includes the Company's accounts receivable from customers which, at 31 December 2023, after deducting the loss allowance, total € 26,396 K (€ 21,110 K at 31 December 2022), as detailed in the table below:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Customers	25,090	20,816	4,274
Subsidiaries	3,774	3,174	599
Associates	2,561	686	1,875
Gross trade receivables	31,425	26,159	5,267

Loss allowance		(5,029)	(5,049)	20
Trade receivables		26,396	21,110	5,287

The loss allowance for trade receivables has increased during the year considered with the addition of € 99 K and decreased as a result of the use of € 49 K.

The composition of receivables from customers by due date is detailed in the table below:

Data in €K	Total	Falling due	Overdue				
			0-30 days	30-60 days	60-90 days	90-180 days	> 180 days
Current receivables	30,620	14,105	5,359	3,831	391	1,280	5,654
Expected loss rate		0.0%	-0.1%	-1.3%	-2.1%	-4.3%	-86.8%
Loss allowance	(5,029)	(2)	(4)	(51)	(8)	(55)	(4,908)
Total at 31 December 2023	25,591	14,103	5,355	3,780	383	1,225	746

Data in €K	Total	Falling due	Overdue				
			0-30 days	30-60 days	60-90 days	90-180 days	> 180 days
Current receivables	24,677	13,275	4,123	820	483	220	5,756
Expected loss rate		-0.1%	-0.2%	-4.9%	-8.8%	-27.4%	-85.0%
Loss allowance	(5,049)	(8)	(8)	(40)	(43)	(60)	(4,891)
Total at 31 Dec. 2022	19,628	13,267	4,116	780	440	160	865

Trade receivables also include receivables from associates, as shown in the following table:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Toscana Aeroporti Handling S.r.l.	2,561	686	1,875
Receivables from Associates	2,561	686	1,875

Trade receivables also include receivables from subsidiaries, as shown in the following table:

Data in €K	31 Dec. 2023	31 Dec. 2022
Toscana Aeroporti Engineering S.r.l.	3,575	2,938
Jet Fuel Co. S.r.l.	114	111
Toscana Aeroporti Costruzioni S.r.l.	77	64
Parcheggi Peretola S.r.l.	8	62
Total	3,774	3,174

7.11 Current tax assets

This item totals € 0 K (€ 210 K at 31 December 2022) and refers to the account receivable from CAI for the proceeds deriving from tax consolidation.

7.12 Other tax assets

This item mainly consists of the following receivables for € 1,010 K (€ 136 K at 31 December 2022):

- ART bonus for € 27 K
- Credit for investments in operating assets: € 33 K
- VAT credit from the former subsidiary Vola: € 73 K

- Miscellaneous and minor items: € 3 K

7.13 Other current assets

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Current financial assets	702	700	2
Public subsidies (State, Region)	0	120	(120)
Receivables from carriers for additional municipal tax	6,873	4,864	2,008
Payments on account to suppliers	939	652	287
Prepayments and accrued income	896	746	150
Monopoly products receivables	74	52	22
Other minor items	441	704	(263)
Other current assets	9,924	7,838	2,086

The item “Current financial assets” refers to a loan obtained by the subsidiary TAC.

The “Public subsidies” item includes the aids received from the State and Region, which are described in detail in section 6.2 “Other income”.

The Additional Municipal Tax receivable on passenger boarding fees, established with Art. 2, par. 11, of Law no. 350 of 24 December 2003, reflects the item “Tax liabilities” of the current liabilities (Note #46), because the amount collected is paid to the State.

The item “Prepayments” mainly includes supplies with advanced billing, membership fees, and insurance.

7.14 Cash and cash equivalents

This item totals € 22,537 K at 31 December 2023 (€ 54,008 K at 31 December 2022) and almost exclusively includes the amount of cash held in bank current accounts, plus a residual portion of cash on hand.

The difference in cash mainly reflects:

- Cash flows generated by operating activities for € 25.1 M;
- Investments for approx. € 15.1 M in airport infrastructures;
- Net change in TA loans for € 33.8 M;
- Distribution of dividends and reserves for € 7 M.

We point out that the “Cash and cash equivalents” item includes an available amount of € 10 M in a dedicated current account, as required by lenders, to allow for the distribution of equity reserves (made in 2023 and 2022).

7.15 EQUITY AND LIABILITIES

Equity increased by € 3.4 M, mainly as a consequence of the decrease in equity reserves due to the coverage of the previous year’s losses (€ 6 M) and to the distribution of reserves (€ 7 M), partially mitigated by the positive effect of the year’s profit (€ +8.1 M).

More specifically, equity consists of the following items:

Share capital

At 31 December 2023, the fully paid-up share capital of the Company consists of 18,611,966 ordinary shares without nominal value (18,611,966 shares at 31 December 2022).

For details on Shareholders, see the table and section “Shareholders of the Parent” in the Report on Operations.

Equity reserves consist of:

- a share premium reserve for € 18,941 K created with the paid capital increase determined upon listing SAT (Società Aeroporto Toscano Galileo Galilei S.p.A.) on the Stock Exchange in July 2007;
- A legal reserve for an amount of € 5,472 K (€ 5,369 K at 31 December 2022);
- Statutory reserves for € 12,846 K (€ 17,893 K at 31 December 2022). The € 5,048 K decrease is the consequence of the allocation of 2022 profits to the reserve, as proposed by the Board of Directors of the Company on 15 March 2023 and approved by the Parent Shareholders' Meeting on 27 April 2023, as well as of the distribution of € 7 M in reserves approved by the aforesaid Shareholders' Meeting (unit price per share, € 0.3761);
- Other reserves, mainly consisting of the merger reserve created after the merger by incorporation of Aeroporto di Firenze for € 24,585 K. Pursuant to point 5 of the first paragraph of Art. 2426 of the Italian Civil Code, we specify that there is no restriction on available reserves.

FTA reserve

This reserve is negative for € 3,229 K, and includes:

- the FTA reserve (negative for € 711 K) after deducting the theoretical tax burden created at 1 January 2005 upon First Time Adoption, so as to include the impact of international financial reporting standards on equity;
- the FTA reserve (negative for € 2,618 K) created as a consequence of the adoption of IFRIC 12 "Service Concession Agreements" since 1 January 2011.

Retained earnings

This item includes retained earnings of € 525 K (€ 564 K in 2022). The difference stems from the allocation of the 2023 profit and from the actuarial measurement of post-employment benefits according to IAS 19 "Employee benefits".

Other Comprehensive Income (OCI)

The tax effect regarding the other comprehensive income is broken down below:

SITUATION AT 31 DECEMBER 2023	Gross amount	Tax (expense)/benefit	Carrying amount
Other comprehensive expense that will not be subsequently reclassified to profit or loss	(51)	12	(39)
SITUATION AT 31 DECEMBER 2022	Gross amount	Tax (expense)/benefit	Carrying amount
Other comprehensive expense that will not be subsequently reclassified to profit or loss	(32)	8	(24)

Profit for the year

This item includes TA's profit for 2023, equalling € 10,470 K (€ 2,055 K in 2022).

7.16 Provision for risks and charges

The Provision for risks and charges totals € 5,169 K (€ 1,156 K at 31 December 2022). The details of the year's changes are given below.

Data in €K	
Provisions for risks and charges at 1 January 2022	1,156
Accrual	762
Use	(183)
Reclassification of trade payables	3,434
Provisions for risks and charges at 31 Dec. 2023	5,169

At 31 December 2023, this provision mainly includes the following amounts:

- 1) € 351 K relating to the provision for the Fire Brigade Protection Service dispute, the situation of which is described in detail in the section “Information on the main items of Provisions for risks and charges”;
- 2) € 440 K relating to provisions set aside for potential labour dispute risks, better described in the “Additional information” section;
- 3) € 215 K relating to a dispute in which TA is sued by certain oil companies, which are themselves sued by certain national carriers, in connection with the sum of fuel royalties determined on the volumes handled in the 1999-2005 period (under Law no. 245/05, so-called Act on system requirements);
- 4) € 717 K relating to disputes on local taxes concerning the different classification of airport areas for IMU (municipal property tax) determination purposes;
- 5) € 3,434 K relating to a reclassification from trade payables (to suppliers) of past years’ provisions for traffic development costs after the updating of the analysis of marketing support agreements with airlines.

For further information, see the section entitled “Information on the main items of Provisions for risks and charges”.

The amounts set aside by the Company to face potential risks deriving from ongoing disputes are deemed appropriate for the expected outcome of the legal proceedings.

7.17 Provision for repair and replacement

This provision (measured according to the best estimate of the expense currently required to fulfil the obligation at the reporting date) includes the amounts spent for the maintenance and repair of infrastructures in the Florence and Pisa airports, to be returned in perfect maintenance conditions to the Grantor at the end of the concession period. The aggregate amount of this item at 31 December 2023 is € 24,472 K, up by € 2,989 K compared to 31 December 2022, as a result of the uses made during the period, mainly for the repair work completed on the infrastructure of the two airports and, and of the accrual to the provision made in 2023. Details are given below:

Data in €K	
Provisions for repair and replacement at 1 Jan. 2023	21,483
Accrual	4,046
Use	(1,969)
Financial expense	912
Provisions for repair and replacement at 31 December 2023	24,472

Please note that the increase in the 2023 accrual to these provisions, compared to the previous year, is due to a revision of the future repair plans, which increased construction costs (mainly caused by inflation), the expansion of certain newly built corporate assets, and the discount rate used.

Based on its estimated time of use, this provision has been recognised among non-current liabilities for € 19,334 K and current liabilities for € 5,139 K.

The potential impact on this provision in terms of increase, as a consequence of a hypothetical reduction of 50 basis points in discount rates, would be approximately € 487 K. The potential impact on the provision in terms of decrease, as a consequence of a hypothetical increase of 50 basis points in discount rates, would be approximately € 465 K.

7.18 Post-employment benefits

This item includes the total post-employment benefits at year-end, which is considered as a defined benefit obligation to be recognised as recommended by IAS 19 “Employee Benefits”.

The parameters used for the measurement of the Pisa and Florence airport personnel at 31 December 2022 are:

- Annual technical discount rate: 3.17%
- Annual inflation rate: 2.0%
- Annual post-employment benefits increase rate: 3.0%

As far as the discount rate is concerned, the Corporate AA iBoxx 10+ index has been selected as criterion for the measurement of this parameter, as its duration is suitable for the average time of employment of the two personnel groups considered.

There is no defined benefit scheme for the executive staff of the Company.

The liability is € 1,903 K (€ 1,944 K at 31 December 2022). This provision is recognised after deducting the payments on account made and settlements made during the period examined, and shows a € 40 K reduction compared to 31 December 2022, as detailed below:

Data in €K	
Post-employment benefits at 1 Jan. 2023	1,944
Change in the consolidation scope (exit of TAH)	0
IAS financial expense 70	
Use	(162)
Actuarial (gain)/loss	51
Post-employment benefits at 31 December 2023	1,903

The difference recognised in the Statement of Comprehensive Income (€ -39 K) corresponds to the actuarial loss of € 51 K, after a taxation of € 12 K.

The measurement of future benefits is obviously affected by all the assumptions required for its identification; therefore, in order to obtain the sensitivity shown by the effective value, as determined above, compared to said assumptions, some tests have been conducted to obtain the present difference against a given difference of some of the assumptions adopted that may mostly affect that value.

The table below provides the sensitivity analysis of the Provision (in €K).

<i>Toscana Aeroporti</i>						
	Annual technical discount rate		Annual technical inflation rate		Annual turnover rate	
	-	-	-	-	-	
	+ 0.50 %	0.50 %	+ 0.25 %	0.25 %	+ 2.50 %	
Post-employment benefits	1,830	1,981	1,926	1,881	1,907	1,901

Finally, the table below provides a prediction of disbursement of the provision.

Year	TA
0 – 1	160,990
1 – 2	84,992
2 – 3	80,462
3 – 4	68,386
4 – 5	140,696
5 – 6	167,815
6 – 7	287,736
7 – 8	236,709
8 – 9	115,039
9 – 10	164,970

7.19 Financial liabilities

The details of non-current and current financial liabilities are given below:

	31 December 2022	New loans (principal)	Payment s (principal)	Reclassi fication	Other change s	31 December 2023
Data in €K						
Non-current liabilities	66,463	0	0	(22,778)	(160)	43,525
Current financial liabilities						
Bank overdrafts (current credit facilities)	40,264	53,500	(59,500)	0	53	34,318
Current portion of non-current indebtedness	27,930	0	(27,854)	22,778	110	22,963
Total current financial liabilities	68,194	53,500	(87,354)	22,778	163	57,281
Total financial liabilities	134,657	53,500	(87,354)	0	3	100,806

Other non-monetary changes mainly include the effect of the recognition of the interest share not yet settled for the year.

The amount of € 57.3 M, relating to current financial liabilities at 31 December 2023, refers to the current portion of non-current indebtedness relating to the loans described below in this Note for € 22,963 K and to current loans (“hot money”) for € 34.3 M.

The decrease of approximately € 22.9 M in non-current financial liabilities refers to the reclassification of the principal falling due in the subsequent year to current financial liabilities.

The total amount of non-current financial liabilities and the related current portion of non-current indebtedness relates to:

- i. the loan agreement signed on 30 October 2020 with a pool of leading financial institutions consisting of Intesa Sanpaolo and BNL-BNP Paribas Group for a total amount of € 85 M secured by a SACE guarantee in compliance with the provisions of the “Liquidity Decree” for an amount equal to 90% of the sums paid in principal, plus interest and ancillary costs (hereinafter also the “SACE loan”). The outstanding principal at 31 December 2023 is € 54,747 K. This SACE loan was disbursed on 6 November 2020 and has a term of 6 years, with a pre-amortisation period of 24 months (first instalment paid in December 2022), and requires the Company to meet a financial parameter, to be measured at the time of the annual consolidated financial statement, which consists of the consolidated net financial position (NFP), as conventionally defined in the same agreement, not exceeding € 100 M. This financial parameter was met at 31 December 2023. According to the provisions of the loan agreement and of the “Liquidity Decree”, this facility can be used to support the Group's cash requirements in connection with the payment of cost of personnel, rents or leases of business branches, investments and working capital, with an interest rate indexed to the Euribor rate plus a spread. In addition, annual commissions are determined in the agreement, to be calculated in connection with the SACE-guaranteed component on the share of principal paid out and not repaid, with a fixed percentage increasing over the term of the loan. For additional details, see the “Liquidity risk” section of these Notes.
- ii. A non-current loan obtained from the bank “Banca Infrastrutture Innovazione Sviluppo” (BIIS - Intesa San Paolo Group) to support the related infrastructure investments, with an original amount of € 40 M. This loan has a variable interest rate indexed to the 6-month Euribor rate plus a spread. The maturity date of the loan obtained from BIIS - Intesa San Paolo Group is September 2027 and the residual debt at 31 December 2023 is € 11.7 M (of which € 2.9 M to be repaid over the next 12 months).

The financial liabilities arising from the loans granted to the Company by BIIS - Intesa San Paolo Group require compliance with preset financial ratios that are defined in the related agreement, such as the NFP/EBITDA and the NFP/Shareholders’ Equity ratios, as defined in the agreement signed with the lending bank and measured on the carrying amounts of the financial statements of the Company. These measurements are performed when the annual financial statements is issued (31 December).

Failure to comply with covenants (parameters) and other agreements in place for the loan in question may lead to the early repayment of the outstanding debt and/or to a restrictions on the distribution of dividends if the default is not remedied within the agreed terms.

During 2023, the Company also initiated the process required to obtain, from a large pool of banks, the restructuring of the total debt that had also originated from the pandemic, as well as to allow scheduled investments to continue and ensure the full operation of the two airports. As part of the same transaction, the Company started negotiations with the same banks for the financing of the significant investments required under the Florence airport Master Plan after the related progress of the approval procedure.

Finally, in line with market practice, the aforesaid loans may include: negative pledge commitments under which the Company cannot create collateral or other constraints on company assets; *pari passu* clauses, under which the loans will have the same degree of priority in repayment as the other financial liabilities; and “change of control” clauses, that are activated in the event that the majority shareholder (non-controlling interest) loses control over the Company; limitations to the non-recurring transactions the Company may perform.

Details of the loans existing at 31 December 2023 are shown below.

Amounts in €K	Principal	Interest	Total
Within one year	56,778	4,307	61,085
Between 1 and 2 years	22,778	2,093	24,871

Between 2 and 3 years	17,800	677	18,477
Between 3 and 4 years	2,868	118	2,986
After 4 years	-	-	-
Total	100,224	7,195	107,419

Details of the credit facilities existing at 31 December 2023 are shown below.

Data in €K	31 Dec. 2023	31 Dec. 2022	Diff.
Credit lines granted	48,950	49,250	(300)
<i>of which TA</i>	<i>48,950</i>	<i>49,250</i>	<i>(300)</i>
Credit lines used	34,000	40,000	(6,000)
<i>% used</i>	<i>69%</i>	<i>81%</i>	
Residual facilities	14,950	9,250	5,700

The lines of credit used at 31 December 2023 refer to the hot-money line for € 34 M, while residual lines of credit at that date include non-revolving credit lines for € 15,250 K.

Financial liabilities outstanding at 31 December 2023 are reported below, distinguished into fixed and variable interest rate categories.

Banking institution	Expiry	type of interest	Interest rate	Debt at 31 December 2023 (in €K)
INTESA SAN PAOLO - 1 st tranche	September 2027	variable	6-Month Euribor + 96 bp	5,076
INTESA SAN PAOLO - 2 nd tranche	September 2027	variable	6-Month Euribor + 180 bp	6,664
ISP-SACE	September 2026	variable	3-Month Euribor + 115 bp	54,747
a)			Total non-current loans payable	66,488
BPM	January 2023	Variable	3M/360 Euribor + 1.25	12
BPM	August 2023	Variable	3M/360 Euribor + 1.25	73
BPM	February 2024	Variable	3M/360 Euribor + 1.25	3,575
Bank Intesa San Paolo	January 2024	Fixed	6.10%	11,017
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	3,502
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	2,501
UniCredit	March 2024	Variable	3M/360 Euribor + 1.90	2,501
MPS	March 2024	Variable	6M/360 Euribor + 0.35	11,137

b)	Total non-revolving credit lines (“hot money”)	34,318
a) + b)	Total Financial Liabilities	100,806

Bank loans at 31 December 2023 are shown below, carried at their carrying amount and at fair value.

Banking institution	Company	notional	fair value
Intesa San Paolo	TA	11,472	11,713
Intesa San Paolo - SACE	TA	54,753	55,133
Current credit facilities (“hot money”)	TA	34,000	34,318
	Total	100,224	101,164

Residual credit facilities at 31 December 2023 totally refer to non-revolving credit lines.

The **Net Financial Indebtedness** at 31 December 2023, as shown in the Report on Operations in compliance with CONSOB Resolution prot. no. 6064293 of 28 July 2006, is specified in the following table:

STATEMENT OF INDEBTEDNESS			
<i>Euro K</i>	31 Dec. 2023	31 Dec. 2022	Abs. Diff.
A. Cash	22,537	54,008	(31,471)
B. Cash equivalents	-	-	-
C. Other current financial assets	-	-	-
D. Liquidity (A) + (B) + (C)	22,537	54,008	(31,471)
E. Current financial debt	34,318	40,264	5,947
F. Current portion of non-current financial debt	24,514	29,484	4,970
G. Current financial indebtedness (E) + (F)	58,831	69,748	(10,917)
H. Net current financial indebtedness (G) - (D)	36,295	15,740	20,554
I. Non-current financial debt	43,525	66,463	(22,938)
J. Debt instruments	-	-	-
K. Non-current trade and other payables	3,676	4,863	1,186
L. Non-current financial indebtedness (I) + (J) + (K)	47,201	71,325	(24,124)
M. Total Net Financial Indebtedness (H) + (L) (NFP)	83,496	87,066	(3,570)

At 31 December 2023, current financial debt (use of current credit lines) total € 34.3 M, to which we should add the item “Current portion of non-current debt”, which includes the portions due within the next 12 months of non-current loans (€ 22,963 K), lease liabilities (€ 550 K), and other liabilities related to the purchase of the TAC investment (€ 1 M).

In addition, there is non-current financial debt for approx. € 43.5 M, mainly consisting in the non-current portion of outstanding loans and the non-current portion of lease liabilities (€ 3.2 M).

The item “Non-current trade and other payables” includes the non-current portion of lease liabilities (€ 3.2 M) and the other liabilities related to the TAC investment (€ 464 K).

See comments in the Report on Operations and to the “Statement of Cash Flows” for a more in-depth analysis of this item.

7.20 Lease liabilities

At 31 December 2023, lease liabilities, determined by discounting the amount of the lease liabilities due, total € 3.8 M, of which € 3.2 M are classified as non-current liabilities and € 550 K as current liabilities.

Data in €K	31 Dec. 2023	31 Dec. 2022
Non-current lease liabilities	3,212	3,443
Current lease liabilities	550	554
Total	3,763	3,998

The details of the year's changes are given below.

Data in €K	31 Dec. 2023	31 Dec. 2022
Opening situation at 1 January	3,998	4,492
Acquisitions	375	94
Disposals	(16)	0
Payment / Other reductions	(711)	(714)
Financial expense	117	126
Closing lease liabilities	3,763	3,998

Lease agreements contain no covenants.

The due date of the financial liability is shown below.

€K	Principal	Interest	Total
< 1 year	574	113	687
1-2 years	477	98	576
2-3 years	426	84	510
3-4 years	287	72	359
4-5 years	207	65	272
5-6 years	201	58	259
After 6 years	1,358	196	1,554
Total	3,530	686	4,216

The incremental borrowing rates defined by the Company are reviewed on a recurring basis and applied to all the contracts with similar characteristics, which have been considered as a single contract portfolio. Rates are determined starting from the average effective borrowing rate of the Company, appropriately adjusted to simulate a theoretical incremental borrowing rate, consistent with the contracts to be recognised. The most significant items considered for the adjustment of the rate are the credit risk spread of each country that can be observed in the market and the different duration of lease agreements.

The rates used for contracts signed in 2023 are:

- 3.50% for 48-month car hire contracts;
- 3.84% for short/medium-term lease agreements

The rates used for contracts signed in 2022 are:

- 3.85% for car hire agreements
- 3.71% for long-term lease agreements
- 3.65% for short/medium-term lease agreements

7.21 Other non-current liabilities

Non-current liabilities (due after the subsequent year) consist of € 1,227 K (€ 2,253 K at 31 December 2022) and include:

- 1) the non-current component of the liability to Cemes for the acquisition of 51% of the quotas of Cemes Aeroporti (today Toscana Aeroporti Costruzioni) for € 464 K;
- 2) guarantee deposits received from customers as a guarantee of the services provided to them for € 763 K.

7.22 Current tax liabilities

This item totals € 1,437 K (€ 377 K at 31 December 2022) and includes the current taxes (IRES, IRAP) of the Company determined on the PBT for 2023. In detail, € 409 K relate to the IRES due under the consolidated tax agreement in place with Corporación America Italia S.p.A. A further € 1,028 K relate to IRAP due.

7.23 Other tax liabilities

The aggregate amount of this item, € 8,738 K (€ 7,308 K at 31 December 2022), is broken down below:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Due to Revenue Agency for additional municipal tax on passenger boarding fees	7,962	6,499	1,463
IRPEF due for employees and self-employed professionals	652	494	158
Higher fees due for private flights	11	9	2
VAT due	0	201	(201)
Local taxes	113	105	8
Other tax liabilities	8,738	7,308	1,431

In detail, the amount due to the Revenue Agency for the additional municipal tax on boarding fees has decreased in connection with the same trends associated with the decrease in Other current assets.

7.24 Trade payables

Trade payables total € 39.4 M at 31 December 2023 (€ 38 M at 31 December 2022), up by € 1.4 M.

7.25 Liabilities to social security institutions

This item includes liabilities to social security and pension institutions (INPS, INAIL) at 31 December 2023, for a total amount of € 1,411 K (€ 1,080 K at 31 December 2022).

7.26 Other current liabilities

Other current liabilities at 31 December 2023 consist of € 10.6 M (€ 9.7 M at 31 December 2022), and include the following debit items:

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Employees'/contractors' consideration/fees	2,670	1,822	847
Concession fees	3,423	3,575	(152)
Accrued expenses and deferred income	496	611	(115)
Fire-protection service	1,207	1,270	(63)
Air/bus/train ticket office receipts	466	468	(2)
Institutional bodies' fees	366	100	266
Advances from customers	316	245	71
Due to CEMES for purchase of TAC quotas	1,000	1,000	0
Other sundry current liabilities	638	628	10
Other current liabilities	10,581	9,719	861

In detail:

- the Fire Protection Service is the amount due to the Revenue Agency introduced by the 2007 Finance Law. For further considerations, see the specific detailed annex in the section “Provision for risks and charges”.
- The amount due to Cemes for the purchase of TAC quotas is the liability due within the next twelve months, arising as a result of the related business combination.
- Deferred income mainly refers to Non-Aviation revenue invoiced in advance.

8. Additional financial information

8.1 Management of financial risks

The main risk factors that may affect the Company's operations are described below.

a) Credit risk

The Company believes it has suitably mitigated this risk by constantly monitoring its accounts receivable, also sometimes by promptly initiating legal actions to protect said receivables, which are reflected in the allocation of a specific loss allowance in the financial statements, which is deemed to be adequate for the amounts of the existing assets. Always with the purpose of managing credit risk, the Company usually asks for sureties as guarantee (e.g. from subconcessionaires) or pre-payments (e.g. from unknown airlines). The Company hired a contractor for long-term debt collection activities. See also the section “Trade receivables and other assets”.

The ongoing economic and financial crisis caused by the reduction in traffic increased the credit risk due to the general shortage of cash for the businesses of the industry. To tackle these challenges, the Company appropriately took into account the increased risk in the loss allowance, which has been determined also in connection with the individual solvency positions of the counterparties. The Group will continue to monitor the situation and adjust its assessments of customers' performances also in the light of trends of the coming months and the timing of the recovery.

However, no specific criticality has been detected to date.

b) Liquidity risk

Liquidity risk is the risk that the Company may have insufficient financial resources to meet its commitments as they fall due. The main factors influencing the liquidity of the Company are the need to repay expiring amounts of outstanding loans and to comply with the covenants agreed with said contracts, any dividend distributions, as well as the resources generated or used by current operations and investments.

TA responds to this risk through constant monitoring of its bonds with a short-term and long-term maturity and through the use of bank loans.

At 31 December 2023, TA's Net Financial Indebtedness came to € 83.5 M (€ 84.6 M at 31 December 2022), which is the result of the current Net Financial Indebtedness of € 36.3 M (€ 14.7 M at 31 December 2022) and of a non-current Net Financial Indebtedness of € 47.2 M (€ 69.9 M at 31 December 2022). Non-current indebtedness mainly includes the loan granted to the Company by Infrastrutture Innovazione e Sviluppo (the bank "BIIS - Intesa San Paolo Group", the maturity date of which is 2027) and the SACE loan (the maturity date of which is 2026) signed in October 2020.

The loan the Company obtained from BIIS has interest rates based on 3- and 6-month EURIBOR rates, and several commitments, such as financial covenants, namely NFP/Gross Operating Profit and NFP/Equity, according to the definitions agreed with the lending banks and measured at 31 December of each business year.

In addition, another loan was obtained on 30 October 2020 from a pool of leading financial institutions consisting of Intesa Sanpaolo and BNL-BNP Paribas Group for a total amount of € 85 M, secured by a SACE guarantee as required by the Italian "Liquidity Decree", for an amount equal to 90% of the sums disbursed as principal, plus interests and ancillary costs.

The SACE loan was disbursed on 6 November 2020 and has a term of 6 years, with a pre-amortisation period of 24 months (first instalment due in December 2022). The loan agreement requires meeting a financial ratio, to be measured at the time of presentation of the annual consolidated financial statements, consisting in the amount of the consolidated net financial position (NFP), as agreed in the loan agreement, not exceeding € 100 M.

According to the provisions of the SACE loan agreement and of the Liquidity Decree, this facility can be used to support the Group's cash requirements needs arising from the obligation to pay cost of personnel, rents or leases of business branches, investments and working capital; the interest rate applied is indexed to the Euribor rate plus a spread. In addition, the agreement requires the calculation of annual commissions related to the SACE guaranteed component of the loan on the share of principal paid out and not repaid, with a fixed increasing percentage for the entire term of the loan.

In addition, the amount of the Company's non-revolving credit lines available at 31 December 2023 is approximately € 15 M and the cash and cash equivalent item accommodates a minimum amount of € 10 M available and deposited on a dedicated current account, as required by the lending institutions, which allowed dividends to be distributed in July 2023.

During 2023, TA complied with the financial covenants defined in the relevant agreements and contracts, with an outstanding debt of approximately € 68.1 M at 31 December 2023 (of which € 24.6 M within the next 12 months). There is no parameter to be met for the current hot money amount payable to banks of € 34.3 M at 31 December 2023.

During 2023, TA Company also initiated a process to obtain, from a large pool of banks, the restructuring of its total indebtedness, which also originated from the pandemic, as well as to allow the planned investments to continue and ensure the full operation of the two airports. As part of the same transaction, the Company started negotiations with the same banks for the financing of the significant investments required under the Florence airport Master Plan after the related progress of the approval procedure.

c) Interest rate risk

Exposure to the interest rate risk arises from the need to finance both industrial and financial income and expense, as well as use the available cash. Changes in market interest rates may have a negative or positive impact on the Company's results, thereby indirectly influencing the costs and returns of loans and investments.

The net financial indebtedness at 31 December 2023 is € 83.5 M and the debt-to-equity ratio (NFP/Equity) is 0.83 (vs 0.87 at 31 December 2022), which confirms the financial soundness of the Company.

Based on the consolidated NFP at 31 December 2023, the potential impact in terms of annual growth/reduction in interest expense connected with interest rate trends, as a result of a hypothetical increase/decrease of 100 bp, would be approximately € +/-1,000 K.

In addition, the potential increase in the provision for risks and repair in terms of growth, as a consequence of a hypothetical annual reduction of 50 bp in interest rates, would be € +487 K. Conversely, the potential decrease in the provision as a consequence of a hypothetical annual growth of 50 bp in interest rates would be approx. € -465 K.

No further sensitivity analysis is provided, as it is considered immaterial.

d) Foreign exchange or currency risk

The TA Group is not subject to risks linked to fluctuations in exchange rates because it prevalently operates in a European context where transactions are made in Euro.

8.2 Segment reporting

Information regarding the main operating sectors of the Group is given below as required by IFRS 8. First of all, it is important to highlight that the type of business activity carried out by TA does not allow for the identification of operating segments related to completely independent activities in terms of market/customer combinations. Currently, the "traffic" component affects the results of all the company's operations.

TA has analytical accounting data that allow the Chief Operating Decision-Maker to monitor economic and financial performance from two different perspectives: by airport (Florence/Pisa) or by service type (Aviation/Non-Aviation). Both perspectives are relevant for TA, as both the airport and the service type perspectives are used by top decision-making executives to assess its performance and make resource allocation decisions.

For easy comparability between operating segments and other industry players, TA has identified the Aviation and Non-Aviation operating segments, according to IFRS 8 and as defined below:

- the **Aviation Segment** identifies air-side operations (activities carried out after the security gate), which are the core business of an airport. They include: passenger and aircraft ground handling, aircraft landing, take-off and stopover, security and safety activities, passenger boarding and disembarkation, cargo loading and unloading.

Revenue for the Aviation segment is represented by the prices paid for airline assistance services and are generated by airport fees such as: landing, take-off and stopover fees, freight revenue taxes, passenger boarding fees, passenger and baggage security fees.

- the **Non-Aviation Segment** identifies land-side operations (activities carried out before the security gate), which are not directly associated with the core business (Aviation). They include retail activities, catering, car parking, car hire, advertising, ticket office, VIP Lounge.

Revenue for the Non-Aviation Segment consists in the royalties earned from the assets operated under the concession arrangement, in the direct management of certain activities (car parking, ticket office, advertising) and in the amounts paid by the subconcessionaires.

The table below provides the main information regarding the operating segments described above by highlighting, in unallocated items, (corporate) revenues, costs, assets and investments not directly

attributable to the two operating segments. When allocating the various financial statement items to operating segments, TA allocated revenue items on the basis of data derived from business cost accounting, while as regards cost items, the allocation was made on the basis of the incidence percentage of the costs allocated to each segment over total costs, as determined in the reporting statements at 31 December 2022 under CIPE Resolution no. 38/2007¹ (CIPE = *Comitato Interministeriale per la Programmazione Economica*, Interministerial Economic Planning Committee). In detail, the main types of unallocated costs refer to the cost of personnel, professional services provided, insurance and industry association membership fees, pro-rata portions of utilities, maintenance and amortisation/depreciation, administrative costs, provisions for risks, Directors' and Statutory Auditors' fees.

Ky information by airport, and therefore by geographical area within the operating segments identified above, is provided below.

Reporting by operating segment: FINANCIAL STATEMENTS

(Amounts in € K)	Aviation		Non-Aviation		Unallocated (Corporate) items		Total	
	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>
<i>TA - Income Statement</i>								
Operating revenue, other revenue and other income	75,551	57,125	24,237	17,681	667	2,446	100,455	77,251
<i>of which Pisa</i>	35,215	31,279	10,307	7,552	604	1,337	46,126	40,169
<i>of which Florence</i>	40,336	25,845	13,929	10,129	63	1,108	54,329	37,083
Revenue from construction services	10,794	6,240	3,995	1,147	208	20	14,998	7,407
<i>of which Pisa</i>	4,971	1,031	2,437	51	19	1	7,427	1,083
<i>of which Florence</i>	5,823	5,208	1,559	1,096	190	19	7,571	6,324
Total Segment Revenue	86,345	63,364	28,232	18,829	876	2,466	115,453	84,659
Operating costs (*)	40,533	35,669	6,903	5,279	16,681	17,057	64,117	58,004
<i>of which Pisa</i>	23,863	21,544	3,455	2,725	8,510	8,746	35,828	33,015
<i>of which Florence</i>	16,670	14,125	3,448	2,554	8,172	8,311	28,289	24,989
Cost of construction services	10,690	6,039	3,966	1,136	203	20	14,859	7,195
<i>of which Pisa</i>	4,911	970	2,422	50	18	1	7,351	1,021
<i>of which Florence</i>	5,779	5,069	1,544	1,086.02	185	19	7,508	6,174
Amortisation, depreciation and provisions	7,195	6,818	1,392	1,367	6,954	5,124	15,541	13,309
<i>of which Pisa</i>	3,489	3,406	781	914	3,756	2,526	8,027	6,847
<i>of which Florence</i>	3,705	3,413	611	453	3,198	2,597	7,514	6,463
Operating profit (loss)	27,927	14,838	15,971	11,047	(22,963)	(19,734)	20,935	6,151

1 The reporting rules set forth in CIPE Resolution no. 38/2007 distinguish between “relevant” and “non-relevant” costs, which cannot be directly attributed to the Aviation (i.e., regulated activities) and Non-Aviation (i.e., non-regulated activities) operating segments. Although in regulatory accounting non-relevant costs are also allocated to the two operating segments, based on allocation rules defined in the aforesaid Resolution, these costs have not been allocated to the two operating segments in the disclosure by operating segments, since they were not considered to be attributable to them.

<i>of which Pisa</i>	7,923	6,391	6,086	823	(11,662)	(9,935)	2,347	(2,721)
<i>of which Florence</i>	20,004	8,448	9,885	7,133	(11,301)	(9,799)	18,588	5,781
Net financial expense	-	-	-	-	(5,666)	(2,892)	(5,666)	(2,892)
Profit Before Tax (PBT)	27,927	14,838	15,971	11,047	(28,629)	(22,626)	15,269	3,259
Income taxes	-	-	-	-	(4,800)	(1,204)	(4,800)	(1,204)
Profit (loss) for the year	27,927	14,838	15,971	11,047	(33,429)	(23,830)	10,470	2,055
<i>TA - Statement of Financial Position</i>	<u>31 December 2023</u>	<u>31 December 2022</u>	<u>31 December 2023</u>	<u>31 December 2022</u>	<u>31 December 2023</u>	<u>31 December 2022</u>	<u>31 December 2023</u>	<u>31 December 2022</u>
Current assets	19,601	16,601	9,053	4,856	30,408	60,363	59,062	81,820
Non-current assets	156,021	156,543	41,657	31,952	42,461	48,510	240,139	237,005
<i>TA - Additional information</i>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>	<u>FY 2023</u>	<u>FY 2022</u>
Equity investments	11,449	6,689	4,048	1,939	645	276	16,142	8,903

Information on the main customers of TA

During 2023, TA recorded approx. 8.2 million passengers. The total incidence of the first three carriers is 59.8%. More specifically, the incidence of the first carrier (Ryanair) is 42.7%, while those of the second (Vueling) and third (easyJet) carriers are 10.3% and 6.8%, respectively.

8.2 Commitments and guarantees

At 31 December 2023, commitments and guarantees include € 10,502 K of third-party sureties in favour of TA and € 11,298 K of sureties given by third parties on behalf of TA.

Data in €K	31 Dec. 2023	31 Dec. 2022	DIFFERENCE
Third-party sureties in favour of TA	10,502	9,310	1,192
Sureties given to third-parties on behalf of TA	11,298	12,868	(1,570)

Sureties given by third parties in the favour of the TA Group's companies mainly consist of performance bonds on work contracted by the Company as a guarantee of subconcessionaires' compliance with the agreements in place, as well as of airport taxes and fees accrued on air carriers' operations.

Sureties given to third parties on behalf of the companies of the TA Group mainly consist of performance bonds in favour of ENAC to guarantee the full and exact fulfilment of the obligations established in the two 40-year arrangements signed with the Municipalities of Pisa and Florence, as a guarantee of TA's compliance with municipal regulations regarding the works for the expansion of the airport infrastructure. The € 11.3 M amount includes approx. € 1.7 M of guarantees in favour of ANAS (the national road construction agency) for works managed by the subsidiary TAC.

8.3 Allocation of financial instruments by measurement category applied

<u>31 December 2023 (amounts in €K)</u>	Assets measured at fair value	Assets measured at amortised cost	Total
Assets			
Trade receivables	-	26,396	26,396
Other financial assets	3,340		3,340
Other assets	-	12,238	12,238
Derivative financial instruments	63	a	63
Cash and cash equivalents	-	22,537	22,537
Total	3,402	61,171	64,573

<u>31 December 2023 (amounts in €K)</u>	Assets measured at fair value	Assets measured at amortised cost	Total
Liabilities			
Financial liabilities	-	100,806	100,806
Lease liabilities	-	3,763	3,763
Trade payables and other liabilities	-	48,018	48,018
Total	-	152,587	152,587

As regards the classification of financial instruments according to the hierarchy levels that reflect the significance of the input used for the determination of fair value, we point out that the “Assets measured at fair value” in the table above belong to Level 3, which uses input that is not based on observable market data.

8.4 Remuneration of Directors, Statutory Auditors and Executives with strategic responsibilities

For details see the special table in the Report on Remuneration specified in art. 123-ter of Leg. Dec. no. 58/98 (published on the Company’s website).

We point out that Directors and Statutory Auditors have no interest in non-recurring transactions performed during 2023 or in similar transactions initiated during previous years and not yet concluded.

At the reporting date, there were no loans in favour of any member of the Board of Directors or Board of Statutory Auditors.

8.5 Transactions with related parties

Among the main transactions with related parties during the financial year, other than those with related companies, there are mainly costs for the design activities carried out by ACI Engineering Uruguay SA relating to the new Florence terminal. See the specific section in Annex C to the Consolidated Financial Statements at 31 December 2023 for a summary of the main effects of transactions with related parties.

8.6 Disclosure on public aids and subsidies, and other economic benefits received (under Art. 1, paragraph 125, of Law 142/2020)

According to the aforesaid law, TA recognised income for the following subsidies in 2023:

Regulatory framework	AMOUNT
TAX CREDIT IN FAVOUR OF BUSINESSES THAT DO NOT HAVE HIGH NATURAL GAS CONSUMPTION LEVELS (DECEMBER 2022) ART. 1 OF LAW DECREE NO. 176 OF 18 NOVEMBER 2022	24,646.00
TAX CREDIT IN FAVOUR OF NON-ENERGY INTENSIVE BUSINESSES (DECEMBER 2022) ART. 1 OF LAW DECREE NO. 176 OF 18 NOVEMBER 2022	59,879.00
TAX CREDIT FOR NON-ENERGY-INTENSIVE BUSINESSES (FIRST QUARTER 2023) ART. 1, PAR. 3, OF LAW NO. 197 OF 29 DECEMBER 2022	101,728.26
TAX CREDIT IN FAVOUR OF FREE DONATIONS IN SUPPORT OF CULTURE “ART BONUS” UNDER ART. 1 OF LAW DECREE NO. 83 OF 31 MAY 2014	65,000.00
TAX CREDIT IN FAVOUR OF BUSINESSES THAT DO NOT HAVE HIGH NATURAL GAS CONSUMPTION LEVELS (FIRST QUARTER 2023) UNDER ART. 1, PAR. 5, OF LAW NO. 197 OF 29 DECEMBER 2022	45,962.45
Total	297,215.71

8.7 Information on the main items of the Provision for risks and charges

- a) Provision for potential liabilities connected with the dispute on the Fire Brigade airport service (€ 351 K)

In order to reduce the cost for the State to organise and provide the fire protection service at Italian airports (*Fondo Antincendi*), the 2007 Budget Law (“Legge Finanziaria”) had introduced an annual contribution of € 30 M to be paid by all Italian airports proportionally to their their stated traffic units.

In 2012, TA (then called “AdF”) brought a specific legal action before the Civil Court of Rome, essentially asking the Court to ascertain and declare the termination of the obligation to pay that contribution when the purpose of that fund changed, i.e. as from 1 January 2009. In fact, since that date, the resources contributed to the Fund had been used to provide general public rescue and civil defence services, as well as to finance the national collective labour agreements of the Fire Brigades.

A harsh legal dispute arose on the issue, with confirmed decisions expressed by the finance and civil courts, with a specific legislative instrument, and lastly with specific judgements issued by our highest jurisdictional bodies, the Constitutional Court and the Court of Cassation, with united sections.

In this context, we remind readers that the lawmaker (with paragraph 478 of Art. 1 of Law no. 208/2015, the so-called “Stability Law” - *Legge di Stabilità 2016*) had retroactively amended the regulation of the Fire Protection Fund in order to affect all the ongoing disputes in favour of the Administrations, thus imposing the nature of a fee and the jurisdiction of the Ordinary Court. After the legislative amendment introduced by the Stability Law 2016 on the matter, a specific petition had been filed to raise the question of the constitutional legitimacy of the provision at issue. The Constitutional Court, with judgement no. 167/2018, deposited on 20 July 2018, confirmed TA’s claim and declares the lack of constitutional legitimacy for Art. 1, paragraph 478, of Law no. 208 of 28 December 2015.

This having been said, several positive decisions have been pronounced in favour of TA in the first semester of 2020, which established that the Fire-Prevention Fund was a purpose tax, therefore no longer due, which allowed the Company to assess the liability associated with this dispute with a different attitude.

More specifically, decision no. 2517/19 issued by the *Commissione Tributaria Provinciale di Roma* [Rome Provincial Tax Commission] became final on 10 May 2020, admitting and approving the entire defence raised by the Company over the last few years concerning the Fire Protection Fund and, together with the other recent judgements of the Constitutional Court and Court of Cassation, overturned the outcome of all the ongoing disputes in favour of the Company.

More positive decisions were pronounced in 2020, including the decision of the Court of Cassation (Joint Chambers) no. 3162/19 of 1 February 2020; the decision of the Provincial Tax Commission of Rome no. 4874/8/19 of 2 April 2020, and the decision of the Court of Appeal of Florence of 23 June 2020, which

rejected the appeal of the Administrations against first degree decision no. 2975/2015, which had been favourable for TA.

For the sake of completeness, we should highlight that, on 19 February 2020, the *Avvocatura Generale dello Stato* (Attorney General), acting in the name and on behalf of the Administrations, notified TA with the appeal to the Court of Cassation against decision no. 7164/2019 of 20 December 2019 made by CTR (Carta Tecnica Regionale, *Regional Technical Charter*) of the Lazio Region.

Under the civil law, on 8 February 2022, the Court of Rome finally published the much-awaited final decision on the trial that had started in 2012, with which, according to all the valid arguments put forward since 2012:

- the dispute was confirmed to fall under the Tax Judge jurisdiction;
- the Administrations were sentenced to pay half litigation fees.

Therefore, Toscana Aeroporti intends to continue the dispute initiated in 2012 and bring it before the Rome Tax Commission, i.e. the judge that was eventually confirmed to have jurisdiction, in order to:

- request the cancellation of ENAC's Assessment Note relating to the year 2012 and the simultaneous reimbursement of the annual contributions paid for the years already cancelled;
- point out that the nine annual contributions that have never been formally requested by the Administrations to date are to be considered firmly challenged and not due, also pursuant to all the judgements directly achieved, in order to avoid all forms of acquiescence in view of the limitations of the tax trial, which does not allow for negative assessment actions, unlike civil trials, but only permits appeals against specific orders.

In general, Toscana Aeroporti has already obtained two final decisions that cancelled 2009 and 2014 annual fees and a second-instance decision that cancelled 2007, 2008 and 2010 annual fees, in respect of which the aforementioned appeal to the Court of Cassation instituted by the Administrations is pending. Moreover, the appeal for the 2012 annuity can be validly brought forward. As regards the other eight annual fees, Toscana Aeroporti instituted the appropriate negative assessment actions before the Civil Judge (i.e. the Judge has been asked to ascertain that those annual fees and other sums never formally requested are not due).

Pursuant to the positive judgements obtained to date, Toscana Aeroporti can enforce these final decisions externally also concerning the additional annual fees for which the same legal decision applies. Moreover, the Court of Cassation itself established the rule of law of the validity of external judgement in connection with all the annual fees of the Fire Protection Fund after 1 January 2009.

In summary, Toscana Aeroporti remains validly entitled to assert the final decision in the merits reached to date, which rule that the amounts of the Fire Protection Fund (including any future such amount) are not due for as long as the related funds are diverted from the original purposes of their collection, as laid down by the law. Moreover, in the event of a future and initial claim for such sums (the nine annual fees that were never determined) by the Administrations, the Company will still be entitled to promptly challenge any new assessment notes in due time before the Tax Judge, within the applicable legal terms. In this global framework, the provision for risks and liabilities accrued at 31 December 2023, also measured with the help of external independent professionals, is appropriate if we also take into account all the updates of the year.

In December 2023 and January 2024, two judgements were pronounced by of the Court of Tax Justice and the Court of Cassation on the subject of the Fire Protection Fund with unfavourable terms for airport operators.

In detail, the Court of Cassation ruled on the annual contributions for the years 2007, 2008, 2009 and 2010 (which had been cancelled both in the first-instance judgement of the Court of Justice and in the second-instance judgement by the Regional Tax Commission) and established that the airport operators should have paid the annual contributions for the fire protection fund.

However, the legal impasse remains, because the Court of Cassation failed to express an opinion on the conflict between the law that regulated the creation of the Airport Fire Protection Fund (Art. 1, paragraph

1328, of Law no. 296/2006) and the new amendment of 2009 (Law no. 2/2009), which allowed for a different use of the resources collected with that contribution.

Therefore, considering that the contribution paid to the Airport Fire Protection Fund is specifically aimed at reducing the cost for the airport fire service to be paid by the State, it is precisely the new 2009 law that does not legally allow this use constraint to be complied with, particularly at the stage of usage of the collected revenue.

As to Toscana Aeroporti, specifically, since this company has always paid the contributions requested for the Fund since its signature of the Programme Agreements with ENAC relating to Pisa and Florence airports (in 2009 and 2015, respectively), the total amount of the contributions TA could hypothetically be asked to pay, for the annual contributions before the signing of the Program Agreements, is approximately € 2 M. Considering the overall situation, in the opinion of the legal counsel of Toscana Aeroporti, with the exception of limited circumstances, the risk of an unfavourable outcome in the whole of the litigations relating to the Fire Protection Fund can be classified between remote and possible, so the provision for risks allocated in the financial statements at 31 December 2023, also assessed with the help of independent experts, is considered to be appropriate in view of all the updates made during the year.

b) Provision for risks and charges for potential labour dispute liabilities (€ 441 K)

At 31 December 2023, the Company recognised a Provision for risks and charges of € 441 K because of the continuing likelihood of liabilities deriving from labour law disputes with employees that might be unsuccessful for the Company or from the completion of the collective labour agreement (CCNL) renewal process, still going on today.

c) Additional liabilities with a potentially unfavourable outcome

We finally report risks for potential liabilities, also defined as “possible” by independent experts, concerning the following disputes:

- Dispute initiated by NIT - Nuove Iniziative Toscane with a writ of summons on 10 September 2022, relating to the obligations laid down in the preliminary agreement signed for the acquisition of a plot of land called “Piana di Castello” in the metropolitan area of Florence. The dispute is about whether or not the conditions precedent attached to the final purchase of the area concerned have been fulfilled.

TA entered an appearance on 20 January 2022; at the hearing of 9 February 2022, the Judge adjourned the hearing to 20 June 2022 and, after observing that the witness evidence produced by NIT is partly related to the content of the contract and partly of an assessment nature, rejected those preliminary requests and adjourned the case to 22 May 2023 for conclusions. The hearing of 22 May 2023 was postponed to 14 September 2023, with 11 September 2023 as deadline for the submission of written notes. Written notes were lodged on 11 September 2023, and then conclusions and replies were also lodged on 7 and 29 December 2023, respectively. We are now waiting for the lodging of the final decision. The maximum risk for TA is that of being obliged to purchase the disputed plot of land for the amount agreed in the contract (€ 72 M), plus any increased value, interest, legal fees and any compensation. The risk of an unsuccessful outcome has been assessed by the TA counsel as possible.

- On 30 April 2020, the action brought by Alitalia SAI against TA before the Court of Civitavecchia to ask for a revocation of all the payments received by the Company between November 2016 and April 2017. The Company has already provided exhaustive evidence that said payments are excluded from the revocation pursuant to Art. 67(3)(a) of the Bankruptcy Law because they are useful and indispensable for the continuity of the public air transport service provided by the then Alitalia SAI *in bonis* to and from the Florence and Pisa airports, and were paid to operate business activities and under “terms of use” with methods and timelines consistent with those of all the payments made in past years. During 2023, Alitalia’s receivers expressed their willingness to settle the transaction case with TA, but then a first meeting organised for the purpose was not followed

by further contacts. The subsequent hearing was held on 24 April 2023 and proceedings were postponed until 2 July 2024 for the clarification of the conclusions.

- Dispute (case with General Index no. 69546/2018) concerning the return of the higher charges linked to refueling (applicable legislation Law 248/2005, particularly Art. 11-*terdecies* concerning fuel royalties) for the 1997-2005 period, which were levied by some airlines on oil companies, where the Company was summoned as a third party. The Court requested an expert witness and, after collecting all the information on the matter and meeting the expert witnesses of the airport operators concerned (including TA), lodged its final report in July 2023. Based on the information collected, TA believes that the amount of the potential contingent liability implied in this dispute cannot be determined yet. Written notes were lodged on 21 September 2023 pursuant to Art. 127-*ter* of the Civil Procedure Code and then the Court, considering the case was ready for a final decision, set the date of 18 April 2024 for the hearing of clarification of conclusions. TA's counsel defined the risk of an unsuccessful outcome as 'possible'. Please note that there are further disputes on similar matters for which TA's counsel has defined a remote-to-possible risk of adverse outcome and the contingent liability for the Company not yet definable, because the Court, at the time of the judgement, will establish any amount due from TA.

8.8 Atypical or unusual transactions

According to Consob's Notice no. 6064293 of 28 July 2006, no atypical or unusual transaction was performed during 2023.

8.9 Significant events and non-recurring transactions

According to Consob's Notice dated 28 July 2006, it should be noted that in 2023, the TA Group benefited from the positive second-instance judgement issued by the Council of State in September, which ruled that TA was right against the Ministry of Infrastructure and Transport (MIT) concerning the claimed failure to adjust airport tariffs to the inflation rate scheduled for the 2009-2012 period. The one-off amount of € 5,389 K paid to TA has been appropriately reclassified among the various original regulated duties.

8.10 Significant events occurred after 31 December 2023

By notarial deed dated 12 February 2024, Toscana Aeroporti sold its investment in Firenze Parcheggi S.p.A. (8.16%) to Parcheggi Italia S.p.A.

9. SHAREHOLDERS' MEETING'S PROPOSAL ON HOW TO ALLOCATE THE PROFIT FOR THE YEAR OF TOSCANA AEROPORTI S.p.A.

We propose that the **profit for the year of € 10,469,582** be allocated to the legal reserve for € 523,479 and to the extraordinary reserve for € 9,946,103.

Authorisation to disclosure

This document was approved by the Board of Directors on 12 March 2023 and made available to the public upon the Chairman's authorisation.

For the Board of Directors
The Chairman
(Marco Carrai)

**ANNEXES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR
ENDED 31 DECEMBER 2023**

ANNEX “A”
TABLE OF CHANGES IN INTANGIBLE ASSETS IN 2023 (€K)

	Concession rights	PATENT AND INTELLECTUAL PROPERTY RIGHTS	ASSETS UNDER DEVELOPMENT	OTHER FIXED ASSETS	TOTAL
Historical cost	220,212	15,281	26,591	1,307	263,390
Accumulated amortisation	(68,024)	(15,188)	-	(1,127)	(84,340)
A - 31 Dec. 2022	152,188	92	26,591	179	179,050
<i>CHANGES OF THE YEAR</i>					
Purchases	4,577	135	10,590	-	15,302
Reclassification	1,761	94	(935)	-	920
Impairment losses	-	-	(861)	-	(861)
Amortisation	(6,351)	(115)	-	(29)	(6,495)
B - Total changes	13	114	8,793	(29)	8,866
Historical cost	226,550	15,510	35,384	1,307	278,751
Accumulated amortisation	(74,376)	(15,303)	-	(1,156)	(90,835)
31 Dec. 2023 (A+B)	152,174	207	35,384	151	187,916

ANNEX “B”
CHANGES IN TANGIBLE ASSETS (PROPERTY, PLANT AND EQUIPMENT) IN 2023
(amounts shown in €K)

	LAND, BUILDINGS	PLANT AND EQUIPMENT	INDUSTRIAL AND COMMERCIAL EQUIPMENT	ASSETS UNDER CONSTRUCTIO N	OTHER ASSETS	TOTAL
Historical cost	25,463	27,882	587	211	18,893	73,036
Accumulated depreciation	(8,627)	(20,935)	(492)	-	(17,302)	(47,356)
A - 31 Dec. 2022	16,836	6,947	95	211	1,590	25,680
<i>CHANGES OF THE YEAR</i>						
Purchases	-	315	-	-	525	840
Reclassification	-	(867)	-	(89)	36	(920)
Disinvestments	-	(21)	-	-	(358)	(379)
Depreciation	(244)	(1,332)	(9)	-	(733)	(2,318)
Reversal of previous years' accumulated depreciation	-	21	-	-	350	371
B - Total changes	(244)	(1,884)	(9)	(89)	(181)	(2,406)
Historical cost	25,463	27,309	587	123	19,095	72,576
Accumulated depreciation	(8,871)	(22,246)	(500)	-	(17,685)	(49,303)
31 Dec. 2023 (A+B)	16,592	5,063	86	123	1,410	23,274

ANNEX “C”

EQUITY AT 31 DEC. 2023: ORIGIN, DISTRIBUTABILITY AND PREVIOUS YEARS’ USES (€K)

NATURE	AMOUNT	POSSIBILITY OF USE (*)	AVAILABLE PORTION	SUMMARY OF USES MADE IN 3 PREVIOUS YEARS	
				TO COVER LOSSES	FOR OTHER REASONS
SHARE CAPITAL	30,710				
EQUITY RESERVES:					
Share premium reserve	18,941	A, B	18,941		
Other reserves	24,585	A, B	24,585		
<i>of which:</i>					
<i>Share exchange negative goodwill (AdF merger) (***)</i>	24,084		24,084		
<i>Revaluation reserves under Law 413/91</i>	435		435		
<i>Other reserves for grants related to assets under Art. 55 of DPR 917</i>	66		66		
INCOME-RELATED RESERVES:					
Legal reserve	5,472	B	5,472		
Extraordinary reserve	12,846	A, B, C	12,846	13,890	14,000
FTA RESERVE (**)	(3,229)				
Retained earnings	525				
Profit for the year	10,470	A, B, C	10,470		
Total	100,319		72,313		

of which:

<i>Non-distributable reserve</i>	48,998
<i>Residual distributable portion</i>	23,315

(*) Possibility of use

A = capital increase

B = to cover losses

C = distribution to shareholders

(**) The FTA reserve deriving from AdF’s equity, which totals € 1,025 K, is not available, as per Art. 6 of Leg. Dec. no. 38/2005.

ANNEX “D”

CHANGES IN DEFERRED TAX ASSETS AND LIABILITIES AND CONSEQUENT EFFECTS (in €K)

ITEMS		DEFERRED TAX ASSETS/LIABILITIES 31 DEC. 2022		2023 REVERSAL		2023 INCREASES		DEFERRED TAX ASSETS/LIABILITIES AT 31 DEC. 2023	
		TAXABLE BASE	TAX	TAXABLE BASE	TAX	TAXABLE BASE	TAX	TAXABLE BASE	TAX
		IMPAIRMENT LOSS ON TRADE AND OTHER RECEIVABLES	IRES	5,144,533	1,234,688	0	0	0	0
IFRIC12 / EXCEEDING PROVISION FOR REPAIRS AND MAINTENANCE	IRES / IRAP	6,941,682	2,067,342	2,546,614	741,574	2,950,766	859,263	7,345,834	2,185,031
ACTUARIAL GAIN (OCI)	IRES	288,179	69,184		0	51,345	12,323	339,524	81,506
SUNDRIES	IRES / IRAP	203,873	37,987	88,383	21,212	307,939	73,904	423,429	90,679
PROVISION FOR FUTURE RISKS AND CHARGES	IRES / IRAP	827,258	228,351	183,336	44,001	372,958	1,089,596	1,016,880	1,273,945
POST-EMPLOYMENT BENEFITS IFRS APPLIC. DIFFERENCES	IRES	(291,350)	(69,923)		0	110,802	26,593	(180,548)	(43,329)
TAX LOSSES	IRES	26,758,632	6,422,073	15,254,420	3,661,061	0	0	11,504,211	2,761,013
Total		39,872,807	9,989,700	18,072,753	4,467,847	3,793,811	2,061,678	25,593,865	7,583,533

ANNEX E

RECONCILIATION BETWEEN THE PROFIT FOR THE YEAR AND THE TAX BASE (amounts in €K)

Amounts in €K

IRES	2023	2022
Profit Before Tax (PBT)	15,269	3,259
<i>Applicable tax rate for the year</i>	<i>24.0%</i>	<i>24.0%</i>
Theoretical tax burden	3,665	782
Effective taxes	3,525	749
<i>Effective tax rate</i>	<i>23.1%</i>	<i>23.0%</i>
The difference is explained by:	(140)	(33)
Increases		
Non-deductible impairment loss	207	12
Other permanent differences	204	349
Decreases		
Collected dividends (PEX 95%)	239	108
Non-deductible impairment loss	86	34
Non-fully taxable capital gains (PEX 95%)	72	0
Other permanent differences	154	251

Amounts in €K

IRAP	2023	2022
Revenue	26,182	9,797
<i>Applicable tax rate for the year</i>	<i>5.12%</i>	<i>5.12%</i>
Theoretical tax burden	1,341	502
Effective taxes	1,275	455
<i>Effective tax rate</i>	<i>4.87%</i>	<i>4.64%</i>
The difference is explained by:	(66)	(47)
Increases		
Non-deductible personnel costs	71	73
Other permanent differences	154	111
Decreases		
Repairs and replacements	276	201
Other permanent differences	15	29

ANNEX F

**INDEPENDENT AUDITOR'S AND RELATED ENTITIES' FEES FOR 2023
(ART. 149 DUODECIES OF CONSOB ISSUERS REGULATION)**

Service type	Entity that provided the service	Beneficiary	Notes	2023 fees (€)
Auditing	Auditor of the Parent	Parent Company TA S.p.A.	(1)	103,700
Attestation services	Auditor of the Parent	Parent Company TA S.p.A.	(2)	113,000
	Auditor of the Parent	Parent Company TA S.p.A.	(3)	14,000
	Auditor of the Parent	Parent Company TA S.p.A.	(4)	15,000
Other services	Network of the auditor of the Parent	Parent Company TA S.p.A.	(5)	64,300
			Total (€)	310,000

Notes

- (1) Fees paid for the audit of the Consolidated Financial Statements and Financial Statements of the Parent (including periodic audits), as well as for the review of the Condensed Interim Consolidated Financial Statements of the Group.
- (2) Fees paid for the audit of the consolidation files for the Corporación America Airports Group.
- (3) Fees for the audit of accounting reports pursuant to the CIPE Resolution no. 38/2007 of the Pisa and Florence airports.
- (4) Fees for the review of the Consolidated Non-Financial Statement (NFS) prepared pursuant to Legislative Decree no. 254/2016.
- (5) Fees mainly related to methodological support tasks in feasibility studies connected with a previous business plan.

ANNEX G
TRANSACTIONS WITH RELATED PARTIES

financial statement item	31 December 2023			31 December 2022		
	Amounts in €K	% impact on financial statement item	Carrying amount (€K)	Amounts in €K	% impact on financial statement item	Carrying amount (€K)
Subsidiaries						
<i>Toscana Aeroporti Engineering S.r.l.</i>						
Equity investments in subsidiaries	80	1.0%	7,666	80	1.0%	7,666
Trade receivables	3,575	14.0%	25,591	2,938	15.0%	19,628
Trade payables	8,274	21.0%	39,376	5,782	15.2%	37,963
Non-Aviation revenue	3	0.0%	34,614	3	0.0%	29,542
Other revenue	627	20.8%	3,017	603	18.1%	3,336
Costs for services	8,513	18.3%	46,526	4,766	12.6%	37,717
<i>Parcheggi Peretola S.r.l.</i>						
Equity investments in subsidiaries	3,251	42.4%	7,666	3,251	42.4%	7,666
Trade receivables	8	0.0%	25,591	62	0.3%	19,628
Trade payables	506	1.3%	39,376	897	2.4%	37,963
Non-Aviation revenue (*)	425	-1.2%	34,614	210	-0.7%	29,542
Other revenue	66	2.2%	3,017	86	2.6%	3,336
Costs for services	26	0.1%	46,526	30	0.1%	37,717
Gain on equity investments (* Revenue transfer collected on behalf of Parcheggi Peretola)	896.8	84.7%	1,059	462.9	60.3%	767.4
<i>Toscana Aeroporti Costruzioni S.r.l.</i>						
Equity investments in subsidiaries	4,278	55.8%	7,666	4,278	55.8%	7,666
Trade receivables	77	0.3%	25,591	64	0.3%	19,628
Other current assets	746		9,924	744		7,838
Trade payables	1,328	3.4%	39,376	574	1.5%	37,963

Other current liabilities	57		10,581	53		9,719
Non-Aviation revenue	2	0.0%	34,614	3	0.0%	29,542
Other revenue	75	2.5%	3,017	33	1.0%	3,336
Financial income	2		392	2		198
Costs for services	4,306	9.3%	46,526	870	2.3%	37,717
<i>Jet Fuel Co. S.r.l.</i>						
Equity investments in subsidiaries	57	0.7%	7,666	57	0.7%	7,666
Trade receivables	114	0.4%	25,591	111	0.6%	19,628
Aviation revenue	584	0.8%	75,551	501	0.9%	57,125
Non-Aviation revenue	16	0.0%	34,614	15	0.1%	29,542
Other revenue	38	1.2%	3,017	30	0.9%	3,336
Gain on equity investments	150.0	14.2%	1,059	-	0.0%	767
Associates						
<i>Toscana Aeroporti Handling S.r.l.</i>						
Equity investments in associates and joint arrangements	188	32.8%	572	188	32.8%	572
Non-current trade receivables	671	83.4%	805	1,342	90.6%	1,482
Trade receivables	1,890	8.4%	22,430	686	4.1%	16,909
Trade payables	521	1.5%	35,595			
Aviation revenue	3	0.0%	78,112			
Non-Aviation revenue	313	0.8%	36,870			
Other revenue	337	5.1%	6,661			
Costs for services	500	1.1%	46,565			
Sundry operating expenses	0.1	0.0%	1,957			
<i>Alatoscana S.p.A.</i>						
Equity investments in associates and joint arrangements	378	66.0%	572	378	66.0%	572
Other revenue	11	0.2%	6,661	32	0.5%	6,182
<i>AC.Quasarda S.c.a.r.l.</i>						

Equity investments in associates and joint arrangements	7	1.3%	572	7	1.3%	572
Trade receivables	25	0.1%	22,430	23	0.1%	16,909
Other current assets	53	0.6%	9,471	417	5.4%	7,696
Trade payables	1,981	5.6%	35,595	2,544	6.9%	36,703
Other revenue	2	0.0%	6,661	23	0.4%	6,182
Costs for services	4,019	8.6%	46,565	3,677	9.1%	40,203
Other related parties						
<i>Pitti Immagine S.r.l.</i>						
Non-Aviation revenue	13	0.04%	36,870			
<i>Sol S.p.A.</i>						
Costs for services	3	0.01%	46,565			
<i>Firenze Fiera S.p.A.</i>						
Non-Aviation revenue	2	0.01%	36,870			
<i>ACI Engineering Uruguay S.A.</i>						
Costs for services	1,330	2.9%	46,565	912	15.7%	5,805
<i>Servizi alla Strada S.p.A.</i>						
Costs for services	1	0.00%	46,565			
<i>Unione Industriale Pisana</i>						
Sundry operating expenses	80	4.1%	1,957			
<i>Industria Servizi S.p.A.</i>						
Costs for services	76	0.2%	46,565			
Sundry operating expenses	25	1.3%	1,957			
Trade payables	2	0.0%	35,595			
<i>Talento all'Opera Onlus</i>						
Sundry operating expenses	10	0.5%	1,957	-		
<i>Corporación America Italia S.r.l.</i>						
Trade receivables	1	0.0%	35,595	1	0.0%	16,909

Current tax liabilities	409	16.08%	2,544		
Other current assets	-	0.00%	9,471	210	2.7% 7,696
Income taxes	103	N.S.	(6,291)	103	N.S. (1,712)
<i>Cedicolor S.A.</i>					
Trade payables	64	0.2%	35,595		
<i>Industria Servizi Formazione S.r.l.</i>					
Costs for services	12	0.02%	46,565		
Trade payables	1	0.00%	35,595		
<i>Firenze Mobilità S.r.l.</i>					
Costs for services	234	0.5%	46,565		
<i>Alfa Airlines Handling Agents S.p.A.</i>					
Non-Aviation revenue	7	0.02%	36,870		
Trade receivables	1	0.00%	35,595		
<i>Firenze Parcheggio S.p.A.</i>					
Other revenue	2	0.03%	6,661		
Costs for services	204	0.44%	46,565		
Trade receivables	1	0.00%	35,595		

CERTIFICATION OF THE 2023 FINANCIAL STATEMENTS PURSUANT TO ART. 81-TER OF CONSOB'S REGULATION NO. 11971 OF 14 MAY 1999, AND SUBSEQUENT AMENDMENTS AND SUPPLEMENTS

1. The undersigned Roberto Naldi (Chief Executive Officer) and Marco Gialletti (Financial Reporting Manager) of Toscana Aeroporti S.p.A., also considering the provisions of Art. 154-*bis*, paragraphs 3 and 4, of Legislative Decree no. 58 of 24 February 1998, hereby certify that:

- the financial statements are adequate for the characteristics of the company, and
- the actual implementation

of the administrative and accounting procedures for the preparation of the 2023 Financial Statement.

2. Furthermore, it is hereby certified that the 2023 Financial Statement:

- have been prepared in compliance with the international financial reporting standards recognised within the European Community pursuant to EC Regulation no. 1606/2002 of the European Parliament and of the Council of 19 July 2002;
- reflect the contents of accounting books and records;
- provide a true and fair view of the assets, liabilities, and financial position of the issuer.

3. The Report on Operations includes a reliable analysis of operations and performance, as well as the situation of the issuer, along with a description of the primary risks and uncertainties to which it is exposed.

Florence, 12 March 2023

For the Board of Directors

Chief Executive Officer
Roberto Naldi

Financial Reporting Manager
Marco Gialletti

INDEPENDENT AUDITORS' REPORT



KPMG S.p.A.
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Relazione della società di revisione indipendente ai sensi degli artt. 14 del D.Lgs. 27 gennaio 2010, n. 39 e 10 del Regolamento (UE) n. 537 del 16 aprile 2014

*Agli Azionisti di
 Toscana Aeroporti S.p.A.*

Relazione sulla revisione contabile del bilancio d'esercizio

Giudizio

Abbiamo svolto la revisione contabile del bilancio d'esercizio di Toscana Aeroporti S.p.A. (nel seguito anche la "Società"), costituito dai prospetti della situazione patrimoniale-finanziaria al 31 dicembre 2023, del conto economico e del conto economico complessivo, del rendiconto finanziario e delle variazioni di patrimonio netto per l'esercizio chiuso a tale data e dalle note al bilancio che includono le informazioni rilevanti sui principi contabili applicati.

A nostro giudizio, il bilancio d'esercizio fornisce una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria di Toscana Aeroporti S.p.A. al 31 dicembre 2023, del risultato economico e dei flussi di cassa per l'esercizio chiuso a tale data in conformità agli International Financial Reporting Standards adottati dall'Unione Europea nonché ai provvedimenti emanati in attuazione dell'art. 9 del D.Lgs. 38/05.

Elementi alla base del giudizio

Abbiamo svolto la revisione contabile in conformità ai principi di revisione internazionali (ISA Italia). Le nostre responsabilità ai sensi di tali principi sono ulteriormente descritte nel paragrafo "Responsabilità della società di revisione per la revisione contabile del bilancio d'esercizio" della presente relazione. Siamo indipendenti rispetto a Toscana Aeroporti S.p.A. in conformità alle norme e ai principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano alla revisione contabile del bilancio. Riteniamo di aver acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio.

Aspetti chiave della revisione contabile

Gli aspetti chiave della revisione contabile sono quegli aspetti che, secondo il nostro giudizio professionale, sono stati maggiormente significativi nell'ambito della revisione contabile del bilancio dell'esercizio in esame. Tali aspetti sono stati da noi affrontati nell'ambito della revisione contabile e nella formazione del nostro giudizio sul bilancio d'esercizio nel suo complesso; pertanto, su tali aspetti non esprimiamo un giudizio separato.

KPMG S.p.A. è una società per azioni di diritto italiano la quale nel settore KPMG di servizi contabili è affiliata a KPMG Network, un network globale di società di diritto inglese.

Ancona Bari Bergamo
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Toscana Aeroporti S.p.A.
Relazione della società di revisione
 31 dicembre 2023

Valutazione dei fondi di ripristino e sostituzione

Note illustrative al bilancio; nota n. 3 "Principi contabili e criteri di valutazione applicati – Uso di stime e Diritti di concessione e fondo di ripristino e sostituzione (IFRIC 12)" e nota n. 7.17 "Fondi di ripristino e sostituzione"

Aspetto chiave	Procedure di revisione in risposta all'aspetto chiave
<p>Il bilancio al 31 dicembre 2023 include "Fondi di ripristino e sostituzione" pari a €24,5 milioni (di cui quota non corrente pari a €19,4 milioni e quota corrente pari a €5,1 milioni). Tali fondi sono determinati sulla base della stima del valore attuale degli oneri che la Società dovrà sostenere per far fronte alle obbligazioni contrattuali previste dal contratto di concessione, al fine di assicurare l'adeguata funzionalità, operatività e sicurezza delle infrastrutture aeroportuali ottenute in concessione.</p> <p>La stima dei suddetti fondi è per sua natura complessa in quanto caratterizzata sia da numerosi elementi da valutare che da un elevato grado di incertezza associato a quest'ultimi. In particolare, le principali assunzioni riguardano la natura e la frequenza degli interventi da effettuare e la quantificazione degli oneri che dovranno essere sostenuti per l'esecuzione degli stessi, oltre al tasso da utilizzare per stimare il valore attuale di tali oneri in funzione dei tempi di intervento.</p> <p>Essendo tale stima influenzata da molteplici variabili e assunzioni, abbiamo considerato la valutazione dei Fondi di ripristino e sostituzione un aspetto chiave dell'attività di revisione.</p>	<p>Le procedure di revisione svolte hanno incluso:</p> <ul style="list-style-type: none"> • La comprensione del processo di stima utilizzato ai fini della determinazione dei fondi in oggetto; • L'esame della configurazione e messa in atto dei controlli e lo svolgimento di procedure per valutare l'efficacia operativa dei controlli ritenuti rilevanti; • L'analisi della ragionevolezza delle principali assunzioni e dei dati utilizzati per stimare la programmazione, la natura ed i costi degli interventi di manutenzione straordinaria, di ripristino e di sostituzione, anche tramite incontri con i responsabili tecnici e gli specialisti esterni coinvolti dalla Società per lo sviluppo di tali stime; • L'analisi della ragionevolezza del tasso applicato per stimare il valore attuale di tali oneri in funzione dei tempi di intervento; • La verifica dell'accuratezza matematica dei calcoli eseguiti per la determinazione dei fondi; • L'esame retrospettivo delle stime dei precedenti esercizi, inclusa l'analisi degli eventuali scostamenti dei costi sostenuti rispetto alle precedenti stime; • L'analisi dell'adeguatezza dell'informativa resa nelle note illustrative al bilancio e della sua conformità ai principi contabili di riferimento.

Altri aspetti

Il bilancio di Toscana Aeroporti S.p.A. per l'esercizio chiuso al 31 dicembre 2022 è stato sottoposto a revisione contabile da parte di un altro revisore che, in data 4 aprile 2023, ha espresso un giudizio senza rilievi su tale bilancio.

Responsabilità degli Amministratori e del Collegio Sindacale di Toscana Aeroporti S.p.A. per il bilancio d'esercizio

Gli Amministratori sono responsabili per la redazione del bilancio d'esercizio che fornisca una rappresentazione veritiera e corretta in conformità agli International Financial Reporting Standards adottati dall'Unione Europea nonché ai provvedimenti emanati in attuazione dell'art. 9 del D.Lgs. 38/05 e, nei termini previsti dalla legge, per quella parte del controllo interno dagli stessi ritenuta necessaria per consentire la redazione di un bilancio che non contenga errori significativi dovuti a frodi o a comportamenti o eventi non intenzionali.



Toscana Aeroporti S.p.A.
Relazione della società di revisione
31 dicembre 2023

Gli Amministratori sono responsabili per la valutazione della capacità della Società di continuare a operare come un'entità in funzionamento e, nella redazione del bilancio d'esercizio, per l'appropriatezza dell'utilizzo del presupposto della continuità aziendale, nonché per una adeguata informativa in materia. Gli Amministratori utilizzano il presupposto della continuità aziendale nella redazione del bilancio d'esercizio a meno che abbiano valutato che sussistono le condizioni per la liquidazione della Società o per l'interruzione dell'attività o non abbiano alternative realistiche a tali scelte.

Il Collegio Sindacale ha la responsabilità della vigilanza, nei termini previsti dalla legge, sul processo di predisposizione dell'informativa finanziaria della Società.

Responsabilità della società di revisione per la revisione contabile del bilancio d'esercizio

I nostri obiettivi sono l'acquisizione di una ragionevole sicurezza che il bilancio d'esercizio nel suo complesso non contenga errori significativi, dovuti a frodi o a comportamenti o eventi non intenzionali, e l'emissione di una relazione di revisione che includa il nostro giudizio. Per ragionevole sicurezza si intende un livello elevato di sicurezza che, tuttavia, non fornisce la garanzia che una revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) individui sempre un errore significativo, qualora esistente. Gli errori possono derivare da frodi o da comportamenti o eventi non intenzionali e sono considerati significativi qualora ci si possa ragionevolmente attendere che essi, singolarmente o nel loro insieme, siano in grado di influenzare le decisioni economiche degli utilizzatori prese sulla base del bilancio d'esercizio.

Nell'ambito della revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia), abbiamo esercitato il giudizio professionale e abbiamo mantenuto lo scetticismo professionale per tutta la durata della revisione contabile. Inoltre:

- abbiamo identificato e valutato i rischi di errori significativi nel bilancio d'esercizio, dovuti a frodi o a comportamenti o eventi non intenzionali; abbiamo definito e svolto procedure di revisione in risposta a tali rischi; abbiamo acquisito elementi probativi sufficienti e appropriati su cui basare il nostro giudizio. Il rischio di non individuare un errore significativo dovuto a frodi è più elevato rispetto al rischio di non individuare un errore significativo derivante da comportamenti o eventi non intenzionali, poiché la frode può implicare l'esistenza di collusioni, falsificazioni, omissioni intenzionali, rappresentazioni fuorvianti o forzature del controllo interno;
- abbiamo acquisito una comprensione del controllo interno rilevante ai fini della revisione contabile allo scopo di definire procedure di revisione appropriate nelle circostanze e non per esprimere un giudizio sull'efficacia del controllo interno della Società;
- abbiamo valutato l'appropriatezza dei principi contabili utilizzati nonché la ragionevolezza delle stime contabili effettuate dagli Amministratori, inclusa la relativa informativa;
- siamo giunti a una conclusione sull'appropriatezza dell'utilizzo da parte degli Amministratori del presupposto della continuità aziendale e, in base agli elementi probativi acquisiti, sull'eventuale esistenza di un'incertezza significativa riguardo a eventi o circostanze che possono far sorgere dubbi significativi sulla capacità della Società di continuare a operare come un'entità in funzionamento. In presenza di un'incertezza significativa, siamo tenuti a richiamare l'attenzione nella relazione di revisione sulla relativa informativa di bilancio ovvero, qualora tale informativa sia inadeguata, a riflettere tale circostanza nella formulazione del nostro giudizio. Le nostre conclusioni sono basate sugli elementi probativi acquisiti fino alla data della presente relazione. Tuttavia, eventi o circostanze successivi possono comportare che la Società cessi di operare come un'entità in funzionamento;



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- abbiamo valutato la presentazione, la struttura e il contenuto del bilancio d'esercizio nel suo complesso, inclusa l'informativa, e se il bilancio d'esercizio rappresenti le operazioni e gli eventi sottostanti in modo da fornire una corretta rappresentazione.

Abbiamo comunicato ai responsabili delle attività di *governance*, identificati a un livello appropriato come richiesto dagli ISA Italia, tra gli altri aspetti, la portata e la tempistica pianificate per la revisione contabile e i risultati significativi emersi, incluse le eventuali carenze significative nel controllo interno identificate nel corso della revisione contabile.

Abbiamo fornito ai responsabili delle attività di *governance* anche una dichiarazione sul fatto che abbiamo rispettato le norme e i principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano e abbiamo comunicato loro ogni situazione che possa ragionevolmente avere un effetto sulla nostra indipendenza e, ove applicabile, le azioni intraprese per eliminare i relativi rischi o le misure di salvaguardia applicate.

Tra gli aspetti comunicati ai responsabili delle attività di *governance*, abbiamo identificato quelli che sono stati più rilevanti nell'ambito della revisione contabile del bilancio dell'esercizio in esame, che hanno costituito quindi gli aspetti chiave della revisione. Abbiamo descritto tali aspetti nella relazione di revisione.

Altre informazioni comunicate ai sensi dell'art. 10 del Regolamento (UE) 537/14

L'Assemblea degli Azionisti di Toscana Aeroporti S.p.A. ci ha conferito in data 27 aprile 2023 l'incarico di revisione legale del bilancio d'esercizio e consolidato della Società per gli esercizi dal 31 dicembre 2023 al 31 dicembre 2031.

Dichiariamo che non sono stati prestati servizi diversi dalla revisione contabile vietati ai sensi dell'art. 5, paragrafo 1, del Regolamento (UE) 537/14 e che siamo rimasti indipendenti rispetto alla Società nell'esecuzione della revisione legale.

Confermiamo che il giudizio sul bilancio d'esercizio espresso nella presente relazione è in linea con quanto indicato nella relazione aggiuntiva destinata al Collegio Sindacale, nella sua funzione di Comitato per il controllo interno e la revisione contabile, predisposta ai sensi dell'art. 11 del citato Regolamento.

Relazione su altre disposizioni di legge e regolamentari

Giudizio sulla conformità alle disposizioni del Regolamento Delegato (UE) 2019/815

Gli Amministratori di Toscana Aeroporti S.p.A. sono responsabili per l'applicazione delle disposizioni del Regolamento Delegato (UE) 2019/815 della Commissione Europea in materia di norme tecniche di regolamentazione relative alla specificazione del formato elettronico unico di comunicazione (ESEF – *European Single Electronic Format*) al bilancio d'esercizio al 31 dicembre 2023, da includere nella relazione finanziaria annuale.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 700B al fine di esprimere un giudizio sulla conformità del bilancio d'esercizio alle disposizioni del Regolamento Delegato (UE) 2019/815.

A nostro giudizio, il bilancio d'esercizio al 31 dicembre 2023 è stato predisposto nel formato XHTML in conformità alle disposizioni del Regolamento Delegato (UE) 2019/815.



Toscana Aeroporti S.p.A.
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Giudizio ai sensi dell'art. 14, comma 2, lettera e), del D.Lgs. 39/10 e dell'art. 123-bis, comma 4, del D.Lgs. 58/98

Gli Amministratori di Toscana Aeroporti S.p.A. sono responsabili per la predisposizione della relazione sulla gestione e della relazione sul governo societario e gli assetti proprietari di Toscana Aeroporti S.p.A. al 31 dicembre 2023, incluse la loro coerenza con il relativo bilancio d'esercizio e la loro conformità alle norme di legge.

Abbiamo svolto le procedure indicate nel principio di revisione (SA Italia) 720B al fine di esprimere un giudizio sulla coerenza della relazione sulla gestione e di alcune specifiche informazioni contenute nella relazione sul governo societario e gli assetti proprietari indicate nell'art. 123-bis, comma 4, del D.Lgs. 58/98, con il bilancio d'esercizio di Toscana Aeroporti S.p.A. al 31 dicembre 2023 e sulla conformità delle stesse alle norme di legge, nonché di rilasciare una dichiarazione su eventuali errori significativi.

A nostro giudizio, la relazione sulla gestione e alcune specifiche informazioni contenute nella relazione sul governo societario e gli assetti proprietari sopra richiamate sono coerenti con il bilancio d'esercizio di Toscana Aeroporti S.p.A. al 31 dicembre 2023 e sono redatte in conformità alle norme di legge.

Con riferimento alla dichiarazione di cui all'art. 14, comma 2, lettera e), del D.Lgs. 39/10, rilasciata sulla base delle conoscenze e della comprensione dell'impresa e del relativo contesto acquisite nel corso dell'attività di revisione, non abbiamo nulla da riportare.

Firenze, 4 aprile 2024

KPMG S.p.A.


Riccardo Cecchi
Socio

BOARD OF AUDITORS' REPORT ON THE 2023 FINANCIAL STATEMENT AND 2023 CONSOLIDATED FINANCIAL STATEMENT

Toscana Aeroporti S.p.a.
Via del Termine, 11 – 50127 Firenze
R.E.A. FI-637708 Capitale Sociale 30.709.743,90 i.v.
P.IVA e codice fiscale: 00403110505

RELAZIONE DEL COLLEGIO SINDACALE SUL BILANCIO D'ESERCIZIO 2023 E BILANCIO CONSOLIDATO 2023 ALL'ASSEMBLEA DEGLI AZIONISTI (AI SENSI DELL'ART.153 D.LGS.58/1998 E DELL'ART.2429, COMMA 2, DEL C.C.)

All'Assemblea degli azionisti di Toscana Aeroporti S.p.A.

Signori Azionisti,

nel corso dell'esercizio chiuso al 31 dicembre 2023 il Collegio Sindacale ha svolto i propri compiti di vigilanza secondo quanto previsto dalla vigente normativa e nel rispetto dei principi di Comportamento raccomandati dal Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili, nonché delle disposizioni Consob, integrate con le indicazioni contenute nel Codice di Corporate Governance, in materia di controlli societari e di attività del Collegio Sindacale.

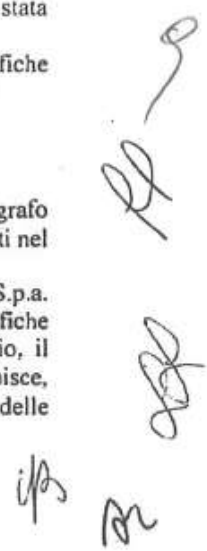
Il Collegio ha verificato il possesso da parte dei propri componenti dei requisiti di onorabilità e professionalità, dell'insussistenza di cause di ineleggibilità, incompatibilità e decadenza previste dall'art. 148, comma 3, del d.Lgs. n.58/1998 ed il possesso dei requisiti di indipendenza secondo quanto previsto dagli artt. 2382 e 2399 Codice Civile e dalla Norma Q.1.4. delle "Norme di comportamento del Collegio sindacale per le società quotate" emanate dal Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili e dal Codice di Corporate Governance, al fine di poter svolgere il proprio incarico con obiettività e integrità e in assenza di interessi, non solo economici che ne compromettano l'indipendenza. Il Collegio ha, altresì, svolto il processo di autovalutazione come previsto dalla norma Q.1.7., a seguito del quale non sono state riscontrate né carenze in ordine all'idoneità dei singoli componenti né in ordine all'adeguatezza della composizione dell'organo. La Relazione di autovalutazione, in occasione della revisione annuale, è stata trasmessa al Consiglio di Amministrazione (CdA) della seduta del 12 marzo 2024.

Sulla base delle informazioni ricevute, della documentazione acquisita e delle verifiche espletate si evidenzia quanto segue:

Operazioni di particolare rilevanza

In proposito si rinvia a quanto è stato esaurientemente riportato nell'apposito paragrafo della Relazione sulla Gestione al Bilancio 2023. Tra i principali fatti di rilievo accaduti nel 2023 si richiamano:

- In data 14 febbraio 2023 il Consiglio di Amministrazione di Toscana Aeroporti S.p.a. comunica di aver attribuito al già esistente Comitato Controllo e Rischi specifiche funzioni in materie ambientali, sociali e di governance (ESG). Nel dettaglio, il Comitato, rinominato Comitato Controllo e Rischi e Sostenibilità, fornisce, nell'ambito delle proprie funzioni propositive e consultive, supporto a favore delle



attività del Consiglio di Amministrazione della Società correlate alle tematiche della sostenibilità. La modifica è in linea con il percorso, intrapreso dalla Società, che mira a rafforzare l'integrazione dei fattori ESG nelle scelte operative e nelle strategie aziendali. Il Consiglio di Amministrazione ha avviato l'esame dello stato di avanzamento dei progetti relativi al Piano di Sostenibilità in data 15 marzo 2023, che sarà monitorato da un apposito Comitato di Sostenibilità. La tematica è ampiamente dettagliata nella Dichiarazione Consolidata di Carattere Non Finanziario, ai sensi del Dlgs 254/2016.

- Con delibera n. 38 del 9 marzo 2023, l'Autorità di Regolazione dei Trasporti (ART) ha approvato i nuovi Modelli di Regolazione dei diritti aeroportuali, concludendo il procedimento di revisione degli stessi avviato a marzo 2022. Come indicato nella delibera, i nuovi Modelli sono entrati in vigore il 1° aprile 2023 e si applicano alle procedure di revisione dei diritti aeroportuali avviate a partire da tale data.
- In data 5 aprile 2023 Toscana Aeroporti comunica di aver ricevuto le dimissioni con effetto immediato da Consigliere di Amministrazione della Dott.ssa Elisabetta Fabri, nominata dalla lista presentata dal Socio "Corporacion America Italia S.p.a." nell'Assemblea del 18 maggio 2022. Tale decisione è motivata dai numerosi impegni professionali concomitanti ed indifferibili.
- In data 3 maggio 2023 Toscana Aeroporti S.p.a. ha ricevuto dal Ministero dell'Economia e delle Finanze la comunicazione contenente la designazione di Alberto Ribolla quale sindaco effettivo per rivestire la carica di Presidente del Collegio Sindacale della Società. Pertanto, il nuovo Collegio Sindacale per il triennio 2023-2025 risulta composto dai seguenti componenti effettivi: Alberto Ribolla (Presidente), Silvia Bresciani, Leonardo Comucci, Roberto Giacinti e Lara Lupi nonché, in qualità di sindaci supplenti, da Maurizio Redeghieri Baroni e Francesco Rossi.
- In data 20 luglio 2023 l'assemblea dei Soci di TA ha deliberato la distribuzione di un dividendo straordinario di ammontare complessivo di 7.000.000 euro, a valere su parte della "riserva straordinaria", di importo unitario pari a 0,3761 euro e la nomina del Consigliere Linda Stivala già cooptata, ai sensi dell'art. 2386 del codice civile, dal Consiglio di Amministrazione in data 12 maggio 2023.
- In data 14 settembre il Ministero delle Infrastrutture e dei Trasporti comunica alla Società la positiva sentenza di secondo grado emessa dal Consiglio di Stato (sentenza n. 04874/2023) che ha dato ragione a TA contro il Ministero stesso sul mancato adeguamento delle tariffe aeroportuali al tasso di inflazione programmata nel periodo 2009-2012. La proposta risarcitoria, quantificata nell'importo complessivo pari a € 5.388.967,81, è stata accettata da TA in data 5 ottobre 2023.

Attività di vigilanza sull'osservanza della legge e dello Statuto

Il Collegio Sindacale ha vigilato sull'osservanza della legge, dell'atto costitutivo e dello statuto e, in particolare si è riunito nel corso del 2023 n. 26 volte (12 nella precedente composizione e 14 nell'attuale composizione) ed ha partecipato a n. 2 Assemblee dei Soci, n. 9 Consigli di Amministrazione, n. 1 Comitato Esecutivo, n. 3 Comitati Nomine e Remunerazioni, n. 7 Comitati Controllo e Rischi e Sostenibilità.

Il Collegio dà atto che sono stati osservati gli obblighi informativi in materia di informazioni regolamentate richieste dalle Autorità di Vigilanza e che non ha avuto notizia di violazioni o di denunce da parte dei soci.



Attività di vigilanza sul rispetto dei principi di corretta amministrazione

Il Collegio ha ottenuto dagli Amministratori informazioni sull'attività svolta, sul generale andamento della gestione e sulla sua prevedibile evoluzione, nonché sulle operazioni di maggiore rilievo economico, finanziario e patrimoniale realizzate dalla Società, anche per il tramite delle sue controllate, potendo ragionevolmente assicurare, per quanto sottoposto alla propria attenzione, che le operazioni deliberate e poste in essere sono conformi alla legge e allo statuto e non appaiono manifestamente imprudenti, azzardate o in conflitto d'interesse o in contrasto con le delibere assunte dall'Assemblea o tali da compromettere l'integrità del patrimonio sociale.

Il Collegio ha, inoltre, acquisito conoscenza e vigilato, per quanto di propria competenza, sul rispetto dei principi di corretta amministrazione, innanzitutto attraverso la partecipazione alle riunioni del Consiglio di Amministrazione e dei Comitati e, inoltre, tramite raccolta di informazioni dal Dirigente preposto alla redazione dei documenti contabili societari, dai responsabili delle funzioni aziendali, nonché tramite il reciproco scambio di dati ed informazioni rilevanti ex art.150 del D.Lgs.58/1998 con la Società di Revisione legale. In particolare, per quanto attiene ai processi deliberativi del Consiglio di Amministrazione e del Comitato Esecutivo, il Collegio ha vigilato sulla conformità alla legge e allo statuto sociale riguardo alle scelte gestionali assunte dagli amministratori.

Dalle informazioni ricevute dagli Amministratori e dai colloqui con i rappresentanti della Società di Revisione, non è emersa l'esistenza di operazioni atipiche o inusuali poste in essere nel corso dell'esercizio 2023.

Attività di vigilanza sull'adeguatezza dell'assetto organizzativo

Dall'attività di vigilanza è emersa l'adeguatezza dell'assetto organizzativo, in termini di struttura, procedure, competenze, responsabilità alla dimensione della Società, alla natura ed alle modalità di perseguimento dell'oggetto sociale.

Riferisce, altresì, di aver osservato il funzionamento del Consiglio di Amministrazione e dei Comitati con particolare riguardo ai requisiti previsti per gli amministratori indipendenti, alla determinazione delle remunerazioni, nonché alle responsabilità connesse alle funzioni aziendali.

Attività di vigilanza sull'adeguatezza del sistema di controllo interno

Il Collegio, anche in veste di Comitato per il Controllo interno e la revisione contabile, ha acquisito conoscenza e vigilato, per quanto di propria competenza, sull'adeguatezza della struttura organizzativa della società e del sistema di controllo interno, anche attraverso la partecipazione alle riunioni del Comitato Controlli e Rischi e Sostenibilità. Tale organo ha dato puntuale informativa al Consiglio nel corso delle sedute sull'attività svolta, illustrando i contenuti delle proprie relazioni semestrali nelle quali ha ritenuto di poter confermare l'adeguatezza del sistema di controllo interno e gestione dei rischi.

Il Collegio ha parimenti monitorato l'attività svolta dal responsabile della funzione di *Internal Audit*, in applicazione a quanto previsto dal Piano di Audit 2023 approvato dal Consiglio di Amministrazione nella seduta del 15 marzo 2023 con proposta esaminata dal Comitato Controllo e Rischi nella seduta del 8 marzo 2023, ascoltandone le osservazioni nel corso delle sedute ed esaminando i contenuti delle relazioni semestrali, nelle quali si evidenzia che il sistema di controllo interno e di gestione dei rischi è ritenuto idoneo.

Il Collegio Sindacale informa che gli scambi di dati e informazioni rilevanti risultano effettuati con i vari Organi di controllo.

Per quanto riguarda il *risk-assessment* si dà atto che l'attuale Organismo di Vigilanza della Società è stato nominato in data 20 maggio 2021. In data 19 giugno 2023 è stato nominato il dott. Claudio Pedrazzani quale membro dell'Odv in sostituzione del

dimissionario dott. Michele Giordano. Con delibera del Consiglio di Amministrazione del 12 maggio 2016 è stato approvato il Modello di Organizzazione, Gestione e Controllo ai sensi del Decreto Legislativo n. 231/2001, successivamente aggiornato dal Consiglio di Amministrazione nelle sedute del 20 dicembre 2017, del 6 agosto 2019, del 28 giugno 2021, del 14 febbraio 2023 e infine del 12 marzo 2024.

Al fine di rafforzare il sistema di controllo Interno e di Gestione dei Rischi, nel 2019 è stato inoltre finalizzato un progetto di Enterprise Risk Management (ERM) le cui risultanze sono state approvate, con parere favorevole del Comitato controllo e Rischi, dal CdA in data 19 dicembre 2019; in data 12 marzo 2024 il CdA, previo parere positivo del Comitato Controllo e Rischi e Sostenibilità del 8 marzo 2024, ha approvato l'ultimo aggiornamento del Risk Assessment quale processo correlato all'ERM.

Attività di vigilanza sull'adeguatezza del sistema amministrativo contabile e sull'attività di revisione legale dei conti

Il Collegio ha vigilato sull'adeguatezza del sistema amministrativo contabile, nonché sull'affidabilità dello stesso a rappresentare correttamente i fatti di gestione, mediante l'ottenimento di informazioni dal Dirigente preposto, dai responsabili delle funzioni competenti, dagli incontri con la Società di revisione e dal rilascio da parte della stessa delle Relazioni al Bilancio di esercizio ed al Bilancio consolidato, dalle quali risulta la conformità ai principi contabili internazionali.

In allegato al bilancio d'esercizio ed al bilancio consolidato, è fornita l'attestazione di cui all'art.154-bis, comma 5, del TUF sottoscritta dall'Amministratore Delegato e dal Dirigente preposto alla redazione dei documenti contabili societari.

Il Collegio ha vigilato sull'indipendenza della Società di Revisione ai sensi dell'art. 6 paragrafo 2) lett.a) del Regolamento Europeo 537/2014 e ai sensi del paragrafo 17 dell'ISA Italia 260. Nel corso dell'esercizio 2023, come riportato nell'allegato F al Bilancio Consolidato ai sensi dell'art. 149 – duodecies del Regolamento Emittenti Consob, la Capogruppo Toscana Aeroporti S.p.A. ha corrisposto a KPMG S.p.A. i seguenti compensi: euro 103.700 relativi all'incarico di revisione legale del bilancio consolidato e del bilancio d'esercizio della Capogruppo (incluso lo svolgimento delle verifiche periodiche) e all'incarico di revisione limitata del bilancio consolidato semestrale abbreviato del Gruppo; euro 113.000 per l'incarico di revisione contabile dei fascicoli di consolidamento del Gruppo Corporacion America Airports; euro 14.000 per l'incarico di revisione contabile dei prospetti contabili di rendicontazione ex Delibera CIPE n. 38/2007 dell'aeroporto di Pisa e dell'aeroporto di Firenze ed allo svolgimento di procedure di verifica concordate; euro 15.000 per l'incarico di revisione limitata della Dichiarazione Consolidata di Carattere Non Finanziario ex D.Lgs. n. 254/2016.

Le controllate Jet Fuel Srl, Parcheggi Peretola Srl, Toscana Aeroporti Costruzioni srl hanno corrisposto a KPMG S.p.A. per incarichi aventi ad oggetto servizi di revisione compensi per euro 22.300.

E' stato inoltre conferito un ulteriore incarico ad una società del gruppo KPMG relativo ad un servizio non di revisione per procedure di consulenza e assistenza in technology enablement review and assesment.

Modalità di concreta attuazione delle regole del governo societario

Il Collegio ha vigilato sulle regole di governo societario, dettate dal codice di Corporate Governance delle società quotate a cui la Società ha aderito. Il Consiglio di amministrazione ha approvato in data 12 marzo 2024 la Relazione sul governo societario e gli assetti proprietari redatta ai sensi dell'art.123-bis del TUF (modello di amministrazione e controllo tradizionale).



Politiche di remunerazione

Il Collegio Sindacale ha verificato i processi aziendali che hanno condotto alla definizione delle politiche di remunerazione della Società con particolare riferimento ai criteri di remunerazione dell'Amministratore Delegato e dei Dirigenti con responsabilità strategica fornendo, ove richiesto dalle norme di legge, i relativi pareri. Il Consiglio di Amministrazione del 12 marzo 2024, su proposta del Comitato Nomine e Remunerazioni, ha provveduto ad approvare la "Relazione Annuale sulla Remunerazione", predisposta ai sensi dell'articolo 123-ter del TUF e in ottemperanza alle previsioni dell'articolo 5 del Codice di Corporate Governance. Il bilancio dell'esercizio 2023 contiene un emolumento straordinario erogato all'Amministratore Delegato, al Presidente del Consiglio di Amministrazione, ai Dirigenti Strategici e agli altri soggetti beneficiari del sistema di retribuzione variabile di T.A approvato dal Consiglio di Amministrazione in data 31 marzo 2023.

Politiche di diversità

Ferma restando la conformità a quanto previsto dalla normativa applicabile, la Società non ha ritenuto di adottare nel corso del 2023 alcuna politica di diversità ex art. 123-bis, comma 2, lett. d-bis) D. Lgs. n. 58/1998, riscontrando che l'attuale composizione dell'organo amministrativo e dell'organo di controllo, costituisca una valida combinazione di professionalità ed in considerazione del fatto che le informative fornite agli amministratori e ai sindaci, per contenuto e frequenza, sono tali da consentire agli stessi di ricevere adeguata conoscenza del settore di attività in cui opera la società, della sua evoluzione nonché dei connessi processi aziendali.

Attività di vigilanza sui rapporti con società controllate e controllanti

Il Collegio ha svolto attività di vigilanza sui rapporti intercorsi con le società controllate e controllanti che sono tempestivamente portati all'attenzione dei Comitati e del Consiglio di Amministrazione, confermando l'adeguatezza delle disposizioni impartite dalla Società alle controllate.

Le caratteristiche delle operazioni infragruppo poste in essere nell'esercizio, i soggetti coinvolti ed i relativi effetti economici sono adeguatamente indicati nelle note di commento al bilancio di esercizio della Società ed al bilancio consolidato, nelle quali sono evidenziati anche i connessi rapporti di credito/debito e di costo/ricavo.

Per quanto riguarda la controllata Toscana Aeroporti Costruzioni Srl, in data 3 maggio 2023 l'Assemblea Straordinaria ha deliberato di modificare l'oggetto sociale, ampliandolo a tutte le attività inerenti le attestazioni SOA.

Verifica di valore delle attività

Con riferimento all'eventuale riduzione di valore delle attività, cosiddetto *impairment test*, di cui al principio contabile IAS 36, il Consiglio di Amministrazione, nella seduta del 12 marzo 2024 ha approvato gli *impairment test* condotti da Toscana Aeroporti a livello di bilancio consolidato ed a livello di bilancio d'esercizio relativi alla Cash Generating Unit Aeroporto di Firenze e Aeroporto di Pisa.

I risultati della procedura seguita hanno confermato la recuperabilità delle attività di T.A. e delle controllate.

Attività di vigilanza sulle parti correlate

Il Collegio Sindacale ha preso atto in adempimento a quanto previsto dal Regolamento Consob n.17221 del 12 marzo 2010 e successivamente aggiornato con delibera Consob



n.19974 del 27 aprile 2017 e n. 21624 del 10 dicembre 2020, che la Società ha adottato misure volte ad assicurare che le operazioni poste in essere con le parti correlate, direttamente o per il tramite di società controllate, vengano compiute in modo trasparente e rispettando criteri di correttezza sostanziale e procedurale.

Le operazioni relative alle operazioni infragruppo e con altre parti correlate riferite all'esercizio 2023, sono state esaminate nelle riunioni del Comitato Controllo e Rischi e Sostenibilità senza rilevare difformità. Tali poste, compresa l'adesione al consolidato fiscale, sono esaurientemente descritte nel bilancio di esercizio di TA S.p.A. e nel Bilancio consolidato di gruppo.

Omissioni e fatti censurabili rilevati, pareri e iniziative intraprese

Il Collegio non ha ricevuto nel corso dell'esercizio 2023 denunce ai sensi dell'art. 2408 del Codice Civile, né sono stati presentati esposti da parte di terzi.

Il Collegio ha reso i pareri specifici richiesti dalle singole disposizioni di legge.

Nel corso dell'attività di vigilanza svolta e sulla base delle informazioni ottenute dalla società di Revisione, ai sensi dell'art.150 comma 3 del D. Lgs. 58/1998, anche in occasione dei periodici incontri intrattenuti con la stessa, non sono emersi dati e informazioni rilevanti che debbano essere evidenziati nella presente Relazione, né sono state rilevate omissioni e/o fatti censurabili e/o irregolarità o, comunque, fatti significativi tali da richiedere menzione.

Proposte in ordine al bilancio di esercizio e al bilancio consolidato

Il Collegio Sindacale ha svolto le necessarie verifiche sull'osservanza delle norme inerenti la formazione del progetto di bilancio di esercizio e del bilancio consolidato al 31 dicembre 2023, approvati dal Consiglio di Amministrazione in data 12 marzo 2024. In particolare, si dà atto che il bilancio d'esercizio ed il bilancio consolidato sono stati redatti in conformità ai Principi Contabili Internazionali (IFRS) adottati dall'Unione Europea e che la Società ha applicato in materia di schemi di bilancio e di informativa societaria quanto stabilito dalla CONSOB.

È stata verificata l'osservanza delle norme di legge inerenti la predisposizione della Relazione sulla gestione nonché, ai sensi del D.Lgs. 254/2016 in attuazione della direttiva UE 2014/95, la predisposizione della Dichiarazione Consolidata di Carattere Non Finanziario (DNF) con riferimento all'esercizio chiuso al 31 dicembre 2023, approvata dal Consiglio di Amministrazione in data 12 marzo 2024.

Il Consiglio di Amministrazione ha valutato che non sussistono incertezze significative circa la capacità della Società di fare fronte alle proprie obbligazioni nel prevedibile futuro e in particolare nei 12 mesi successivi all'approvazione del presente bilancio.

La Società di Revisione ha emesso in data odierna le relazioni sui bilanci della Società e del Gruppo e sul bilancio consolidato ai sensi degli artt.14 del D.Lgs.39/2010 e dell'art. 10 del Regolamento (UE) 537/2014 senza rilievi.

La Società di revisione dichiara che a suo giudizio la Relazione sulla gestione e le informazioni della Relazione sul governo societario e gli assetti proprietari sopra richiamate sono coerenti con il bilancio d'esercizio e con il bilancio consolidato del gruppo Toscana Aeroporti al 31 dicembre 2023.

La società di revisione ha, altresì, prodotto in data odierna al Collegio Sindacale nella veste di Comitato per il Controllo interno e la Revisione contabile, la Relazione Aggiuntiva di cui all'art.11 Regolamento UE n.537/2014 dalla quale si rileva che non sono state riscontrate significative carenze nel sistema di controllo interno in Relazione al processo di informativa finanziaria.



La Società di Revisione ha rilasciato, in base a specifico incarico conferito da Toscana Aeroporti S.p.A., apposita Relazione di conformità al D.Lgs.254/2016 ed al Regolamento CONSOB n.20267 della Dichiarazione Consolidata di Carattere Non Finanziario (DNF) della Toscana Aeroporti S.p.A. relativamente all'esercizio chiuso al 31 dicembre 2023.

Per i profili di propria competenza il Collegio dichiara che non esistono motivi ostativi all'approvazione del bilancio di esercizio e delle relative proposte di delibera formulate dal Consiglio di Amministrazione.

Si precisa infine che il CdA, riunitosi in data 12 marzo 2024 ha fissato per il giorno 29 aprile 2024 in unica convocazione, l'Assemblea Ordinaria degli Azionisti per l'approvazione del bilancio 2023.

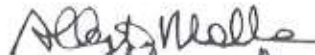
Conclusioni e proposta all'Assemblea

Tutto ciò premesso, il Collegio Sindacale, considerato il contenuto delle relazioni redatte dalla società di revisione, preso atto delle attestazioni rilasciate congiuntamente dall'Amministratore Delegato e dal Dirigente Preposto alla redazione dei documenti contabili societari, ritiene che non sussistano ragioni ostative per l'approvazione da parte dell'Assemblea del progetto di bilancio di esercizio chiuso al 31 dicembre 2023 che chiude con un utile di esercizio di €. 10.469.582,00, unitamente alla proposta di accantonamento di detto utile per €. 523.479,00 a riserva legale e per €. 9.946.103,00 a riserva straordinaria, così come indicato dal Consiglio di Amministrazione.

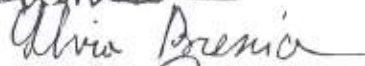
Firenze, 4 aprile 2024

IL COLLEGIO SINDACALE

Dott. Alberto Ribolla, Presidente



Dott.ssa Silvia Bresciani, sindaco effettivo



Dott. Leonardo Comucci, sindaco effettivo



Prof. Roberto Giacinti, sindaco effettivo



Dott.ssa Lara Lupi, sindaco effettivo

