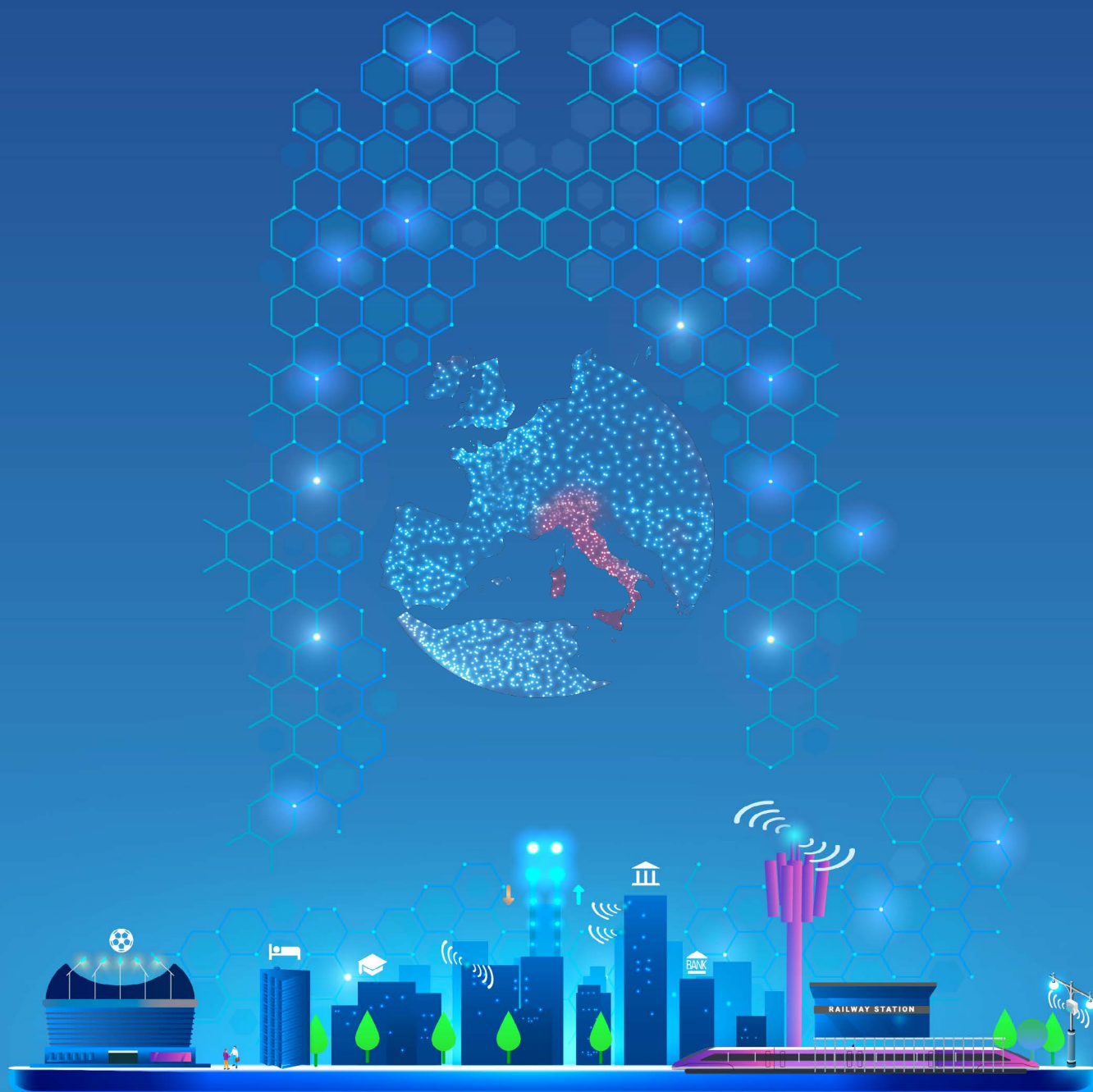




INTERIM MANAGEMENT REPORT AT MARCH 31, 2025



INWIT, behind your connectivity.



INTERIM MANAGEMENT REPORT AT MARCH 31, 2025

*This document has been translated into English for the convenience of the readers.
In the event of discrepancy, the Italian language version prevails*

INWIT voluntarily prepares and publishes Interim Management Reports for the first and third quarters of each fiscal year.

The Interim Management Report as of March 31, 2025 includes the Interim Management Report and the Interim Consolidated Financial Statements as of March 31, 2025 prepared in accordance with IFRS accounting standards issued by the IASB and transposed by the EU.

The Interim Consolidated Financial Statements as of March 31, 2025 are unaudited.

It should be noted that the section “Outlook for the year 2025” contains forward-looking statements regarding the Company’s intentions, beliefs, or current expectations regarding the financial results and other aspects of the Company’s activities and strategies. Forward-looking statements may differ from actual results as a result of many factors, most of which are beyond the Company’s control.

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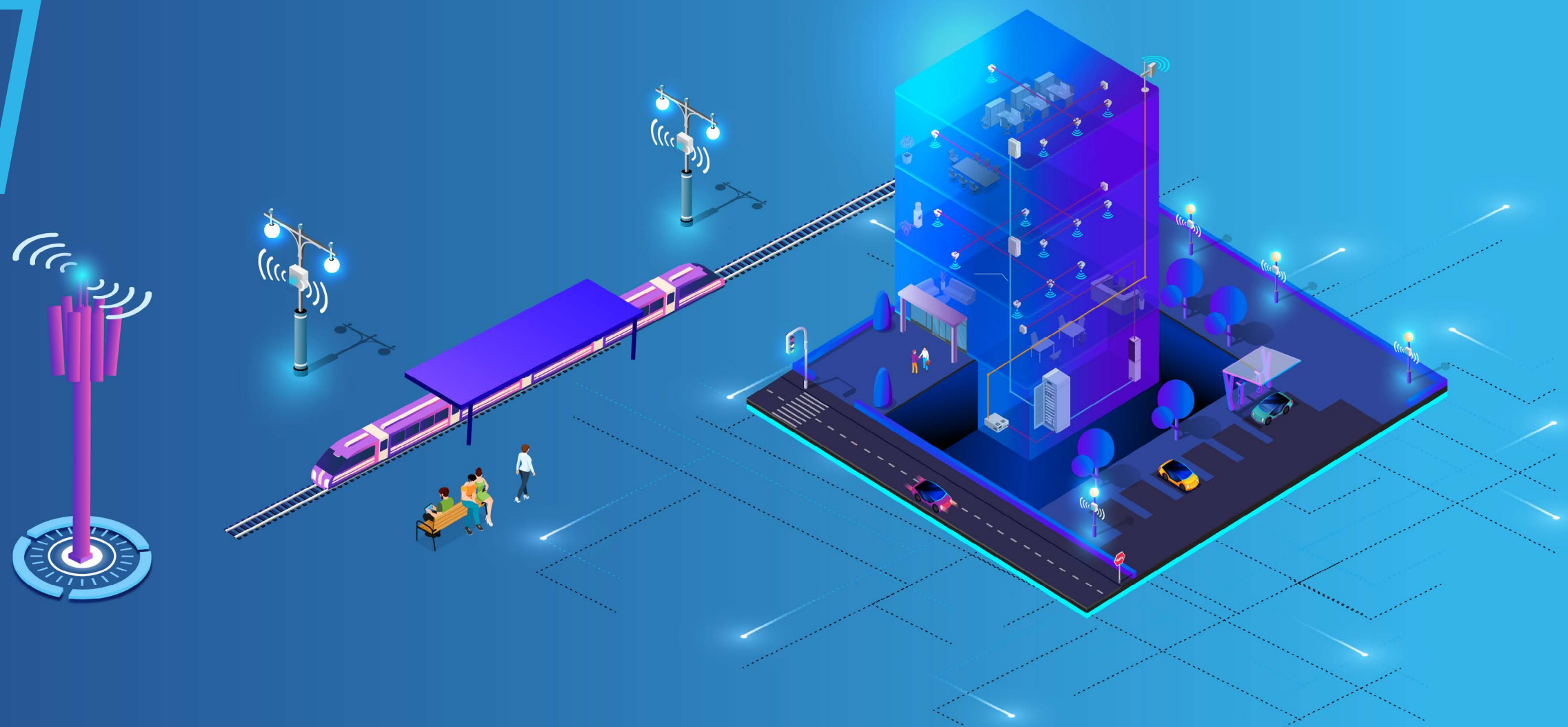
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01 MANAGEMENT REPORT



INTERIM MANAGEMENT REPORT
AS OF MARCH 31, 2025

INWIT

CORPORATE INFORMATION AND CORPORATE BODIES

CORPORATE DATA OF THE PARENT COMPANY

COMPANY NAME	Infrastrutture Wireless Italiane S.p.A.
SHARE CAPITAL	600,000,000 euros
REGISTERED OFFICE	Largo Donegani 2, 20121 Milano
TAX CODE, VAT NO. AND MILAN COMPANY REGISTER NO.	08936640963
WEBSITE	www.inwit.it

BOARD OF DIRECTORS

Board of Directors in office as of March 31, 2025

On October 4, 2022, the Ordinary Shareholders' Meeting of Infrastrutture Wireless Italiane S.p.A. appointed the **Board of Directors** of INWIT (the "BoD"), which remained in office until the approval of the annual financial statements as of December 31, 2024.

The Board of Directors as of March 31, 2025¹ is composed as follows:

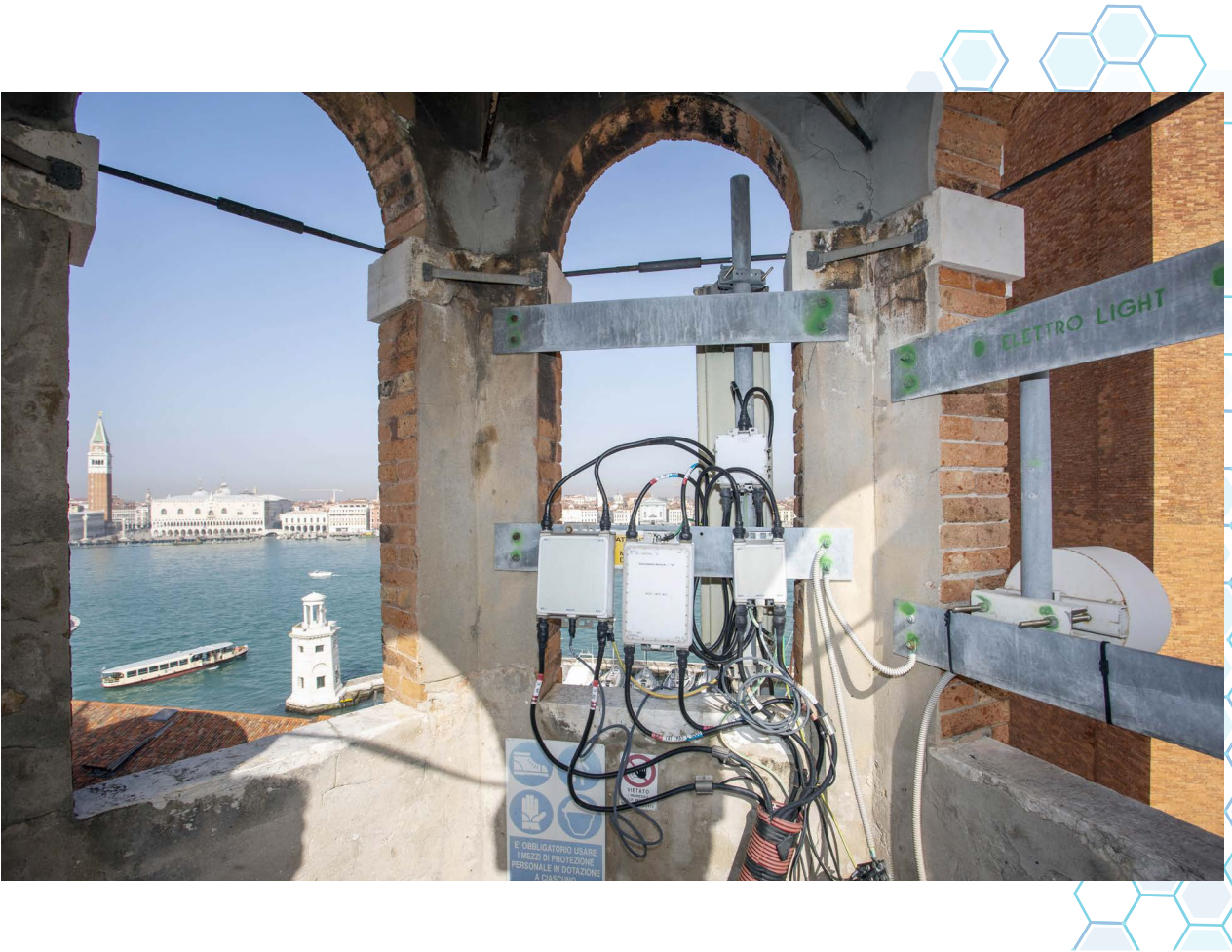
CHAIRMAN	 Oscar Cicchetti	
DIRECTORS	 Stefania Bariatti (independent) (**)	 Christine Roseau Landrevot (independent) (**)
	 Laura Cavatorta (independent) (**)	 Quentin Le Cloarec (independent) (*)
	 Paolo Favaro (independent) (**)	 Rosario Mazza
	 Pietro Guindani ² (independent) (**)	 Secondina Giulia Ravera (independent) (**)
	 Sonia Hernandez	 Francesco Valsecchi (independent) (**)
SECRETARY	 Salvatore Lo Giudice	

(*) Independent within the meaning of the Consolidated Finance Act
(**) Independent under both the TUF and the Corporate Governance Code

The Board of Directors, on October 7, 2022, appointed Diego Galli as General Manager of INWIT, to whom it conferred powers relating to the overall governance of the company and ordinary management in its various expressions, without prejudice to the powers reserved to the Board of Directors by law or the Bylaws.

The board Committees, as at 31 March 2025, are composed as follows:

- ✓ **Nomination and Remuneration Committee:** Christine Roseau Landrevot (Chairman), Laura Cavatorta, Pietro Guindani, Rosario Mazza, Francesco Valsecchi.
- ✓ **Related Parties Committee:** Secondina Giulia Ravera (Chairman), Stefania Bariatti, Christine Roseau Landrevot.
- ✓ **Audit and Risk Committee:** Stefania Bariatti (Chairman), Pietro Guindani, Quentin Le Cloarec, Secondina Giulia Ravera, Francesco Valsecchi.
- ✓ **Sustainability Committee:** Laura Cavatorta (Chairman), Oscar Cicchetti, Sonia Hernandez.

















1. On January 29, 2025, Antonio Corda, non-executive and independent director pursuant to the Consolidated Law on Finance, resigned from his position. On February 7, 2025, Paolo Favaro was appointed to replace him as a non-executive and independent director, both in accordance with the Consolidated Law on Finance and the Corporate Governance Code.
2. On 4 March 2025, the Board of Directors also ascertained that Director Guindani met the independence requirements of the Corporate Governance Code.

Appointment of new Board of Directors

The shareholders’ meeting held on April 15, 2025 appointed the **new Board of Directors**, which will remain in office until the approval of the financial statements for the year ending December 31, 2027.

The **new Board of Directors** consists of 13 Directors:

CHAIRMAN	 Oscar Cicchetti	
DEPUTY CHAIRMAN	 Paola Bonomo (Independent) (**)	
DIRECTORS	 Stefania Bariatti (Independent) (**)	 Antonella Odera Ambriola (Independent) (**)
	 Carlo Bozzoli (Independent) (**)	 Vania Petrella (Independent) (**)
	 Christian Hillabrant	 Giulia Staderini (Independent) (**)
	 Quentin Le Cloarec (Independent) (*)	 Barbara Tadolini (Independent) (**)
	 Nicolas Mahler	 Francesco Valsecchi (Independent) (**)
	 Rosario Mazza	
SECRETARY	 Salvatore Lo Giudice	

(*) Independent within the meaning of the Consolidated Finance Act
(**) Independent under both the TUF and the Corporate Governance Code

On April 17, 2025, the Board of Directors appointed Oscar Cicchetti as Chairman of the Board of Directors, assigning him legal representation and institutional relations, as well as managing relations on behalf of the Board with the Head of the Audit Function. It also appointed Director Paola Bonomo as Deputy Chairman, attributing to her the legal representation of the Company, in case of absence or impediment of the Chairman.

On the same date, the Board of Directors confirmed Diego Galli as General Manager of INWIT, with the same powers conferred on October 7, 2022.

At its meeting on April 28, 2025, the Board of Directors appointed the following Board Committees:

- ✓ **Nomination and Remuneration Committee:** Paola Bonomo (Chairman), Rosario Mazza, Francesco Valsecchi.
- ✓ **Related Parties Committee:** Francesco Valsecchi (Chairman), Stefania Bariatti, Vania Petrella.
- ✓ **Audit and Risk Committee:** Stefania Bariatti (Chairman), Paola Bonomo, Carlo Bozzoli, Nicolas Mahler, Barbara Tadolin.
- ✓ **Sustainability Committee:** Giulia Staderini (Chairman) Antonella Ambriola, Barbara Tadolini.
- ✓ **Strategy Committee:** Oscar Cicchetti (Chairman), Antonella Ambriola, Christian Hillabrant, Nicolas Mahler, Rosario Mazza.

On the same date, the Board of Directors confirmed Director Francesco Valsecchi as Lead Independent Director.

Supervisory Body: (hereinafter “SB”): In accordance with Article 6 of Legislative Decree 231/01, effective May 5, 2020, the Company has entrusted the task of monitoring the functioning and compliance with Model 231 and ensuring its updating to a specific Supervisory Body. The current Supervisory Body was appointed by the Board of Directors on May 22, 2023 and will remain in office for three years; consists of 3 members, 2 external members (Eleonora Montani, Chairman and Romina Guglielmetti) and one internal member in the person of INWIT’s Internal Audit Director (Alessandro Pirovano).

BOARD OF STATUTORY AUDITORS

The Shareholders’ Meeting of April 23, 2024 appointed the Board of Statutory Auditors, which will hold office until the approval of the financial statements as of December 31, 2026.

The Company’s Board of Statutory Auditors as of March 31, 2025 is composed as follows:

CHAIRMAN	 Stefano Sarubbi	
STANDING AUDITORS	 Annalisa Donesana	 Giuliano Foglia
ALTERNATE AUDITORS	 Matteo Carfagnini	 Annalisa Firmani

INDEPENDENT AUDITOR

The Shareholders’ Meeting held on April 23, 2024, appointed KPMG S.p.A. to audit the accounts for the nine-year period 2024 – 2032.

FINANCIAL REPORTING OFFICER

At its meeting on April 17, 2025, the Board of Directors appointed Emilia Trudu, Administration, Finance & Control Director, to the position of Manager in charge of preparing corporate accounting documents pursuant to Article 154-bis of the Consolidated Law on Finance, a position previously held by Rafael Giorgio Perrino, Head of the Financial Reporting, Accounting & Tax Function within the Administration, Finance & Control Department.

COMPANY PROFILE

THE CORE BUSINESS OF INWIT

Today, INWIT is one of Italy's leading **Digital Infrastructure Companies**. A leader in passive infrastructure for mobile telecommunications, it has strong industrial and technical capabilities, a large investment capacity and a solid financial structure. With major shareholders all over the world, it is listed on the **FTSE MIB**, the main index of the Italian Stock Exchange, which includes the top 40 companies in terms of capitalisation and liquidity on Euronext Milan and Euronext MIV Milan.

In terms of ratings, a summary opinion of a company's creditworthiness provided by independent international agencies, the Company is **rated BB+ and BBB-** by Standard and Poor's and Fitch Ratings, respectively, with a stable outlook from both agencies.

The company builds and manages digital and shared infrastructure elements that host, using a neutral host logic, the radio equipment of its customers, in particular the major players in the mobile, FWA and IoT markets. INWIT's activity therefore plays an essential role in the functioning of mobile telecommunications and the development of digitalisation in Italy.

INWIT's infrastructure consists of an integrated ecosystem of **Tower Infra** (towers, poles, masts, related technology systems and, in some cases, fibre and land), **Smart Infra** (DAS antennas, small cells, repeaters) and **Real Estate Infrastructure** (land and self-consumption of renewable energy).

INWIT's tower infrastructure network consists of over 25,000 towers, distributed throughout the country, with a density of one tower every 3 km. Overall, the network hosts over 58,000 hosting contracts (points of presence, or PoPs), for a tenancy ratio of 2.35 guests per site, the highest in Italy and among the highest in Europe.

INWIT's smart infrastructure completes and supports the tower infrastructure, providing network coverage and capacity with over 10,000 remote units, DAS, small cells and repeaters that offer coverage to over 650 indoor and outdoor locations and over 1,000 km of road and highway tunnels.

INWIT's assets are open to all telecommunications operators, as well as enterprises and public institutions interested in improving mobile connectivity in areas with high user density and specific coverage needs, such as transportation hubs, subways, exhibition centres, hospitals, hotels, stadiums, schools and universities. INWIT's integrated offering also enables advanced digital applications, from Industry 5.0 to Smart City, Smart Rural and Smart Transportation.

INWIT is the market leader in Italy with more than 45% of telecommunications towers, a heritage that originates from the first introduction of mobile technologies in Italy, with towers initially developed by the two main market players, Tim and Vodafone (the latter now part of the operator Fastweb + Vodafone). With a highly integrated approach and deep industry expertise, INWIT continues to invest in expanding and optimizing its network, responding to growing demand for mobile data and coverage needs, and supporting the ongoing technological transition from 4G to 5G. All this makes INWIT central in enabling telecommunications technologies, contributing significantly to overcoming the *digital divide* and digitalising the country.

THE HISTORY OF INWIT

INWIT was formed in March 2015, following the spin-off of Telecom Italia's Tower business. The merger with Vodafone Towers, finalised at the end of March 2020, significantly transformed its dimensional and strategic profile, creating the largest infrastructural operator for mobile telecommunications in Italy, with a neutral host role, at the service of all operators.

INWIT's activities are directly linked to the emergence and development of mobile telecommunications in Italy at the hands of the two main operators in the sector, TIM and Vodafone Italia. As incumbent and first challenger, the two operators have invested in creating the best networks, distinguished both by the quality of locations and the high standard of infrastructure implementation. INWIT has inherited all of this heritage, along with a wealth of technical and professional knowledge of the highest level, and continues to work to consolidate it, creating a set of systems, processes and knowledge that can create value, serving the rapid and efficient deployment of 5G by operators.

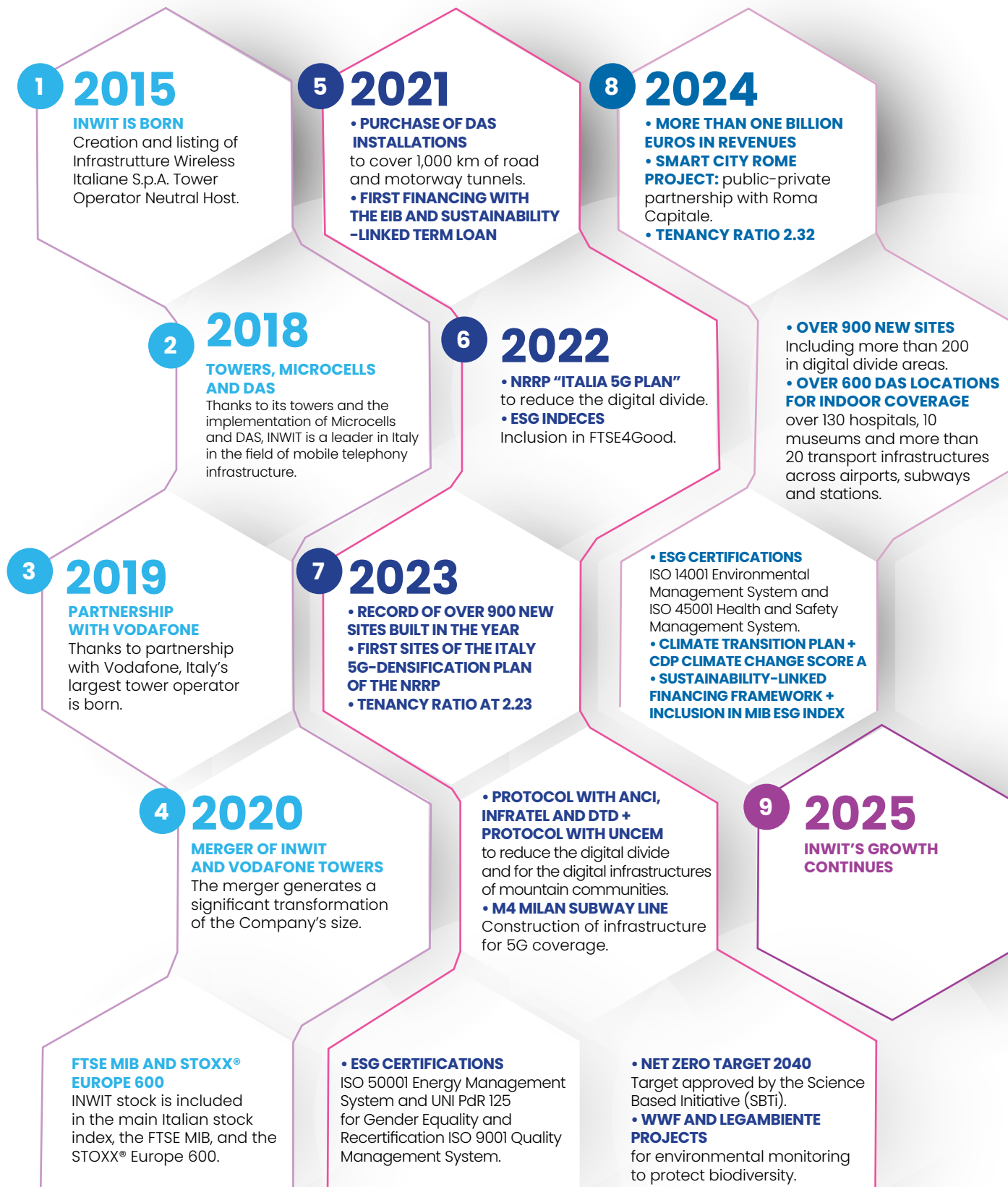
In recent years, INWIT has continued to invest in developing its infrastructure. On the **Tower Infra** front, the pool of towers has expanded from 22,000 to over 25,000 sites, in particular due to the new sites provided for by the MSA contract with Tim and Vodafone and the **NRRP Italia 5G programme**. In 2024 alone, INWIT added more than **900 new towers** to its asset base. Hosting, points of presence, grew at an even faster rate, exceeding 58,000, contributing to a continuous growth of the tenancy ratio, which stands at over 2.3x customers per tower. INWIT also carried out a strong renegotiation and land acquisition program, completing over 1,500 transactions on average per year, benefiting operating efficiency.

At the same time, the company gave a strong impetus to the **development of a Smart Infra** network to support its Tower Infra network, which now numbers over 650 locations throughout Italy with dedicated network coverage. These include, for example, over **130 hospitals, 10 museums, and more than 20 transport facilities, including airports, subways, and stations**. In 2024, the commitment to developing digital infrastructure intensified further with the launch of a strategic partnership with **Fiera Milano** for the integrated management of passive telecommunications infrastructure, aimed at turning the Rho and Milan exhibition centers into true "Smart Cities". In addition to the agreement signed with **A2A Smart City** for the installation of small cell 5G on a potential of 1,000 light poles in the municipality of Milan; as well as DAS coverage within **Termini Station**, which became the first major Italian 5G station. Furthermore, in 2024, INWIT completed the digital infrastructure on the entire Blue Line – **M4 in Milan**, the first subway line entirely covered by 5G in Italy and among the first in Europe.

Also in 2024, INWIT took the lead in the Roma 5G project, finalising the purchase of an exclusive **controlling stake of 52% of the share capital of Smart City Roma S.p.A.**, the company that won the tender launched by Roma Capitale for the concession of the Roma 5G project. The project lays the foundations for transforming Rome into a true smart city, developed in collaboration with Roma Capitale and is in support of all operators in the sector to bring 5G connectivity to all the main nerve centres of the city (subways, squares and streets). The goal is to offer the best connectivity and security to 3 million residents and over 15 million tourists, which will grow further as a result of the Jubilee.

During the first quarter of 2025, the first nine Jubilee stations of the Metro A, covering 7 km of line, were built to facilitate indoor and outdoor connections for all mobile operators.

THE MAIN MILESTONES IN INWIT'S HISTORY



INWIT'S STRATEGY FOR VALUE CREATION

The technological and market context in Italy is characterised by structural trends that support a growing need for digital infrastructure elements for outdoor and indoor connectivity. In fact, mobile data consumption is expected to continue growing at double-digit rates through 2030, driving the need to expand and enhance the network to support the growth of advanced applications such as artificial intelligence. We are also witnessing the transition from 4G to 5G mobile technology, which is still underway, with the associated need for network densification. We are faced with the need to improve coverage, both indoors and outdoors, to reduce the digital divide.

These trends have important implications for the digital infrastructure and tower sectors. In particular, to meet the densification requirements of 5G, a greater number of macro sites and points of presence (macro grid) will be required to deliver performance, security and ease of use to the end user, anytime, anywhere. In addition, the transition to 5G is a key driver for the development of microgrids, which are needed to optimise coverage and capacity, provide low indoor latency (with Distributed Antenna Systems - DAS), and complete coverage of roads, highways and railways. In the medium term, the development of small cells is also expected to complement macro sites and indoor DAS coverage.

Added to this is the Next Generation EU, which is planned by the European Union to stimulate post-pandemic COVID-19 recovery and development. The National Recovery and Resilience Plan (NRRP), within the framework of the Next Generation EU, devotes ample space and substantial resources to the issue of the country's digital innovation by fostering a broad round of investment in digitalisation and infrastructure. In particular, INWIT was awarded as agent, with TIM and Vodafone, the "Italy 5G Plan - Densification" tender of the NRRP, strengthening its role as an enabler of digitalisation, supporting mobile operators to reduce the digital divide, with a view to territorial inclusion and 5G development. The digital dimension is a necessity for businesses, citizens and public administration in the process of transformation toward more agile and flexible private and public organisational, production and service models.

In this scenario, towers are confirmed as the centre of the ongoing digitalisation trend: connected assets, close to the end user, equipped and shared, able to provide an efficient response to the infrastructure needs of operators. INWIT is uniquely positioned to play a significant role in the development of digital infrastructure, supporting telecom operators and leveraging an investment plan of approximately 1.5 billion euros over the period 2025-2030.

The value chain of mobile telecommunications services includes:

- ✓ spaces, owned or leased, where infrastructure is located;
- ✓ fibre optic link connecting the site to the operators' "core network";
- ✓ passive infrastructure consisting of poles and pylons usually owned by tower companies and active with antennas owned by operators;
- ✓ free or licensed frequencies owned by operators;
- ✓ connectivity services, offered by operators, reaching end users, consisting of the public, public and private companies (business customers).

INWIT has a clear positioning within the value chain, leveraging its assets (tower infrastructure, smart infrastructure and real estate infrastructure) to offer infrastructure services to operators with a sharing model open to all mobile operators, FWA (Fixed Wireless Access) and other customers such as OTMO (Other Than Mobile Operator) and IoT (Internet of Things).

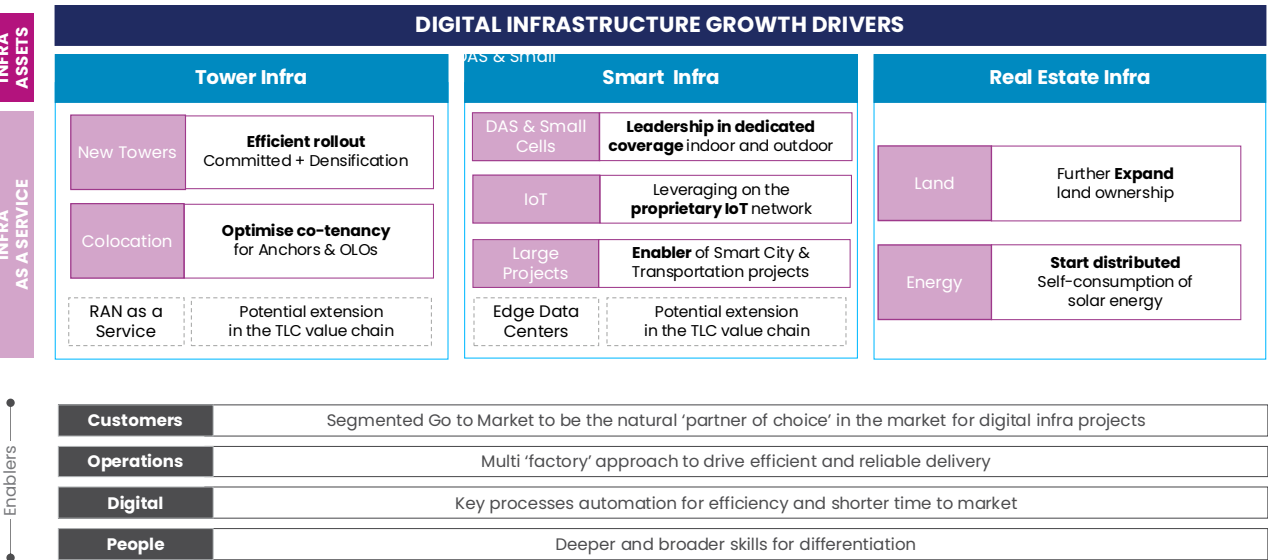
Strong and sustainable growth thanks to the pillars of our Business Plan

The 2025-2030 Business Plan, approved in March 2025, foresees a path of continuous organic growth and margin expansion, supported by investments aimed at strengthening the company's infrastructure, in particular new towers, new DAS locations, the purchase of land and the launch of a project for the self-consumption of renewable energy.

Confirming the Company's growth path, the 2025-2030 Business Plan forecasts an increase in revenues for 2026 up to the range 1,135-1,165, with a profitability (EBITDAaL margin) of approximately 75% and cash generation (Recurring Free Cash Flow) in the range of 680-700 million euros. Subsequently, up until 2030, further revenue growth is expected, at an average annual rate of more than 4%, and an expansion of margins up to 78% (EBITDAaL margin) and Recurring Free Cash Flow in the range of 680-700 million euros; the performance of the RFCF reflects, in line with expectations, the expiry starting from 2027 of tax benefits linked to an efficiency plan for approximately 114 million euros per year, excluding which the Recurring Free Cash Flow would grow by approximately 5% on average per year in the period 2024-2030.

In line with INWIT's model of evolution from a tower company to a digital infrastructure company, the 2025-2030 Business Plan focuses on the following growth directions:

- ✓ Towers – Rawland and Rooftop Towers
- ✓ Smart Infrastructure – DAS, IoT, Small Cells and Large Smart Projects
- ✓ Real Estate – Land and self-consumption of renewable energy



The strategy for Towers aims to confirm INWIT's leadership as the main Italian tower company, through the roll out of around 1,500 new sites by 2026 and 3,500 new sites by 2030. Drivers of the roll out plan will be the MSA sites with Tim and Fastweb + Vodafone and the Italia 5G - NRRP plan. From 2027, it is also expected to develop sites related to densification needs, necessitated by increasing data consumption. This will be accompanied by a strengthened focus on co-location, aiming to further increase the current record value of 2.35 guests per site rising to 2.4 in 2026 and 2.6 in 2030, serving Mobile, FWA and IoT customers.

In the Smart Infrastructure sector, INWIT aims to consolidate its leadership in the creation of dedicated coverage for DAS indoor locations, expanding its customer base in both the public and private sectors, with a focus on large-scale distribution, hosting, industry, large-scale real estate projects and healthcare facilities. The plan pays particular attention to the large Smart City and Smart Transportation projects (especially in ports, airports, stations, subways, roads and highways) that will transform the way we live and use services in our cities. In this context, INWIT towers will increasingly be integrated with other technologies such as Wi-Fi, IoT and fibre to enable innovative services for smart parking, security in public spaces via smart cameras, consumption monitoring (smart metering) and waste management. The Industrial Plan is based on INWIT's recent positive track record in projects such as Fiera Milano, Roma 5G and the coverage of important underground lines and railway stations.

Finally, the 2025-2030 plan provides for a greater focus on INWIT's real estate assets, along two main lines. In fact, a major land acquisition programme is planned which, by increasing the proportion of owned land to over 20% in 2026 and over 30% in 2030, contributing significantly to the containment of the company's rental costs and supporting the target of an EBITDAaL margin rising from the current 72% to 78% in 2030. Furthermore, INWIT is launching a new project for the widespread production and self-consumption of solar energy, leveraging its portfolio of towers and land and within the framework of existing MSAs with its customers. This is an investment of approximately 100 million euros in the period 2025-2027 with an expected impact on EBITDAaL of over 10 million euros starting from 2028.

INWIT's business is in line with one of the main business models of the circular economy, that of the product as a service, thanks to the possibility of offering more integrated services starting from the infrastructure. In fact, INWIT shares its assets and infrastructure, including ensuring their maintenance and technology upgrades, to multiple clients, who use them without owning them. This avoids the need for each operator to build its own infrastructure, resulting in detectable environmental benefits across the entire life cycle of the assets, from the use of materials for construction, to energy use in the operation phase, to the end-of-life phase.

The widespread presence of INWIT's towers enables the provision of advanced services even in areas where connectivity through fibre optics will arrive later, thus anticipating the country's digitalisation and the reduction of the digital divide. A ubiquity that allows INWIT's towers to be considered natural hubs for carrying out environmental and climate event monitoring as well. In addition, therefore, the Business Plan calls for the development of adjacent businesses to foster the development of smart cities. Among those with the highest potential in the medium to long term are IoT (Internet of Things) and hosting mini data centres to be placed at the base of our towers for those services that need low latency. INWIT also has a Sustainability Plan, an integral part of its industrial strategy, through which it aims to make the transition to a sustainable business model, considered an enabler for the Company's growth.

OUR BUSINESS MODEL

OUR MISSION

We implement and manage shared and digital wireless infrastructures which enables the operators and the technologies to connect peoples and goods, always and everywhere, for the benefit of our community.

OUR BUSINESS MODEL

- People
- Digital
- Sustainability

INPUT



FINANCIAL CAPITAL

- Financial resources



INFRASTRUCTURE CAPITAL

- Infrastructure and real estate
- Technologies (e.g. 5G)
- Technology assets
- Business and technological know-how



SOCIAL AND RELATIONAL CAPITAL

- Relationships with:
- Sales Partners
- Local communities
- Universities and research centers



HUMAN CAPITAL

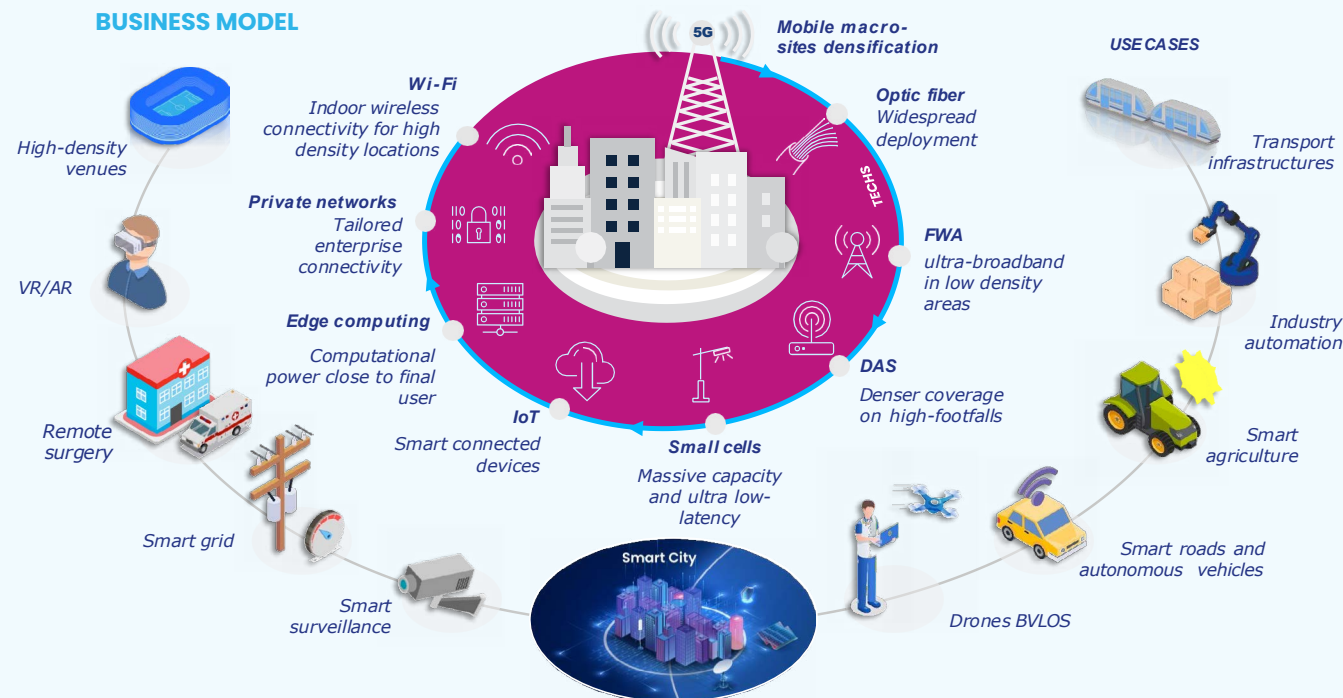
- Employees
- Collaborators



NATURAL CAPITAL

- Energy consumption
- Use of resources

BUSINESS MODEL



OUTPUT



FINANCIAL CAPITAL

- Capital fastness



INFRASTRUCTURE CAPITAL

- Communication infrastructure
- Optic-fiber links of transmission sites
- Service innovation



SOCIAL AND RELATIONAL CAPITAL

- Innovative projects with local communities
- Digitization projects on the territory



HUMAN CAPITAL

- Skills growth
- Well-being of employees and employees



NATURAL CAPITAL

- Emissions
- Waste production

OUTCOMES

- Creating added value
- Reducing the digital divide and increasing transmission capacity
- Development of the productivity of the territory

- Dissemination of new technologies (e.g. 5G)
- Enterprise network development
- Development of local communities
- Greater social and digital inclusiveness

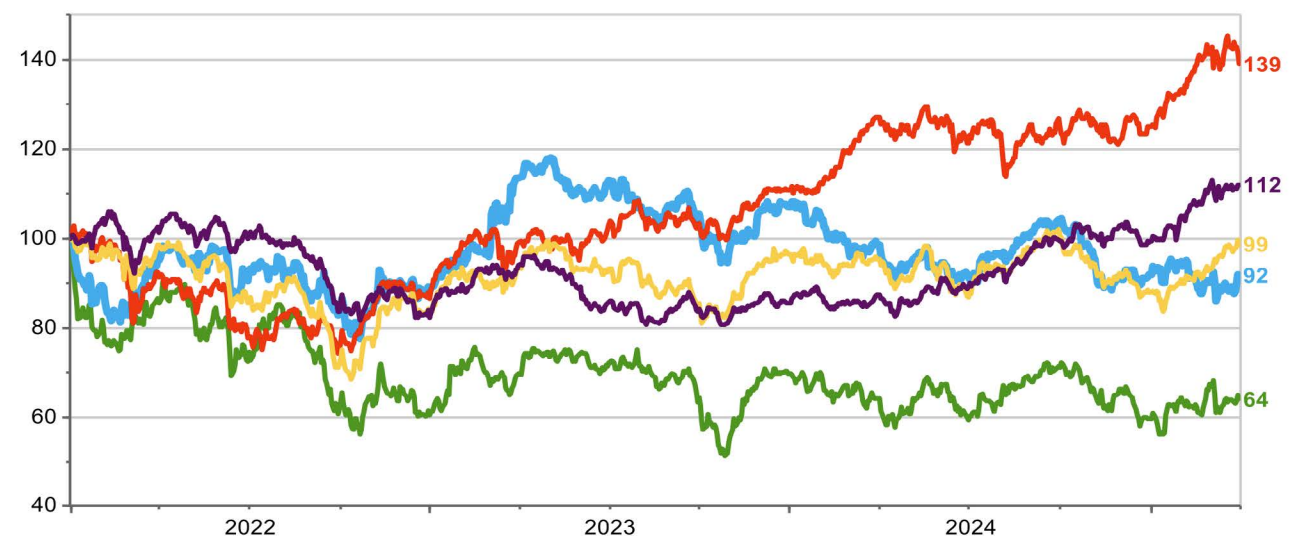
- Corporate identity and talent attraction
- Occupational Health and Safety
- Valorisation and integration of diversity
- Reduction of environmental impacts

INWIT AND THE FINANCIAL MARKET

As of September 22, 2015, INWIT shares traded on the Italian Stock Exchange's Mercato Telematico Azionario (now called Euronext Milan), after a placement at a price of 3.65 euros per share. As of 2020, five years after the first day of listing, INWIT's stock has been included in Italy's main stock index, the FTSE MIB, and in the STOXX® Europe 600, consisting of 600 of the largest market capitalization companies in Europe. INWIT shares are held mainly by international institutional investors, particularly based in the United Kingdom and the United States, as well as investors from Italy, the rest of Europe and the world.

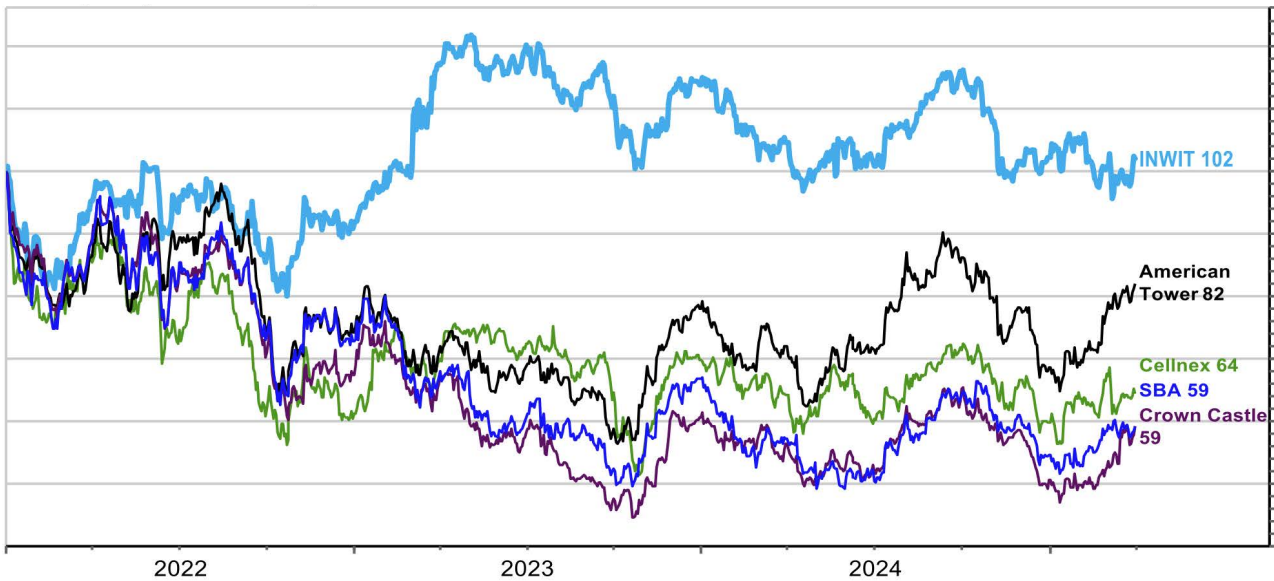
The Company maintains an ongoing dialogue with investors based on the principles of transparency, completeness and timeliness of information, including through participation in meetings, roadshows and industry conferences. In addition, INWIT stock is followed by 25 independent analysts from leading international financial institutions. More information on INWIT stock is available on the company's website www.inwit.it under "Investor Relations". The graph below shows the performance of the security over the period from January 1, 2022, to March 31, 2025, relative to a basket composed of Italian and European market indices and comparable companies.

HISTORICAL PERFORMANCE OF INWIT SHARES (SHARE PRICE INDEXED TO 100)



Cellnex
FTSEMIB Index
STOXX 600 Europe Telecoms
INWIT
DJ Brookfield Europe Infrastructure Composite

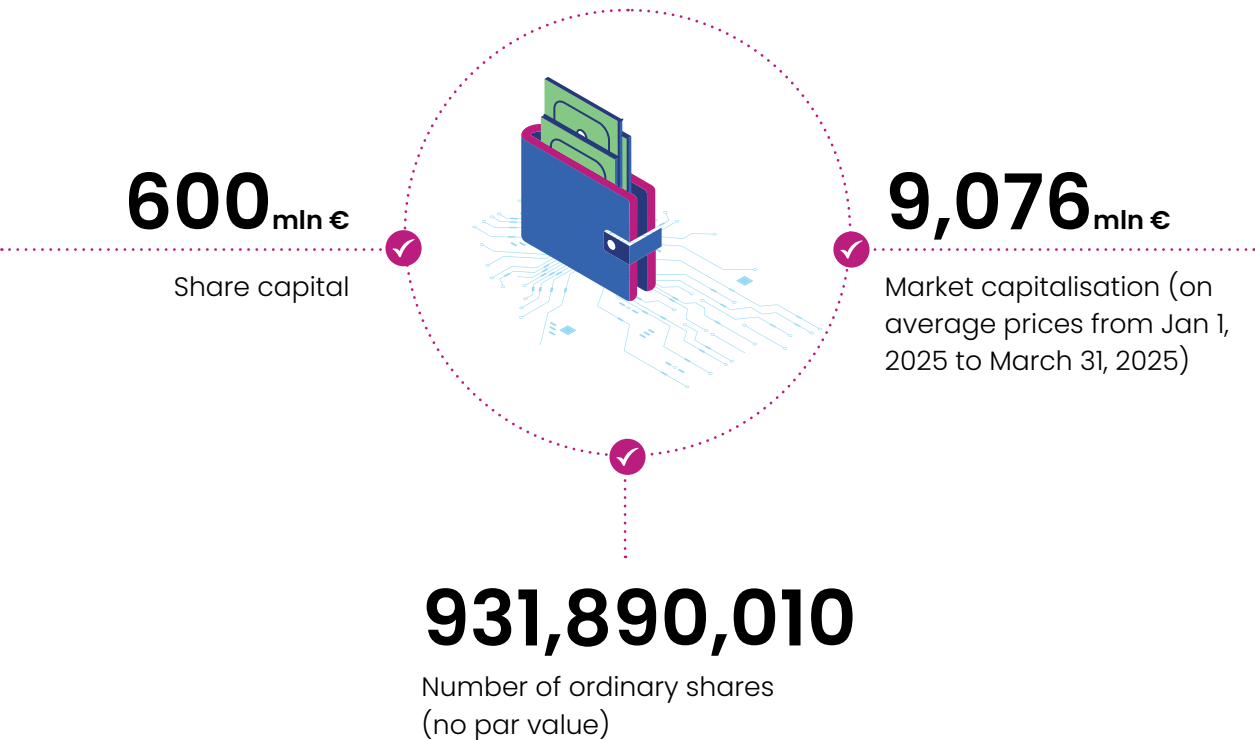
**TOTAL SHAREHOLDER RETURN STOCK INWIT COMPARATOR TO OTHER TOWER COMPANIES
(INDEXED AT 100)**



Share price (Indexed to 100)

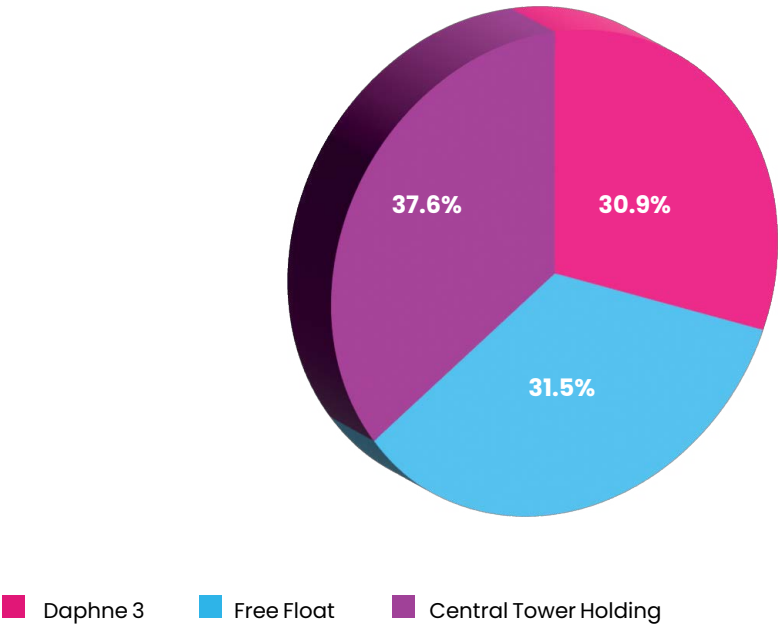
SHARE CAPITAL OF INWIT

INWIT's share capital as of March 31, 2025 was composed of:



SHAREHOLDING STRUCTURE

The composition of INWIT's shareholder base at March 31, 2025 is shown in the following chart.



At present, it should be noted that Daphne 3 S.p.A. is 100% controlled by Impulse I S.à.r.l. (in turn controlled by Impulse II S.C.A.); Central Tower Holding Company B.V. is indirectly owned by Oak Holdings I GmbH (itself co-controlled by Vodafone GmbH and OAK Consortium GmbH).

TREASURY SHARES

As of March 31, 2025, INWIT owns 116,007 treasury shares representing 0.01% of the share capital, purchased from 2020 to service the incentive plans called the Diffuse Shareholder Plan and the Long Term Incentive Plan 2023-2027. The shares are deposited in a securities account held by INWIT S.p.A. with Intesa Sanpaolo S.p.A.

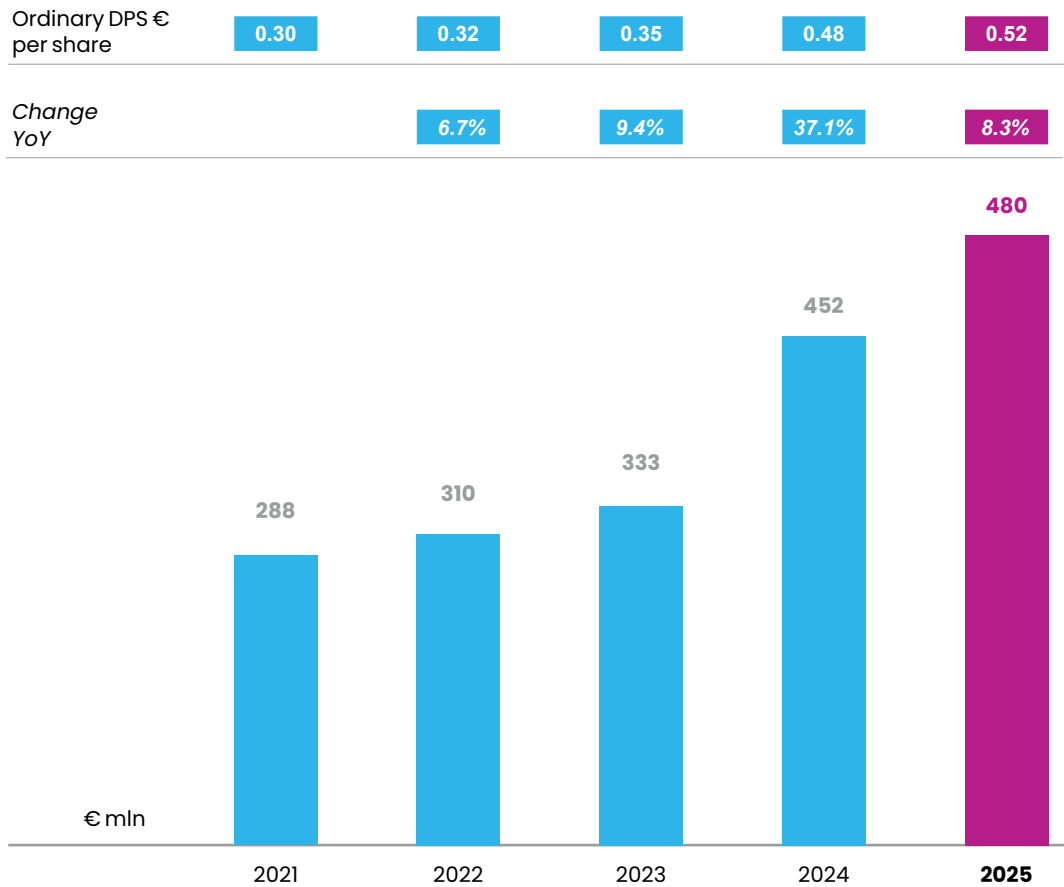
DIVIDEND POLICY AND SHAREHOLDER REMUNERATION

In line with the company's dividend policy for the period 2024-2026, the Shareholders' Meeting of April 15, 2025, upon proposal of the Board of Directors, approved the payment of a dividend for the 2024 financial year, including the use of part of the available reserves, equal to 0.5156 euros per share. The Industrial Plan envisages an improvement in shareholder remuneration, in line with the reduced level of financial leverage at the end of 2024 (4.8x in terms of the ratio between net debt and EBITDA, compared to a structural target range of 5x-6x and 5x-5.5x in the short term) and with INWIT's business model, based on long-term contracts and high visibility of cash flows. The Industrial Plan provides for significant and growing shareholder remuneration through ordinary dividends. The dividend per share (DPS) is expected to grow by 7.5% per year until 2026 (expected payment in 2027), confirming the previous dividend policy. Subsequently, in line with the expected growth of the business, an extension of the dividend policy is expected until 2030, forecasting DPS with an average annual growth of at least 5% until 2030.

In addition, the Shareholders' Meeting, upon proposal of the Board of Directors, approved the use of two additional shareholder remuneration instruments:

- ✓ **Share buyback:** following the initial 300 million euros between 2023 and 2024, shareholders approved a new share buyback plan for a maximum amount of 400 million euros, for a period of 18 months from the date of approval by the shareholders' meeting.
- ✓ **Extraordinary dividend:** payment of an extraordinary dividend, in November 2025, in the amount of 0.2147 euros per share, for a maximum amount of 200,076,785.15 euros, from the Company's distributable reserves.

HISTORICAL TREND ORDINARY DIVIDEND PER SHARE



HIGHLIGHTS AT
MARCH 31, 2025

REVENUES	266.2 MLN OF EUROS	+4.6% compared to March 2024
EBITDA	244.1 MLN OF EUROS	+4.7% compared to March 2024
NET PROFIT	91.2 MLN OF EUROS	+1.6% compared to March 2024
EBITDAaL	194.1 MLN OF EUROS	+5.5% compared to March 2024
INVESTMENTS	83.5 MLN OF EUROS	-8.9% compared to March 2024
NFP	4,444.0 MLN OF EUROS	+6.1% compared to March 2024
LEVERAGE	4.6x	0.1x compared to March 2024
RECURRING FREE CASH FLOW	158.1 MLN OF EUROS	+5.4% compared to March 2024

MANAGEMENT PERFORMANCE AND EVENTS

OPERATING PERFORMANCE³

Main indicators	unit of measurement	March 31, 2025	March 31, 2024	change
Number of sites	in thousands	25.1	24.3	3.3%
Number of hosting arrangements in place with Tenants	in thousands	58.8	55.3	6.3%
Number of hosting arrangements in place with Tenants, excluding Anchor Tenants TIM and Fastweb+Vodafone	in thousands	15.7	13.9	12.9%
Average number of Tenants per site (Tenancy Ratio)	ratio	2.35x	2.26x	4.0%
Real estate transactions	number	450	440	2.3%
Total Revenues	€ mln	266.2	254.6	4.6%
EBITDA	€ mln	244.1	233.0	4.7%
EBITDA margin	%	91.7%	91.5%	0.2p.p.
EBIT	€ mln	142.2	137.8	3.3%
EBT	€ mln	109.9	107.7	2.0%
Profit for the period	€ mln	91.2	89.7	1.6%
EBITDAaL	€ mln	194.1	184.0	5.5%
EBITDAaL margin	%	72.9%	72.2%	0.7p.p.
Recurring Free Cash Flow	€ mln	158.1	150.0	5.4%
Capex	€ mln	83.5	91.6	(8.9%)
Net Cash Flow	€ mln	73.1	17.5	316.8%
Net Debt	€ mln	4,444.0	4,189.8	6.1%
Net Debt/EBITDA	ratio	4.6x	4.5x	0.1x

The results for the first quarter of 2025 confirm growth across all major indicators. The development of our infrastructure continues, with the expansion of the site park by about **150** units, for an overall total of more than **25** thousand. New hosting contracted in the quarter, amounting to **740**, reflects both continued demand from Anchor Customers (Tim and Fastweb + Vodafone) and growth in hosting from other Customers.

Rental cost optimisation activities continued during the period, with about **450** transactions including renegotiations of lease agreements and land acquisitions.

Total revenues for the period amounted to 266.2 million euros, an increase of 11.6 million euros (+4.6%) compared to the same period last year. The positive change can be attributed to the constant development of contracted hosting with all major customers, the increase in MSA fees due to the contractually agreed adjustment to the previous year’s inflation rate, the increase in Smart Infra revenues sustained in particular by the new indoor covers and the growth in DAS hosting.

The increase in revenue and the containment of operating costs contributed to the improvement in **EBITDA**, which grew by 4.7% compared to the first quarter of 2024, to 244.1 million euros (up by 11.0 million euros). At the same time, **EBITDA** growth combined with continued optimisation of rental costs resulted in a 5.5% increase in **EBITDAaL** compared to the same period in 2024, with a further improvement in the margin on revenue from 72.2% to 72.9%. **Net profit** for the period amounted to 91.2 million euros, an increase of 1.5 million euros compared to the previous year.

Recurring Free Cash Flow of 158.1 million euros improved by 8.1 million euros (+5.4%) compared to Q1 2024, driven by the increase in EBITDA and the improvement in working capital. These factors made it possible to offset the increase in expenditures related to rents and disbursements for financial charges.

Net cash generation showed a positive balance of 73.1 million euros after net industrial investments of 83.5 million euros. The Group’s net **financial position**, amounting to 4,444.0 million euros, increased by 6.1% compared to the same period of the previous year, mainly due to the higher remuneration to shareholders in terms of dividends and share buybacks. Leverage, represented by the Net Debt/EBITDA ratio⁴ is slightly up (+0.1x) compared to March 31, 2024, in line with expectations.

MANAGEMENT EVENTS

The main management events since the beginning of the year involving INWIT can be summarized as follows:

- ✓ On **January 1, 2025**, the merger by incorporation into INWIT of the wholly-owned subsidiaries 36 TOWERS S.r.l. and GIR TELECOMUNICAZIONI S.r.l. took effect, as per the deed signed on December 10, 2024.
- ✓ On **January 15, 2025**, with reference to a writ of summons served on INWIT in 2022 for, among other things, alleged breaches of contract, the Parties signed a settlement agreement with compensation for costs, without acknowledging the respective claims brought before the court. It is also confirmed that, as of December 31, 2024, there were no provisions in the Risk and Litigation Fund for the aforementioned dispute, in line with the opinion of the external legal counsel assisting the Company in the proceedings, according to which the risk of losing the case was considered “possible” and not probable.
- ✓ On **January 29, 2025**, INWIT announced that Antonio Corda, a non-executive and independent Director, had resigned from the office of Director for professional reasons. The resigning Director did not hold shares in the Company.
- ✓ On **February 7, 2025**, the Board of Directors of INWIT appointed Paolo Favaro, a non-executive and independent director, by co-option and in compliance with the provisions of Article 13.17 paragraph 1) of the Articles of Association, to replace the resigned Antonio Corda.
- ✓ On **February 28, 2025**, the European Investment Bank (EIB) and INWIT signed a 350 million euros agreement to develop digital telecommunications infrastructure and promote digitization and connectivity in local areas, improving mobile coverage even in the most rural areas.
- ✓ On **March 24, 2025**, INWIT announced that it had launched a tender offer (the **Tender Offer**) to the holders of the bonds denominated “€1,000,000,000 1.875 per cent. Notes” maturing on July 8, 2026 (XS2200215213) and its intention to issue new fixed rate bonds under its “€4,000,000,000 Euro Medium Term Note Programme” (the **New Bonds**). The terms and conditions of the Tender Offer, including restrictions on the offer and distribution, are contained in the Tender Offer Memorandum dated March 24, 2025. The maximum buy-back amount was set at 300,000,000 euros. The period of the Tender Offer ended on 31 March 2025 and the outcome of the **Tender Offer** is reported in the section ‘Events after March 31, 2025’. The overall transaction is in line with INWIT’s financial strategy to proactively manage the Company’s overall maturity profile in an efficient manner. For the Tender Offer transaction, the banks that acted as dealer managers are BNP Paribas and Mediobanca – Banca di Credito Finanziario S.p.A.

3. Percentage changes are calculated on point values and not on the rounded data in the table.

4. For the determination of EBITDA, please refer to the section “Alternative Performance Indicators”.

On **March 25, 2025**, INWIT announced that it had successfully completed a new bond issue for a total amount of 750 million euros, with investor demand approximately three times higher than the offer. The bonds, with a fixed-rate coupon of 3.75% and a duration of five years, are issued as part of INWIT's Euro Medium Term Notes Programme and are intended for institutional investors (the **New Bonds**). The New Bonds, issued on April 1, 2025 and listed on the regulated market of the Luxembourg Stock Exchange and Borsa Italiana, have the following characteristics:

- **Issuer:** Infrastrutture Wireless Italiane S.p.A.
- **Amount:** 750 million euros
- **Settlement date:** April 1, 2025
- **Maturity:** April 1, 2030
- **Coupon:** 3.75% p.a. payable annually in arrears
- **Issue price:** 99.584%
- **Yield:** 3.843% corresponding to a yield of 137 basis points above the reference rate (mid swap).

The banks involved in the transaction are BNP Paribas, Mediobanca - Banca di Credito Finanziario S.p.A, Goldman Sachs International and UniCredit Bank GmbH as *Active Bookrunners* and BBVA, Bank of America, Credit Agricole CIB and IMI - Intesa Sanpaolo as *Other Bookrunners*.

OPERATING, CAPITAL AND FINANCIAL PERFORMANCE

CONSOLIDATED OPERATING PERFORMANCE⁵

MAIN OPERATING VALUES

Main Operating Values (€ mln)	1st Quarter 2025	1st Quarter 2024	Change
Total Revenues	266.2	254.6	4.6%
Material purchases and external services	(12.7)	(12.6)	-1.2%
Employee benefits expenses	(6.1)	(6.0)	-1.9%
Other operating expenses	(3.3)	(3.0)	-10.6%
EBITDA	244.1	233.0	4.7%
Depreciation and amortisation, losses on disposals and impairment losses on non-current assets	(101.8)	(95.3)	-6.9%
EBIT	142.2	137.8	3.3%
Financial income/(expense)	(32.3)	(30.0)	-7.7%
EBT	109.9	107.7	2.0%
Income taxes	(18.7)	(18.0)	-4.2%
Profit for the period	91.2	89.7	1.6%
EBITDAaL	194.1	184.0	5.5%

MAIN ECONOMIC INDICATORS

Main Economic Indicators	1st Quarter 2025	1st Quarter 2024	Change
EBITDA margin	91.7%	91.5%	0.2 pp
EBIT margin	53.4%	54.1%	(0.7) pp
Profit for the period/Total revenues	34.2%	35.2%	(1) pp
EBITDAaL margin	72.9%	72.2%	0.7 pp

The values shown reflect, for the first quarter of 2025, the consolidation of Smart City Roma S.p.A., which was acquired on October 30, 2024 with a 52.8% stake in the share capital. For the first quarter of 2024, on the other hand, the consolidation of 36Towers s.r.l. is included, which was acquired in its entirety on April 1, 2023 and subsequently merged into INWIT as of January 1, 2025, together with GIR Telecomunicazioni s.r.l, also acquired in its entirety on June 26, 2024.

5. Percentage changes are calculated on point values and not on the rounded data in the table.



REVENUES

Detail Total revenues (€ mln)	1st Quarter 2025	1st Quarter 2024	Change
Towers – Anchors	215.0	210.1	2.3%
Towers – OLO&Others	29.5	30.3	(2.6%)
Smart Infra – Das, fiber, others	21.8	14.3	52.3%
Total	266.2	254.6	4.6%

As of March 31, 2025, the Group reported consolidated revenues of 266.2 million euros, an increase of 4.6% compared to 254.6 million euros in the same period of 2024.

The increase in consolidated revenues is mainly attributable to:

- ✓ the growth in Tower Anchors revenues (+2.3%), which substantially benefited from the development of new hosting and higher MSA fees due to the contractual adjustment to the inflation rate recorded in the previous year;
- ✓ the decrease in Tower – Olo&Others revenue (–2.6%) impacted by a reduction in the non-rental revenue component partly offset by growth in hosting revenue;
- ✓ the increase in revenues for Smart Infra (+52.3%), supported in particular by new indoor covers and growth in DAS hosting.

EBITDA⁶

The Group’s EBITDA, up 4.7% compared to March 31, 2024, amounted to 244.1 million euros, with a ratio to revenues for the period of 91.7% (91.5% in the first quarter of 2024).

EBITDA for the period was affected by revenue growth:

- ✓ purchases of materials and external services, amounting to 12.7 million euros, which is substantially stable compared to what was spent in the same period of 2024 (12.6 million euros). The following are included in the item: the costs of equipment (DAS, Repeaters and WIFI) intended for sale, costs related to the maintenance of sites and equipment, and costs related to services, mainly consisting of ancillary rental charges for infrastructure located on civil buildings and site surveillance costs.
- ✓ Employee benefits expenses amounted to 6.1 million euros, up 1.9% compared to March 31, 2024. This increase reflects the strengthening of the workforce, partly offset by higher capitalization of labor costs.
- ✓ Other operating expenses of 3.3 million euros, up by 0.3 million euros, mainly due to provisions for risks.

EBIT

Group EBIT amounted to 142.2 million euros, up 3.3% compared to the first quarter of 2024. Depreciation and amortisation for the period amounted to 101.8 million euros, up 6.9% from 95.3 million euros in the previous year.

Financial income/(expense)

The balance of financial income and expenses was negative 32.3 million euros, up 7.7% compared to the same period of the previous year, when the balance was negative 30.0 million euros. The increase is mainly attributable to the higher financial debt in the first quarter of 2025 compared to the corresponding period of 2024.

Income taxes

Taxes for the period, which amounted to 18.7 million euros, increased compared to the previous year (+0.8 million euros), mainly due to the higher pre-tax profit. The estimated tax burden was determined based on the assumed theoretical tax rates of 24.0% for IRES and 4.5% for IRAP.
It should also be noted that taxes for the period make use of a tax benefit of 14.2 million euros, related to the realignment of goodwill both for that recorded in the financial statements in 2015, resulting from the transfer of the business unit by TIM, and for that generated by the merger transaction with Vodafone Tower in 2020.

Net profit for the period

Net profit for the period was 91.2 million euros, up 1.6% from the previous year. The growth in net profit resulted mainly from higher revenues partially absorbed by increased depreciation and capital losses and increased financial expenses.

EBITDAaL

The ratio shows significant growth over the previous year (+5.5%), also thanks to the steady progress implemented in optimizing rental costs, despite the larger perimeter of the Group’s infrastructure assets and the negative impact of inflation. EBITDAaL margin stood at 72.9% compared to 72.2% in the corresponding period of 2024.

6. For the determination of EBITDA, please refer to the section “Alternative Performance Indicators”.

CONSOLIDATED FINANCIAL PERFORMANCE⁷

RECLASSIFIED BALANCE SHEET (€ MLN)

Reclassified Balance Sheet (€ mln)	March 31, 2025	December 31, 2024	% Change
Fixed assets	9,063.8	9,045.1	0.2%
Net working capital	(7.4)	(14.9)	50.7%
Provisions	(434.2)	(430.9)	(0.8%)
Net invested capital	8,622.2	8,599.3	0.3%
Equity	4,178.2	4,082.2	2.4%
Net Financial Debt	4,444.0	4,517.1	(1.6%)
Total coverage	8,622.2	8,599.3	0.3%

Fixed Assets, amounting to 9,063.8 million euros, are up compared to December 31, 2024 (9,045.1 million euros). The increase of 18.6 million euros is due to the following factors:

- ✓ 37.8 million increase in property, plant and equipment, generated by investments of 59.6 million euros, depreciation of (20.1) million euros, disposals of (1.2) million euros and other changes of 0.5 million euros;
- ✓ decrease in intangible assets of (26.9) million euros due to the combined effect of investments of 2.5 million euros, amortization of (28.4) million euros and other changes of (1.0) million euros;
- ✓ increase in goodwill in the amount of 0.6 million euros, arising from the adjustment of the purchase price of the equity investment in Smart City Roma S.p.A;
- ✓ increase in user rights of 7.1 million euros, mainly due to investments of 21.4 million euros, net lease increases of 33.1 million euros, amortization of (49.0) million euros and other changes of 1.6 million euros.

For more information on the details of investments for the period, see Notes 5, 6, 7, and 8 to the Interim Consolidated Financial Statements as of March 31, 2025.

Net working capital improved by 7.5 million euros in the first quarter of 2025, mainly due to the change in trade payables, partly offset by the decrease in non-current or non-trade receivables.

Provisions amounted to 434.2 million euros, up from the values as at December 31, 2024 (430.9 million euros). The item includes: the provision for deferred taxes (144.6 million euros), the provision for restoration charges (283.0 million euros), the provision for legal disputes and commercial risks (3.9 million euros), the provision for employee benefits (2.3 million euros) and other provisions (0.4 million euros).

For more information on changes in provisions for the period, see Note 12 to the Interim Consolidated Financial Statements as of March 31, 2025.

Equity amounted to 4,178.2 million euros up from the value as of December 31, 2024 (4,082.2 million euros), and consisted of:

	03/31/2025	12/31/2024
Equity attributable to owners of the Parent Company	4,170,155	4,076,546
Non-controlling interests	8,034	5,623
Total	4,178,189	4,082,189

For more details on the composition and changes in equity attributable to owners of the Parent, please refer to Note 11 of the Interim Consolidated Financial Statements as at March 31, 2025.

Net Financial Debt, including IFRS16 financial liabilities, amounted to 4,444.0 million euros, an improvement of 1.6% (73.1 million euros) compared to December 31, 2024. This result is mainly attributable to the combined effect of a reduction in bank loans in the amount of 122.0 million euros, a decrease in liabilities for finance leases in the amount of 19.0 million euros, a decrease in cash and cash equivalents in the amount of 58.0 million euros, and the accrued portion of financial expenses related to the bond loan outstanding at March 31, 2025 in the amount of 10.5 million euros.

The leverage represented by the Net Debt/EBITDA ratio⁸ of 4.6x is an improvement over the previous year's closing (4.8x).

For more details, please refer to the following section "Financial Performance", which also includes cash flow analysis and determination of recurring free cash flow.

Further detail of individual items is also provided in Note 14 to the Interim Consolidated Financial Statements as of March 31, 2025.



7. Percentage changes are calculated on point values and not on the rounded data in the table.

8. For the determination of EBITDA, please refer to the section "Alternative Performance Indicators".

FINANCIAL PERFORMANCE

Net Financial Debt

The table below shows a summary of net financial debt as of March 31, 2025, determined in accordance with the provisions of paragraph 127 of the recommendations contained in the document prepared by ESMA, no. 319 of 2013, implementing Regulation (EC) 809/2004.

The table also includes the reconciliation of net financial debt calculated according to the criteria established by ESMA and those used by INWIT to monitor its own financial position.

Net Financial Debt (€ mln)	March 31, 2025	December 31, 2024	change
a) Cash	-	-	-
b) Cash equivalents	56.8	115.1	(58.3)
c) Securities held for trading	-	-	-
d) Liquidity (a+b+c)	56.8	115.1	(58.3)
e) Current financial receivables	-	-	-
f) Current financial payables	-	-	-
g) Current portion of financial payables (medium/long-term)	(437.8)	(561.8)	124.0
Of which:			
- Financial payables due within 12 months	(311.8)	(417.3)	105.6
- Liabilities for financial leases due within 12 months	(126.0)	(144.4)	18.4
h) Bonds issued	(27.4)	(17.7)	(9.8)
i) Other current financial payables	-	-	-
j) Current financial debt (f+g+h+i)	(465.2)	(579.4)	114.2
k) Net current financial debt (j+d+e)	(408.4)	(464.3)	55.9
l) Financial payables (medium/long-term)	(1,797.3)	(1,815.6)	18.2
Of which:			
- Financial payables due beyond 12 months	(977.8)	(995.5)	17.6
- Liabilities for financial leases due beyond 12 months	(819.5)	(820.1)	0.6
m) Bonds issued	(2,241.6)	(2,240.9)	(0.7)
n) Other non-current financial payables	(6.1)	(6.1)	(0.1)
o) Non-current financial debt (l+m+n)	(4,045.1)	(4,062.6)	17.5
p) Net Financial Debt as per ESMA recommendations (k+o)	(4,453.5)	(4,526.9)	73.3
Other financial receivables and current and non-current financial assets (*)	9.5	9.8	(0.3)
INWIT Net Financial Debt	(4,444.0)	(4,517.1)	73.1
INWIT Net Financial Debt - excluding IFRS 16	(3,498.5)	(3,552.5)	54.1

(*) This item refers to loans disbursed to Group employees as of the dates indicated.

The Company's financial debt as at March 31, 2025 mainly consisted of:

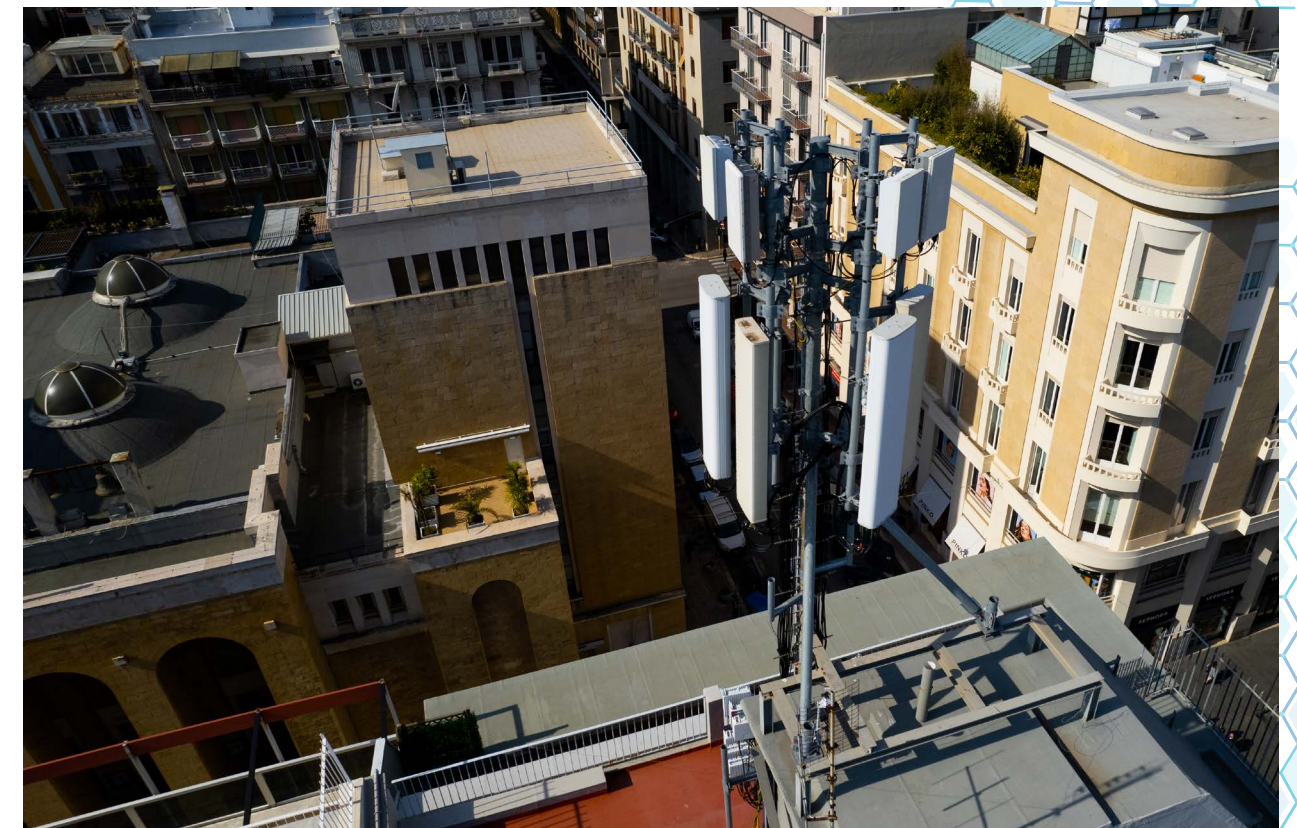
- ✓ **Bank debt** of 1,286 million euros, generated by the following loans:
 - ESG KPI-linked term loan for a nominal amount of 500 million euros with bullet repayment. During 2024, the option to extend the maturity from April 2025 to April 2027 was formalised;
 - a loan from the EIB with a total nominal value of 298 million euros with amortising repayment beginning in February 2026 and maturing in August 2033;
 - bank loans with a total nominal amount of 200 million euros with bullet repayment and maturity in May 2026;
 - Revolving Credit Facility for 175 million euros;
 - uncommitted bank lines in the amount of 108.3 million euros.

- ✓ **The bonds issued**, net of the relevant accruals, relate to:
 - 1 billion euros issue with a coupon of 1.875% and maturity in July 2026;
 - 750 million euros issue with a coupon of 1.625% and maturity in October 2028;
 - 500 million euros issue with a coupon of 1.75% and maturity in April 2031.

- ✓ **Finance lease liabilities** refer to leases.

The Company's financial structure at March 31, 2025 shows a percentage of debt at a fixed rate of about 70%, while the remaining 30% is at a variable rate.

Finally, it should be noted that the cash flow statement, prepared according to the configuration expressed as changes in cash and cash equivalents, is presented at the opening of the "Interim Consolidated Financial Statements as of March 31, 2025".



CASH FLOWS

Cash flows (€ mln)	1.1 – 31.03 2025	1.1 – 31.03 2024	change
EBITDA	244.1	233.0	11.0
Capital expenditure attributable to the company (*)	(83.5)	(91.6)	8.1
EBITDA – investments (industrial capex)	160.6	141.4	19.2
Change in net operating working capital:	(26.9)	(32.0)	5.1
Change in trade receivables	(0.8)	(28.7)	27.8
Change in trade payables (**)	(26.0)	(3.3)	(22.7)
Other changes in operating receivables/payables	3.3	(5.3)	8.6
Change in provisions for employee benefits	(0.0)	(0.0)	0.0
Change in operating provisions and Other changes	(0.3)	(0.4)	0.1
Free cash flow a)	136.7	103.7	33.0
% on EBITDA	56.0%	44.5%	11.5pp
Financial income and expenses balance	(32.3)	(30.0)	(2.3)
Total income taxes for the year	(18.7)	(18.0)	(0.8)
Total Other P&L Items b)	(51.1)	(48.0)	(3.1)
Change in miscellaneous receivables and payables	18.6	30.6	(12.0)
Other non-monetary changes	1.6	2.1	(0.5)
<i>Other changes in non-current assets (tang/intang/ rights of use/part/securities)</i>	(0.0)	(0.0)	0.0
<i>Changes in lease increases/decreases</i>	0.0	0.0	0.0
<i>Other causes of change in NFP</i>	(36.4)	(45.9)	9.6
<i>Net financial debt – extraordinary flows (from consolidation)</i>	0.0	0.0	0.0
Total changes in receivables and payables and other assets/liabilities c)	(16.1)	(13.2)	(2.9)
NET CASH FLOW (before payment of dividends and purchase of treasury shares) on NFP d)= (a+b+c)	69.5	42.4	27.0
Treasury shares acquired	0.0	(24.9)	24.9
Dividend payment	(0.6)	0.0	(0.6)
Capital increases/repayments	4.3	0.0	4.3
Total changes in Equity e)	3.6	(24.9)	28.5
NET CASH FLOW (d+e)	73.1	17.5	55.5
NET FINANCIAL DEBT AT THE BEGINNING OF THE YEAR	4,517.1	4,207.3	309.8
NET FINANCIAL DEBT AT THE END OF THE YEAR	4,444.0	4,189.8	254.3
CHANGE IN DEBT	73.1	17.5	55.5

(*) Net of consideration received from the sale of fixed assets.
(**) Includes change in trade payables for investment activities.

Recurring Free Cash Flow⁹

Recurring Free Cash Flow as of March 31, 2025 stood at euros 158.1 million, an increase of 5.4% compared to the corresponding period of the previous year.

A description of the affected items is given in the table below:

RECURRING FREE CASH FLOW

Recurring Free Cash Flow (€ mln)	1st Quarter 2025	1st Quarter 2024	change
EBITDA	244.1	233.0	4.7%
recurring investments	(4.2)	(5.2)	19.5%
Recurring EBITDA net of investments	239.9	227.9	5.3%
taxes paid	-	-	-
change in net working capital (*)	3.4	(2.3)	247.5%
lease payment	(61.7)	(56.3)	-9.6%
recurring financial expenses	(23.5)	(19.3)	-22.2%
Recurring Free Cash Flow	158.1	150.0	5.4%

(*) excluding the change in liabilities for assets

- ✓ recurring investments consist of extraordinary maintenance carried out on operational infrastructure;
- ✓ the positive change of 5.7 million euros in Net Working Capital is mainly due to the positive impact of the overall change in receivables and payables (net of the change in asset payables);
- ✓ lease payments made during the first three months of 2024 amounted to 61.7 million euros;
- ✓ recurring financial expenses, amounting to 23.5 million, relate to expenses incurred for bank fees and interest.

9. Percentage changes are calculated on point values and not on the rounded data in the table.

EVENTS AFTER MARCH 31, 2025

- ✓ On **April 1, 2025**, a new bond was issued for a total amount of 750 million euros, for details of which please refer to the section on 'Operating Events'.
- ✓ On **April 2, 2025**, INWIT, after successfully completing a new bond issue for a total amount of 750 million euros, announced the results of the **tender offer** launched on March 24, 2025, and closed on March 31, 2025, aimed at repurchasing for cash, and subsequently canceling, part of the bonds denominated "*€1,000,000,000 1.875 per cent. Notes*" maturing on July 8, 2026 (XS2200215213) (the **Bonds**). Upon expiry of the terms of the Tender Offer, the amount accepted by INWIT to repurchase the Bonds is 300 million euros or 30% of the nominal amount. Following the settlement issue on April 3, 2025, the nominal amount of the Bonds that will remain outstanding will be 700 million euros. The terms and conditions of the offer are fully described in the transaction documentation made available to the holders of the Bonds subject to the Tender Offer.
- ✓ On **April 15, 2025**, the Ordinary Shareholders' Meeting of INWIT S.p.A.:
 - approved the **2024 consolidated financial statements**, which closed with a net profit of 353.8 million euros. The Shareholders' Meeting also approved the distribution of a dividend for the 2024 financial year of 0.5156 euros (gross of applicable withholding taxes) for each ordinary share outstanding on the ex-dividend date, excluding treasury shares held in the portfolio. The total dividend, which will be distributed on the basis of the ordinary shares in circulation on the ex-dividend date, amounts to a maximum of 480,482,489.16 euros. The dividend will be payable as of May 21, 2025, with ex-dividend date on May 19, 2025 (in accordance with the Italian Stock Exchange calendar) and record date (i.e. the date of entitlement to payment of the dividend itself pursuant to Article 83-terdecies of the TUF) on May 20, 2025;
 - approved the proposal to **pay an extraordinary dividend**, in November 2025, in the amount of 0.2147 euros per share, for a maximum amount of 200,076,785.15 euros, from the Company's distributable reserves, it being understood that, in the event of a change in the number of treasury shares held in portfolio on the ex-dividend date, the value of the dividend per share will remain unchanged, with a consequent change in the total amount distributed. The dividend will be paid on November 26, 2025 (ex-dividend date November 24, 2025 and record date November 25, 2025). The extraordinary dividend is to be regarded entirely as such from a stock exchange point of view, as it is an exceptional and non-recurring distribution;
 - authorised for a period of 18 months from the date of the shareholders' meeting approval, **the purchase of treasury shares** for a maximum amount of 400 million euros, in compliance with current EU and national regulations and accepted market practices recognised by Consob. INWIT's Shareholders' Meeting also authorised their disposition without time limits. The repurchased shares may be used for cancellation (without reducing the share capital), for allocation to serve long-term incentive plans (LTI) or for other uses permitted by law. For further details, please refer to the press release issued on March 4, 2025;
 - **appointed the new Board of Directors**, the composition of which can be found in the 'Board of Directors' section of this report.
- ✓ On **April 22, 2025**, INWIT announced that, following authorization by the shareholders' meeting of April 15, 2025, and the resolution of the Board of Directors of April 17, 2025 (see press releases of April 15 and April 17, 2025) regarding the approval of a share buyback program for a maximum of 400 million euros and within the limit of 20% of the share capital, will launch a **first tranche of repurchases** starting on April 22, 2025, with an expected end date no later than December 18, 2025, for a maximum of 300 million euros and a maximum of 139,783,502 shares.

POSITIONS OR TRANSACTIONS ARISING FROM ATYPICAL AND/OR UNUSUAL TRANSACTIONS

Pursuant to Consob Communication No. DEM/6064293 of July 28, 2006, it should be noted that no atypical and/or unusual transactions, as defined by the Communication, were conducted in the first three months of 2025.

SIGNIFICANT NON-RECURRING EVENTS AND TRANSACTIONS

Pursuant to Consob Communication no. DEM/6064293 of July 28, 2006, regarding the impact of non-recurring events and transactions on INWIT's economic, financial and equity results, it is noted that no significant events were found in the three months under review.

BUSINESS OUTLOOK FOR THE YEAR 2025¹⁰

INWIT is a leading digital infrastructure company and the leading Italian tower company. With a network of more than 25 thousand towers (macro grid) and over 650 DAS (Distributed Antenna Systems) coverage areas for active indoor locations, with more than 10 thousand remote units (DAS, repeaters and small cell - micro grid), INWIT provides extensive and integrated territorial coverage to support connectivity, with a "tower as a service" business model supporting all mobile, FWA and IoT operators.

The macroeconomic, technological and market scenario for the Tower Companies sector is characterized by positive structural trends, such as the growing use of mobile data, the technological transition to 5G, the need to complete and densify the coverage of regions, also contributing to the reduction of the digital divide, through significant investments in infrastructure and digital technologies.

In the short term, growing demand for connectivity is expected, together with limited inflation growth and the persistence of difficulties in the Italian telecommunications market, including high competition and limited cash generation, with a consequent impact on the investment trend. At the same time, however, there is a strong dynamic in terms of significant extraordinary industrial operations, with the potential to restore a healthier market equilibrium and a greater capacity for investment in digital infrastructure by operators. INWIT's business model, based on long-term hosting contracts and indexing to inflation, is a protective and supportive element in this context.

INWIT's 2025-2030 Business Plan foresees a continuous expansion of the main industrial, economic and financial indicators, supported by a significant investment plan aimed at intercepting the demand for digital infrastructures and the completion of a significant efficiency plan through the acquisition of land.

¹⁰ It should be noted that the section "Outlook for the year 2025" contains forward-looking statements regarding the Company's intentions, beliefs, or current expectations regarding the financial results and other aspects of the Company's activities and strategies. Forward-looking statements may differ from actual results as a result of many factors, most of which are beyond the Company's control.

With regard to the outlook for 2025, the following are expected:

- ✓ revenue growth in the range of 1,070–1,090 million euros,
- ✓ EBITDA margin exceeding 91%,
- ✓ EBITDAaL margin over 73%, up from 2024,
- ✓ Recurring Free Cash Flow up in the range of 630–640 million euros,
- ✓ Dividend per share up 7.5% in line with the dividend policy,
- ✓ Leverage equal to 4.7x.

The financial metrics mentioned above do not include the impact of the 400 million euros share buyback plan and the 200 million euros extraordinary dividend approved by the Board of Directors on March 4, 2025, and by the Shareholders' Meeting on April 15, 2025.

MAIN RISKS AND UNCERTAINTIES

The outlook for FY2025 could be affected by risks and uncertainties dependent on multiple factors. The following are the main **risks concerning the Company's activities**, which **may affect**, to varying degrees, **the ability to achieve business objectives**. The identified risks are classified into the following macrocategories:

- ✓ global economic conditions and arising from specific aspects of the industry in which INWIT operates
- ✓ asset management and infrastructure implementation;
- ✓ the Company's business objectives;
- ✓ compliance with the relevant legal and regulatory framework and sustainability issues;
- ✓ other risks.

Risks related to global economic conditions and arising from specific aspects of the industry in which INWIT operates

In this context, the following risks related to global and sectoral economic conditions have been identified:

Inflation

The Company has inflation-indexed agreements and, in particular, the MSAs are 100% inflation-linked, with no cap and a zero floor. However, there may be an indirect impact of inflation on INWIT's customers in relation to a reduced investment capacity on further development plans. Inflation also impacts the company's operating costs, investments and financial leases.

Geopolitical context

It is a risk that relates to the uncertainty of the political environment with particular reference to the current situations in Europe and the Middle East as well as the ongoing changes in the balance of power relations between states, with impacts on rising raw material costs, import strategies and potential supply delays. In particular, recent US trade policies, although having a limited direct impact on the Company's procurement, could lead to imbalances in the global macroeconomic environment with potential indirect effects on customers and suppliers.

Interest rates

This risk is related to unfavourable fluctuations in interest rates, with impacts on the cost of debt and on the expenditure incurred for borrowing expenses. In this regard, it should be noted that as of March 31, 2025, approximately 70% of the Company's debt is characterised by fixed-rate instruments, therefore, interest rate fluctuations concern only the variable component of debt equal to the remaining 30%. With respect

to the additional financing needed to develop the company's plans and future bond maturities, starting with the remaining portion of the \$1 billion Bond due in July 2026, the financing may be impacted by the prevailing market rate at the date the new debt is issued and may not occur in the manner, terms and conditions provided.

Telecommunications (TLC) Market Consolidation

The Company's objectives are influenced by the current context of the TLC sector characterised by factors of discontinuity from the recent past such as the progressive consolidation among the main players in the sector, with financial pressures resulting from declining revenues and low returns that impact the development and investment plans of the same operators. The phenomena of concentration and consolidation of the TLC market, together with dependence on a small number of customers for a significant share of revenues, make this risk an emerging risk for the business. This is a risk characterised by potential unexpected changes, with significant impacts in the long term. It is mitigated by the company through market monitoring and scouting for new business opportunities.

Technological evolution

The market in which the Company operates, is characterised by a constant evolution of technology as well as alternative technologies that are bringing out new competitors with disruptive business models and new competitive dynamics. In view of these aspects, the risk is assessed as an emerging risk for the Company and is mitigated mainly through continuous monitoring of technological developments and multi-year contracts in place with the main operators of the company.

Risks related to asset management and infrastructure implementation

As part of the management of the existing site stock and the construction of new infrastructure, the following main risks have been identified:

Site capacity management

This is a risk related to possible difficulties or slowdowns in managing new hosting on sites due to both infrastructural and electromagnetic limitations. The risk is being monitored by the Company, which, due to the significance of the risk with respect to the core business and its development plans in the contractual and regulatory spheres, has ongoing mitigation actions.

Physical Security

This is a risk related, inter alia, to the management of the existing site stock with potential negative impacts from unauthorised access or damage and theft. The risk is monitored by the Company through actions aimed at strengthening security measures on the Company's fleet of sites.

Infrastructure implementation

This is a risk that reflects possible difficulties or slowdowns in the implementation of new infrastructure that may jeopardise the achievement of business objectives as well as customer satisfaction. The risk is also affected by the relevance of some strategic projects that will be implemented through the use of public fund allocations (in particular the Call for Proposals Italia 5G Plan - NRRP and the "Roma 5G" Call for Proposals). The Company oversees this risk through end-to-end management of the process, from scouting areas to designing and building the site. Scouting the areas where the project will be built and the availability of new areas for the development of projects consistent with customer requests, as well as the timely issuance of authorisations, are of particular importance.

Energy supply and management

This is a risk related to the energy market environment. The Company has a power purchase policy aimed at optimising purchase costs and ensuring an acceptable risk profile. In addition, INWIT is committed to and invests in reducing energy consumption.

Renegotiation of leases

Risk reflecting the complexity and large number of passive leases. This risk is related to the possible critical issues arising from the renegotiation of leases including to the Public Administration and related to contracts for which the Single Property Fee (CUP) is applied. The risk is managed by the Company through the establishment of a structured process and constant monitoring of passive lease costs and contractual compliance.

Litigation

In the context of INWIT's activities, the litigation generated by the application of the CUP assumes particular importance and by administrative denials of its implementation is of particular importance. The risk is monitored through an organisational structure dedicated to litigation management. Notwithstanding the foregoing, as of the closing date of this document, the Company considers the provisions set aside in the Financial Statements as of March 31, 2025 to be adequate.

Risks relating to the Company's commercial objectives

The main risks relating to the Company's strategic and commercial objectives are related to possible difficulties in meeting or developing demand from both anchor and third-party customers, as well as the relevance of the Master Service Agreements in place with anchor customers. In this area, the following risks have been identified:

Development and/or meeting customer demand

The Company's ability to increase its revenues and improve profitability also depends on the successful implementation of its growth strategy, which is based on developing and meeting customer demand. Possible contraction or lack of growth in demand due to, for example, concentration, budget unavailability or customer dissatisfaction could lead to negative impacts on growth targets. The Company guards against this risk to anchor tenants mainly through **MSA** agreements (both with an 8-year term and tacit renewal every 8 years with an "all or nothing" clause), which provide for guaranteed services from anchor tenants. In addition, there are dedicated figures for the two anchor tenants aimed at intercepting needs and developing additional services. Third-party customers are provided with multi-year (mainly 6-9 year duration) commercial contracts and dedicated functions. Activities aimed at measuring customer satisfaction are also planned. The company has also strengthened the development of micro-grid demand by establishing a dedicated micro-grid hosting organisation.

MSA commitments

This is a risk related to possible breaches of contract and/or incorrect execution of the obligations provided for (such as, for example, compliance with the technical maintenance SLA), which could result in the application of penalties to the Company. To mitigate this risk, INWIT has established a dedicated MSA management function, responsible for monitoring the fulfilment of contractual obligations and the roll-out of commitments undertaken, through periodic reporting to the company's top management.

Risks related to compliance with the current legal and regulatory framework and sustainability issues

The Company operates in a complex legal and regulatory framework and, in this context, aims to implement all actions to ensure the adequacy of business processes to the applicable laws and regulations, in terms of procedures, supporting information systems and required business behaviours. INWIT is, moreover, oriented towards the pursuit of sustainable success of business objectives.

In this context, the following main risks have been identified:

Antitrust Regulation

It is a risk that reflects the relevant market presence and the impact, including reputational, direct and indirect, associated with proceedings against the Company and consequent sanctions in a complex regulatory environment. Safeguards in line with compliance best practices have been introduced (Antitrust Compliance Program and Antitrust Officer Compliance) and there is an ongoing commitment to staff training and awareness-raising initiatives.

Commitment Remedies

It is a risk reflecting the complex regulatory framework and related to compliance with the commitments imposed by the Commission ("commitment remedies") under Article 6(2) of the Merger Regulation. Under these commitments, INWIT, will have to make 4,000 sites available over eight years to operators who request them in municipalities with populations over 35,000, guaranteeing non-discriminatory access. The Company ensures the control of this risk within the framework of a specific process (Transparency Register) supervised by a third party (Monitoring Trustee).

Regulations pursuant to Legislative Decree 231/01

This is a risk related to the legislation in Legislative Decree 231/01, which introduced the administrative liability of entities for offenses committed in the interest or for the benefit of those entities. The risk reflects the impact related to criminal prosecution of the Company and consequent penalties arising from crimes relevant to 231 and also reputational. In line with compliance best practices (Organisational Model 231 and Supervisory Body), INWIT is also constantly engaged in staff training and awareness initiatives.

Occupational health and safety regulations and environmental protection

In this respect, the Company is committed to ensuring compliance with applicable regulations as well as following industry best practices. The risk reflects the potential negative impacts of workplace accidents and is controlled through organisational, procedural and training initiatives.

IT Continuity, Information & Cyber Security

The management of ICT systems and the need to ensure the security of the systems and their continuous operation are important aspects of corporate management. In this context, loss of data, inadequate dissemination of data, and/or interruptions in the operation of ICT systems upon the occurrence of accidental events or malicious actions inherent in the information system, may result in potential adverse effects on the Company's business and economic, asset, and financial situation. Risk is monitored through the introduction of dedicated resources and expertise, continuous monitoring and awareness campaigns.

Climate change risk

INWIT aims to analyse climate-related risks arising from the scenarios analysed, as well as to qualitatively and quantitatively assess their effects and impacts on its business. The risk related to Climate Change is defined as the set of Risks related to changes in weather/climate/physical phenomena with direct repercussions on the assets, activities and services provided, and/or related to the legal, technological, reputational or market effects that the transition to a zero-emission economy may have on the company's business. Starting from the scenario analysis that considered the physical and transitional risks and opportunities associated with climate change, an economic assessment of the impact of key physical risks on INWIT's assets was conducted, considering a time horizon of up to 2050.

The following “**climate**” risks have been identified:

- ✓ **Windstorms** – Can cause damage to towers. For each site, the gust velocity is associated with a probability of failure of the tower (e.g., tower failure with velocity >180 km/h).
- ✓ **Fires** – If occurring near INWIT assets can cause damage to rawland sites, resulting in the need for intervention and repair costs.
- ✓ **Flooding** – Can cause damage to electrical equipment at rawland sites. In addition, for rooftop sites, the height of water can cause damage to the tower support structure to the point of failure.
- ✓ **Heat Waves** – Impact assets by both increasing the number of maintenance operations and energy consumption for cooling systems.

The following **Transition Risks** were also identified:

- ✓ **Increased cost of technology.** This risk would result in INWIT having to adapt infrastructure assets (piling, power supply and air conditioning).
- ✓ **Increased prices for electricity from fossil fuels.** The Company monitors this risk through the implementation of a specific process guided by a dedicated unit, aimed at managing issues relating to energy procurement.

Other risks

The **evolution of the Organisational Model** is a risk related to the adequacy of the organisational structure in terms of organisation, sizing and skills. The evolution of the corporate organisational model has been steady since 2020. The risk is related to the continuous evolution of market scenarios, business objectives, and new growth opportunities that require continuous adjustment and evaluation of the organisational structure and skills necessary for development. The Company constantly monitors the evolution of the Organisational Model and has initiated a project to strengthen the organisational structure to cope with the increase in business volumes and complexity.



INTERNAL CONTROL AND RISK MANAGEMENT SYSTEM

In compliance with the **principles and criteria** of Borsa Italiana’s Corporate Governance Code, INWIT has adopted an Internal Control and Risk Management System (ICRMS), in line with Article 6 of the Corporate Governance Code, consisting of the set of rules, procedures and organisational structures aimed at enabling the identification, measurement, management and monitoring of the main corporate risks. This System, defined on the basis of the best reference practices, aims at a healthy, correct and coherent management of the company in compliance with the provisions of the Code of Ethics and the Principles of Self-Discipline of the Company approved by the Board of Directors.

The system is an integral part of the general organisational structure of the Company, and involves several components that act in a coordinated way according to their respective responsibilities: the Board of Directors, which plays a role in guiding and assessing the adequacy of the system, including defining the nature and level of risk compatible with the company’s specific strategic objectives; the General Manager, as the person in charge of setting up and maintaining the internal control and risk management system; the Audit and Risk Committee, which is responsible for supporting the board’s evaluations and decisions related to the internal control and risk management system and the approval of periodic financial and non-financial reports; the head of the Internal Audit Department, responsible for verifying that the internal control and risk management system is functioning, adequate and consistent with the guidelines set by the governing body; the other corporate functions involved in controls and the control body, which monitors the effectiveness of the internal control and risk management system.

In order to ensure the adequacy and effective and efficient application of the rules and controls defined, the ICRMS is subject to periodic review and verification, taking into account the evolution of the Company’s business and the macro-economic context in which it operates as well as national and international best practices.

INWIT has also implemented a “**combined assurance**” system with the aim of increasing coordination and alignment between the second-level assurance functions (Compliance, QHSE and other assurance providers based on skills) and third-level (Internal Audit) as well as achieving greater synergies resulting from similar or complementary activities carried out by the different assurance functions.

For more information about the ICRMS, please refer to the appropriate section of the Report on Corporate Governance and Ownership Structure for FY2024. On the website www.inwit.it – Governance section – there are also sections devoted to, inter alia, the Code of Ethics, Model 231 and the aforementioned corporate rules and procedures.

CODE OF ETHICS

The **Code of Ethics**, identified as a founding component of the organisational model and of the Company’s internal control and risk management system, is placed upstream of the entire Corporate Governance system and represents INWIT’s charter of values, founding, in programmatic terms, the body of principles that inspire the actions of the members of the corporate bodies, management, business partners, and internal and external collaborators. The Code of Ethics thus constitutes a tool through which INWIT directs its business activities to conduct business based on the following values and principles: ethics and compliance, health and safety, human resources, community, communication, competition, and service excellence.

The Code includes the standards of conduct to be observed in the performance of internal and external activities and the resulting relationships, and also provides guidelines to be adopted in the event of reports on the propriety of conduct.

During 2023, to reflect the value system adopted by INWIT, the new Code of Ethics was drafted, which at the same time enhances the principles of transparency, honesty and fairness, which underlie the conduct of business, and the consolidation of a culture of “**ethics & business integrity**”, as well as INWIT’s ESG

commitments. In particular, the Company's commitment to the promotion and protection of human rights, developed in line with the United Nations Guiding Principles on Business and Human Rights (UNGP) and the OECD Guidelines for Multinational Enterprises, has been reinforced in the new Code of Ethics, which also extends to its supply chain.

On November 9, 2023, the Board of Directors approved the new Code of Ethics, which is available on the [website](#).

ORGANIZATIONAL MODEL 231

In order to ensure that the behaviour of all those acting on behalf of or in the interest of the Company always complies with the principles of legality, fairness and transparency in the conduct of business and corporate activities, INWIT, has adopted a **Management and Control Organisational Model pursuant to Legislative Decree 231/01** ("Model 231"). In particular, Model 231 is the result of a thorough analysis of the company processes at risk of the crimes provided for in the Decree, which can be identified in the areas of activity, with the involvement of the relevant company structures.

The Company promotes training initiatives for the entire company population on the topics covered by Legislative Decree 231/01, in detail:

- ✓ **targeted training**, specifically aimed at updating and developing the skills on the subject of Legislative Decree 231/01 of the corporate roles most involved in the sensitive activities referred to in the Model 231 and the Anti-Corruption Policy;
- ✓ **widespread training** aimed at the entire company population;
- ✓ **induction training** for new recruits.

During 2024, information sessions were held for the corporate population on Compliance & Business Ethics with a focus also on liability pursuant to Legislative Decree 231/01 and related predicate offences and whistleblowing, as well as on anti-corruption issues.

These initiatives are designed and implemented by the Legal Operations & Corporate Security Function with the organisational support and coordination of the Human Resources & Organisation Department.

Following its establishment, INWIT adopted its own 231 Model, last updated by resolution of the Board of Directors on March 4, 2025, in order to incorporate the corporate, organizational and regulatory changes that had occurred in the meantime.

The Organisational Model pursuant to Legislative Decree 231/01 is divided into:

- ✓ **Code of Ethics:** represents INWIT's charter of values and the body of principles by which the behaviour of INWIT people is guided.
- ✓ **General Part:** containing a brief description of the Company, the contents and purposes of Model 231 and the methodology used for its implementation, the functions of the Supervisory Body and the whistleblowing system adopted. In the General Part, the initiatives for the dissemination and knowledge of the Model 231 and the disciplinary system are also outlined.
- ✓ **Special part:** describes in detail, with reference to the specific Sensitive Processes and the types of crime associated with them, the map of Sensitive Activities, as well as the system of controls placed to monitor and protect these activities, divided into general principles of behaviour and specific control principles.
- ✓ **List of offences:** containing the overall list of predicate offences under Legislative Decree 231/01.
- ✓ **List of business processes:** containing the reconciliation of the sensitive processes pursuant to Legislative Decree 231/01 with the company's macro-processes.
- ✓ **Risk Assessment:** containing the mapping of sensitive processes and activities, the associated predicate offences and the assessment of inherent and residual risk.

Pursuant to Article 6 of Legislative Decree 231/01, the Company has entrusted the task of supervising the operation of and compliance with the Model 231 and of updating it to a special Supervisory Body ('SB').

The set of company rules and procedures are considered an integral part of the 231 Model, among which are:

- ✓ the **Corporate Governance Principles**, last updated on May 13, 2021, which supplement the framework of the applicable rules with reference to the duties and functioning of the Company's bodies, referring for the rest to the principles and criteria of the Corporate Governance Code;
- ✓ the **Anti-Corruption Policy**, most recently updated on November 5, 2024, drafted in accordance with the main national and international regulations and best practices of reference and the requirements of ISO 37001:2016, with the aim of strengthening awareness of the potential risks of corruption to which the work activity is exposed, empowering each in the proper management of relations with internal or external subjects, whether public or private;
- ✓ the **Whistleblowing** Policy, most recently updated on July 26, 2023, which regulates the process of transmitting, receiving, managing and archiving reports sent or transmitted by anyone, in line with current legislation;
- ✓ the Procedure for **transactions with related parties**, adopted pursuant to Consob Regulation no. 17221/2010 and subsequent amendments, and most recently updated on May 13, 2021;
- ✓ the **Inside Information and Internal Dealing** Procedure, last updated on November 9, 2023.

It should also be noted that in the first quarter of 2025, no sanctions were received for significant cases of non-compliance with laws and regulations.

INWIT claims, moreover, that it did not cause any potential or actual negative impacts in the first quarter of 2025, such that its stakeholders did not express concerns about it through grievance mechanisms.



11. Per l'analisi INWIT ha definito una soglia di significatività pari a 10.000€.

ENTERPRISE RISK MANAGEMENT

As part of the risk management system, the Company has adopted a dedicated **Enterprise Risk Management Framework** (hereinafter ERM), aimed at identifying and assessing potential events whose occurrence may affect the achievement of the main corporate objectives defined within the Strategic Plan. Responsibility for the process lies with the Head of Legal Operations & Corporate Security, with the aim of ensuring integrated governance for risks and supported compliance of corporate management and risk owners, which are a determining factor in strengthening the corporate Risk Culture.

The INWIT ERM framework, as provided for by the **ERM Policy**, is organised in a cyclical process – carried out annually – that starts with the identification of risks (Risk Identification), understood as identifying the list of risks that could impact the Company in terms of sustainable achievement of the company's activities or keeping risks within a level that does not compromise the financial, operational and reputational stability of the company, and on the achievement of corporate objectives. Risk identification is carried out both through analysis of the main company documents, sector documentation, as well as through direct discussions with the managers of the structure in order to cyclically intercept any emerging risks or intercept developments on the impact of existing risks.

These risks are subject to a detailed assessment (**Risk Evaluation**):

- ✓ Assessment of the risk at the **inherent level**, through the identification of the levels of impact and probability of occurrence assuming the absence of control controls and subsequent selection of the Inherent Top Risks, understood as the risks with the highest level of inherent risk. The probability of the occurrence of risks is assessed both on the basis of the frequency with which the risk has historically occurred and on the probability that it will occur in the future over the Plan's time horizon.
- ✓ **Residual risk** assessment for the Inherent Top Risks, through the assessment of the existing control controls and determination of the level of Residual Risk, combining the impact and probability values following the application of the reduction coefficient calculated on the basis of the existing controls. The selection of the Residual Top Risks is carried out because of the positioning on the residual risk matrix (impact* probability following the application of the safeguards) or by identifying those risks that are positioned in the orange and / or red area of the matrix that, being higher than the levels of risk acceptability, must therefore be mitigated with specific actions.

For each Residual Top Risk determined during the Risk Evaluation phase, mitigation actions (**Risk Mitigation**) are periodically monitored to verify their effective implementation. The process ends with a report to Top Management and corporate bodies (**Risk Reporting** phase) and with quarterly follow-ups for each issue developed as part of the Risk Management process, including indications on the progress of the Action Plans and insights on specific risks.

There is an **integration of risk issues with sustainability aspects** through the **association of risks to the pillars of the Sustainability Plan**, Environmental (E), Social (S), Governance (G), as well as to the objectives of the Plan, where applicable.

This integration allows INWIT to have a comprehensive and strategic view of risks considering both financial and sustainability aspects in its decision making and long-term planning.

In fact, the sustainability issues that are significant for the Company, identified pursuant to Legislative Decree 125/2024, regarding sustainability reporting, are integrated into the Risk Universe.

With reference to the main risks to which the Company is exposed, including emerging risks that are new or impact the exposure level of already known risks, please refer to the section “Main Risks and Uncertainties”.

RELATED PARTY TRANSACTIONS

Pursuant to Article 5, paragraph 8 of Consob Regulation no. 17221/2010 concerning “related party transactions” and the subsequent Consob Resolution no. 17389/2010, in the first three months of 2025, there were no major transactions, as defined by Article 4, paragraph 1, letter a) of the aforementioned regulation as well as other related party transactions that materially affected the Group's financial position or results as of March 31, 2025.

Related party transactions, when not dictated by specific regulatory conditions, were settled at arm's length; their implementation took place in compliance with a special internal procedure (available at www.inwit.it Governance section), which defines their terms and methods of verification and monitoring.

The information on related party transactions required by Consob Communication no. DEM/6064293 of July 28, 2006 is presented in the financial statement schedules and in the Note “Related Parties” in the Interim Consolidated Financial Statements as of March 31, 2025.

ALTERNATIVE PERFORMANCE INDICATORS

In this Interim Management Report as of March 31, 2025 of the INWIT Group, in addition to the conventional financial indicators required by IFRS, a number of alternative performance indicators are presented in order to allow for a better assessment of the Group's operating performance and financial position. These indicators, which are also presented in other financial reports (interim), should not, however, be considered as substitutes for conventional IFRS indicators.

The alternative performance indicators used are outlined below:

- ✓ **EBITDA**: this indicator is used by the Group as a financial target in internal (business plan) and external (to analysts and investors) presentations and is a useful unit of measurement for assessing the Group's operating performance in addition to EBIT. This indicator is determined as follows:

EBITDA INDICATOR

Profit (loss) before tax from continuing operations	
+	Financial expenses
-	Financial income
EBIT - Operating profit (loss)	
+/-	Impairment losses (reversals) on non-current assets
+/-	Losses (gains) on disposals of non-current assets
+	Depreciation and amortisation
EBITDA - Operating profit (loss) before depreciation and amortisation, Capital gains (losses) and impairment reversals (losses) on non-current assets	

✔ **EBITDaL:** this indicator is used by the Group as a financial target in internal (business plan) and external (to analysts and investors) presentations and is a useful unit of measurement for assessing the Group’s operating performance in addition to EBIT. This indicator is determined as follows:

EBITDAaL INDICATOR

EBITDA – Operating profit (loss) before depreciation and amortisation, Capital gains (losses) and Impairment reversals (losses) on non-current assets
+ IFRS16 lease payments relating to leases active in the year
Impact on Operating profit (loss) before depreciation and amortisation, capital gains (losses) and impairment reversals (losses) on non-current assets (EBITDA)

✔ **ESMA Net Financial Debt and INWIT Net Financial Debt:** the Group’s ESMA Net Financial Debt is determined in accordance with the provisions of the “Guidelines on disclosure obligations under the Prospectus Regulation” issued by ESMA (European Securities & Markets Authority) on March 4, 2021 (ESMA32-382-1138) and implemented by Consob with Attention Notice no. 5/21 of April 29, 2021, as reported below:

NET FINANCIAL DEBT INDICATOR

A Cash
B Cash equivalents
C securities held for trading
D Liquidity (A + B + C)
E Current financial receivables
F Current financial payables
G Current portion of financial payables (medium/long-term)
H Other current financial payables
I Current financial debt (F+G+H)
J Net current financial debt (I+E+D)
K Financial payables (medium/long-term)
L Bonds issued
M Other non-current financial payables
N Non-current financial debt (K+L+M)
O Net Financial Debt (J+N)

To monitor the performance of its financial position, INWIT Group also uses the financial indicator “INWIT Net Financial Debt,” which is defined as ESMA Net Financial Debt less, where applicable, non-current financial receivables and assets.

INWIT NET FINANCIAL DEBT INDICATOR

ESMA Net Financial Debt
Other financial receivables and non-current financial assets (*)
INWIT Net Financial Debt

(*) This accounting item refers to loans disbursed to certain Group employees.

✔ **Operating Free Cash Flow is determined as follows:**

OPERATING FREE CASH FLOW INDICATOR

EBITDA
Investment (Capex)
EBITDA - Investments (Capex)
<i>Change in trade receivables</i>
<i>Change in trade payables (*)</i>
<i>Other changes in operating receivables/payables</i>
Change in provisions for employee benefits
Change in operating provisions and Other changes
Change in net operating working capital:
Operating free cash flow

(*) Excluding trade payables for investment activities.

02

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



**CONDENSED CONSOLIDATED QUARTERLY
FINANCIAL STATEMENTS AS OF MARCH 31, 2025**

INWIT

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CONDENSED CONSOLIDATED QUARTERLY FINANCIAL STATEMENTS AS OF MARCH 31, 2025

Consolidated statements of financial position

ASSETS

(thousands of euros)	Notes ⁽¹²⁾	03/31/2025	of which with related parties	12/31/2024	of which with related parties
Assets					
Non-current assets					
Intangible assets					
Goodwill	5)	6,167,929		6,167,348	
Intangible assets with a finite useful life	6)	350,031		376,927	
Tangible assets					
Property, plant and equipment	7)	1,378,209		1,340,425	
Right-of-use assets	8)	1,167,586		1,160,421	
Other non-current assets					
Non-current financial assets	9)	8,483	8,318	8,727	8,516
Miscellaneous receivables and other non-current assets	10)	89,489		105,409	
Deferred tax assets		7,860		7,858	
Total Non-current assets		9,169,587		9,167,115	
Current assets					
Trade and miscellaneous receivables and other current assets	10)	211,268	44,277	198,996	40,319
Financial receivables and other current financial assets	9)	1,000	792	1,033	792
Current income tax receivables	10)	-		4	
Cash and cash equivalents		56,841		115,133	
Total Current assets		269,109		315,166	
Total Assets		9,438,696		9,482,281	

12. The explanatory notes below are an integral part of these Condensed Consolidated Quarterly Financial Statements

EQUITY AND LIABILITIES

(thousands of euros)	Notes ⁽¹³⁾	03/31/2025	of which with related parties	12/31/2024	of which with related parties
Equity	11)				
Share capital issued		600,000		600,000	
Treasury shares		(116)		(116)	
Share capital		599,884		599,884	
Share premium reserve		1,639,816		1,639,816	
Legal reserve		120,000		120,010	
Other reserves		1,363,331		1,362,731	
Retained earnings (losses) including earnings (losses) for the period		447,124		354,105	
Equity attributable to owners of the Parent Company		4,170,155		4,076,546	
Non-controlling interests		8,034		5,623	
Total Equity		4,178,189		4,082,169	
Liabilities					
Non-current liabilities					
Liabilities for employee benefits		2,332		2,320	
Deferred tax liabilities	12)	144,570		142,032	
Provisions	12)	286,836		286,133	
Non-current financial liabilities	13)	4,045,104	101,140	4,062,561	109,180
Miscellaneous payables and other non-current liabilities	15)	56,331	28,046	55,444	27,149
Total Non-current liabilities		4,535,173		4,548,490	
Current liabilities					
Current financial liabilities	13)	465,244	26,796	579,427	26,630
Trade and miscellaneous payables and other current liabilities	15)	254,199	73,882	266,300	54,976
Provisions	12)	450		450	
Current income tax payables	15)	5,441		5,445	
Total current Liabilities		725,334		851,622	
Total liabilities		5,260,507		5,400,112	
Total Equity and Liabilities		9,438,696		9,482,281	

13. The explanatory notes below are an integral part of these Condensed Consolidated Quarterly Financial Statements

Consolidated Income Statement

(thousands of euros)	Notes ⁽¹⁴⁾	1st Quarter 2025	of which with related parties	1st Quarter 2024	of which with related parties
Revenues	16)	266,248	235,684	254,639	220,427
Acquisition of goods and services	17)	(12,748)	(1,563)	(12,603)	(304)
Employee benefits expenses		(6,105)	(626)	(5,993)	(538)
Other operating expenses		(3,332)	(696)	(3,013)	(648)
Operating profit (loss) before depreciation and amortisation, capital gains (losses) and impairment reversals (losses) on non-current assets (EBITDA)*		244,063		233,030	
Depreciation and amortisation, gains/losses on disposals and impairment losses on non-current assets		(101,823)		(95,278)	
Operating profit (loss) (EBIT)		142,240		137,752	
Financial income	18)	396		269	
Financial expenses	18)	(32,723)	(1,332)	(30,294)	(1,438)
Profit (loss) before tax		109,913		107,727	
Income taxes		(18,746)		(17,994)	
Profit for the period		91,167		89,733	
attributable to					
Owners of the Parent		91,369		89,733	
Non-controlling interests		(202)		-	
Basic and Diluted Earnings Per Share		0.098		0.095	

(*) For the determination of the EBITDA indicator, please refer to Note 1 – Form, content and other general information.

14. The explanatory notes below are an integral part of these Condensed Consolidated Quarterly Financial Statements.

Consolidated Statements of Comprehensive Income

(thousands of euros)	Notes ⁽¹⁵⁾	1st Quarter 2025	1st Quarter 2024
Profit for the period	(a)	91,167	89,733
Other components of the Consolidated Statement of Comprehensive Income		-	-
Other components that will not subsequently be reclassified in the Consolidated Income Statement		-	-
Re-measurements of employee defined benefit plans (IAS 19):		-	-
Actuarial gains (losses)		-	-
Net fiscal impact		-	-
Total other components that will not subsequently be reclassified in the Consolidated Income Statement	(b)	-	-
Other components that will subsequently be reclassified in the Consolidated Income Statement		-	-
Total other components that will subsequently be reclassified in the Consolidated Income Statement	(c)	-	-
Total other components of the Consolidated Statement of Comprehensive Income	(d=b+c)	-	-
Total Comprehensive income for the period	(e=a+d)	91,167	89,733
attributable to			
Owners of the Parent		91,369	89,733
Non-controlling interests		(202)	-

Consolidated Statements of Changes in Equity

CHANGES IN EQUITY FROM JANUARY 1, 2024 TO MARCH 31, 2024

(thousands of euros)	Share capital	Treasury share reserve in excess of nominal value	Share premium reserve	Other reserves and earnings (losses) carried forward, including the result for the period	Total	Non-controlling interests	Total Equity
Amounts at January 1, 2024	587,345	(126,379)	2,053,205	1,822,228	4,336,399	-	4,336,399
Total Comprehensive income for the period	-	-	-	89,733	89,733	-	89,733
Dividends approved	-	-	-	-	-	-	-
Other changes	(2,167)	(22,728)	-	463	(24,432)	-	(24,432)
Amounts as of March 31, 2024	585,178	(149,107)	2,053,205	1,912,424	4,401,700	-	4,401,700

CHANGES IN EQUITY FROM JANUARY 1, 2025 TO MARCH 31, 2025

(thousands of euros)	Share capital	Treasury share reserve in excess of nominal value	Share premium reserve	Other reserves and earnings (losses) carried forward, including the result for the period	Total	Non-controlling interests	Total Equity
Amounts at January 1, 2025	599,884	(1,520)	1,639,816	1,838,366	4,076,546	5,623	4,082,169
Total Comprehensive income for the period	-	-	-	91,369	91,369	(202)	91,167
Dividends approved	-	-	-	-	-	-	-
Other changes	-	-	-	2,240	2,240	2,613	4,853
Amounts as of March 31, 2025	599,884	(1,520)	1,639,816	1,931,975	4,170,155	8,034	4,178,189

15.The explanatory notes below are an integral part of these Condensed Consolidated Quarterly Financial Statements.

Consolidated statements of cash flows

(thousands of euros)	1st Quarter 2025	1st Quarter 2024
Cash flows from operating activities:		
Profit for the period	91,167	89,733
Adjustments for:		
Depreciation and amortisation, losses/gains on disposals and impairment losses on non-current assets	101,823	95,278
Net change in deferred tax assets and liabilities	2,536	1,783
Change in provisions for employee benefits	(5)	(9)
Change in trade receivables	(838)	(28,671)
Change in trade payables	(21,011)	2,630
Net change in miscellaneous receivables/payables and other assets/liabilities	19,627	25,602
Other non-monetary changes	1,639	2,108
Cash flows from operating activities (a)	194,938	188,454
Cash flows from investing activities:		
Total purchases of tangible and intangible assets for the period and right-of-use assets	(130,605)	(139,706)
Of which change in amounts due to fixed asset suppliers	41,494	39,619
Total purchases of tangible and intangible assets and right-of-use assets on a cash basis	(89,111)	(100,087)
Capital grants received	-	-
Change in financial receivables and other financial assets	277	139
Other non-current changes	(1)	(1)
Cash flows used in investing activities (b)	(88,835)	(99,949)
Cash flows from financing activities:		
Change in current and non-current financial liabilities	(168,007)	(113,909)
Dividends paid	(641)	-
Treasury shares acquired	-	(24,895)
Capital increases	4,253	-
Cash flows used in financing activities (c)	(164,395)	(138,804)
Aggregate cash flows (d=a+b+c)	(58,292)	(50,299)
Net cash and cash equivalents at beginning of the period (e)	115,133	95,078
Net cash and cash equivalents at end of the period (g=d+e)	56,841	44,779



On November 6, 2017, EU Regulation no. 2017/1990 was issued which implemented certain amendments to IAS 7 (Statement of cash flows) at the EU level.

Note 1 – Form, content, and other general information

Form and content

The INWIT Group’s Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 (**hereinafter referred to as the “Condensed Consolidated Quarterly Financial Statements as of March 31, 2025”**) have been prepared on a going concern basis (see Note 2 “Accounting Policies” below for more details) and in compliance with International Financial Reporting Standards issued by the International Accounting Standards Board and endorsed by the European Union (referred to as “IFRSs”), as well as applicable laws and regulations in Italy.

Specifically, the INWIT Group’s Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 have been prepared in accordance with IAS 34 – Interim Financial Reporting and, as permitted by this standard, do not include all the information required in an annual consolidated financial statement; therefore, should be read in conjunction with INWIT Group’s consolidated financial statements prepared for 2024.

The consolidated figures as of March 31, 2025 are compared with the figures in the statement of financial position as of December 31, 2024 as well as the figures in the separate income statement, statement of comprehensive income, statement of cash flows, and changes in equity for the first quarter of 2024.

The Group’s financial year-end is December 31.

The INWIT Group’s Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 have been prepared in accordance with the general cost principle, except for the initial recognition of financial assets and liabilities for which the application of the fair value criterion is mandatory, and have been prepared in units of euros. The values expressed in the notes to these financial statements are expressed in thousands of euros, unless otherwise indicated.

The publication of INWIT Group’s Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 was approved by a resolution of the Board of Directors on May 13, 2025.

Financial statement structure

The structure of the Financial Statements is in keeping with that provided for by IAS 1; specifically:

- the Consolidated Statement of Financial Position has been prepared by classifying assets and liabilities according to the “current and non-current” principle. Current assets are those intended to be realised, sold or consumed during the normal Group operating cycle or in the twelve months following the end of the period. Current liabilities are those which are expected to be extinguished during the normal Group operating cycle or which must be extinguished within twelve months of the balance sheet date or for which the Group does not have an unconditional right to defer settlement for at least twelve months following the end of the period;
- the Consolidated Income Statement has been prepared by classifying operating costs according to their nature, in that this method of reporting is deemed better capable of representing the Group’s specific business, complies with internal reporting methods, and is in line with practices in the industrial sector in question;
- the Consolidated Income Statement includes, in addition to EBIT (Operating Earnings), the alternative performance indicator called EBITDA (operating earnings before amortisation, depreciation, gains/ (losses), and Impairment reversals (losses) on non-current assets);
- specifically, the Group utilises EBITDA, in addition to EBIT, as a financial target in internal presentations (business plans) and external presentations (to analysts and investors); the indicator represents a useful unit of measurement for the evaluation of INWIT’s operating performance.

EBIT and EBITDA are calculated as follows:

Profit (loss) before tax from continuing operations	
+	Financial expenses
-	Financial income
EBIT – Operating profit (loss)	
+/-	Impairment losses (reversals) on non-current assets
+/-	Losses (gains) on disposals of non-current assets
+	Depreciation and amortisation
EBITDA – Operating profit (loss) before depreciation and amortisation, Capital gains (losses) and Impairment reversals (losses) on non-current assets	

- the Consolidated Statement of Comprehensive Income includes, besides the earnings (losses) for the period, as per the Consolidated Income Statement, the other changes in Net Equity other than those connected to transactions with Shareholders;
- the consolidated statement of cash flows was prepared by showing the cash flows deriving from operating activities in accordance with the “indirect method”, as allowed by the IAS 7 – (Statement of financial position).

Furthermore, as required by CONSOB resolution no. 15519, of July 27, 2006, in the case of the consolidated income statement, income and expenses deriving from transactions which by their very nature do not regularly occur during normal business transactions (non-recurring transactions), are specifically identified and the corresponding effects on the main interim results are reported separately when of a significant entity. Specifically, non-recurring expenses/income include, for example: income/expenses deriving from the sale of properties, plants and machinery, business units and shareholdings; expenses deriving from corporate reorganisation and rationalisation processes/projects, including those connected to corporate transactions (mergers, demergers, etc.); charges arising from regulatory fines and penalties and related liabilities; other provisions for risks and charges, and the corresponding write-offs; expenses for the settlement of disputes; impairment losses on goodwill and/or other intangible and tangible assets.

In regard, once again, to the aforementioned CONSOB resolution, the amounts of positions or transactions with related parties have been reported separately.

Segment reporting

Disclosures relating to business sectors have been prepared in accordance with IFRS 8 “Operating Sectors”, which provides for the presentation of disclosures in accordance with the procedures adopted by management for making operational decisions. Therefore, the identification of the operating sectors and the disclosures presented are defined on the basis of internal reporting used by management for the allocation of resources to the different sectors and for the analysis of their performance.

An operating segment is a component of an entity:

- that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity);
- whose operating results are reviewed periodically by the top operating level of the entity (the Board of Directors for INWIT) in order to adopt decisions concerning the resources to be allocated and to assess the results;
- for which discrete financial information is available.

The Group has identified only one operating segment (which also represents the level at which the goodwill is monitored by management and will be tested for impairment), namely the Integrated Site Management business.

Specifically, the management information note prepared and made available to the Board of Directors for the aforementioned purposes considers the business activity carried out by INWIT as a unified whole; therefore, the financial statements do not contain any segment reporting. The geographical area coincides with the territory of Italy.

Note 2 – Accounting policies

The main accounting policies and the most significant valuation criteria used to prepare these financial statements are described briefly hereafter.

Going concern

The INWIT Group's Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 have been prepared on a going concern basis as there is a reasonable expectation that the Group will continue its operations in the foreseeable future (and in any event with a time horizon of more than twelve months).

Accounting policies

The accounting policies adopted in the preparation of the Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 are consistent with those used in the Consolidated Financial Statements as of December 31, 2024, to which reference should be made, except for the adjustments required by the nature of the interim reporting.

In addition, in the Condensed Consolidated Quarterly Financial Statements as of March 31, 2025, income taxes for the period are determined on the basis of the best possible estimate in relation to the available information and on the reasonable expectation of the year's performance until the end of the tax period. By convention, liabilities for taxes (current and deferred) on income for the interim period are recorded net of advance payments and tax credits (limited to those for which reimbursement has not been requested), as well as deferred tax assets and classified as an adjustment to the "Provision for deferred taxes". If said balance is positive it is entered, conventionally, under "Deferred Tax Assets".

Business combinations

Business combinations are accounted for using the acquisition method when all the goods and assets acquired meet the definition of a business activity and the Group gains control of them. In determining whether a given set of goods and assets represents a business activity, the Group assesses whether that set includes, at a minimum, a substantial input and process and whether it has the capacity to create production.

According to the acquisition method, the consideration transferred and the identifiable net assets acquired are usually recognised at fair value at the date of acquisition of control.

The positive difference, if any, between the consideration transferred (plus the value assigned to any non-acquired third-party shareholdings) and the value of the identifiable net assets is recognised as goodwill. Any negative difference ("gain from a purchase at favourable prices") is recognised in profit or loss at the date of acquisition of control.

Third-party holdings are initially valued in proportion to their share of the identifiable net assets of the acquired entity at the date of acquisition.

If applicable, the consideration transferred is increased by any contingent consideration (subject to conditional future consideration) measured at fair value and by any equity investment previously held by the Group in the acquired entity, also remeasured at fair value. If contingent consideration meets the definition of a financial instrument and is classified as equity, it is not subsequently measured and future extinguishment is accounted for directly in equity.

Other contingent consideration is measured at fair value at each reporting date and changes in fair value are recognised in profit or loss for the period.

Goodwill arising from a business combination is not amortised, but is subject at least annually to impairment tests in the presence of impairment indicators. Any impairment losses of goodwill are never recovered in subsequent periods. (See paragraph "Impairment of intangible and tangible assets (Goodwill)" below.

Consolidation principles

Included in the Condensed Consolidated Quarterly Financial Statements as of March 31, 2025 are the financial statements of all subsidiaries from the date control is assumed until such control ceases.

The financial statements of all subsidiaries have closing dates that coincide with those of the Parent.

Control exists when the Parent INWIT simultaneously has:

- ✓ decision-making power, that is, the ability to direct the relevant activities of the investee, i.e., those activities that have a significant influence on the results of the investee;
- ✓ the right to variable (positive or negative) results derived from its shareholding in the entity;
- ✓ the ability to use its decision-making power to determine the amount of results derived from its shareholding in the entity.

The existence of control is verified whenever facts and circumstances indicate a change in one or more of the three qualifying elements of control.

The scope of reporting of economic data and non-financial information appears to be the same as in the Consolidated Financial Statements, which are therefore composed of the Parent Company and the companies belonging to the Group as at March 31, 2024 consolidated using the full method.

In the preparation of the Condensed Consolidated Quarterly Financial Statements, the assets, liabilities, as well as expenses and revenues of the consolidated enterprises are assumed line by line in their total amount, allocating to non-controlling interests, if any, in appropriate items of the consolidated statements of financial position, consolidated income statement, and consolidated statements of comprehensive income the share of equity and net income for the year to which they are entitled.

Pursuant to IFRS 10 (Consolidated Financial Statements), comprehensive loss (including profit/loss for the year) is attributed to the owners of the parent and non-controlling interests, even when the equity attributable to non-controlling interests has a negative balance.

In the preparation of the Condensed Consolidated Quarterly Financial Statements, all balance sheet, income statement, and financial balances between Group companies, as well as unrealized gains and losses on intercompany transactions, are eliminated.

The carrying amount of the investment in each of the subsidiaries is eliminated against the corresponding share of the equity of each of the subsidiaries including any fair value adjustments as of the date of

acquisition of control. On that date, goodwill, determined as explained below, is recorded under intangible assets, while any “gain deriving from a purchase at favourable prices (or negative goodwill)” is recorded in the consolidated income statement.

Under IFRS 10, changes in the parent’s ownership interest in a subsidiary that do not result in the loss or acquisition of control are accounted for as equity transactions. In such circumstances, the carrying amounts of controlling and non-controlling interests are adjusted to reflect changes in their relative interests in the subsidiary. Any difference between the value by which non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the parent.

Under IFRS 10, the parent, in the event of loss of control over a subsidiary:

- ✓ derecognises from the accounts:
 - assets (including goodwill) and liabilities;
 - the carrying amount of any non-controlling interests;
- ✓ recognises in the accounts:
 - the fair value of any consideration received;
 - the fair value of any remaining interest held in the former subsidiary;
 - any gain or loss from the transaction in the consolidated income statement;
 - the reclassification to the consolidated income statement of amounts related to the subsidiary previously recognised in other comprehensive income.

Use of accounting estimates

The preparation of the Condensed Consolidated Quarterly Financial Statements and related notes, in accordance with the IFRS, requires company management to make estimates and assumptions based also on subjective judgments, past experience and hypotheses considered reasonable and realistic in relation to the information known at the time of the estimate.

Such estimates have an effect on the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, as well as the amount of revenues and costs during the period.

Actual results could thus differ, even significantly, from such estimates owing to possible changes in the factors considered in the determination of such estimates.

Estimates are reviewed periodically and any changes resulting from changes in estimates are recognised prospectively.

The most significant accounting estimates involving a high reliance on assumptions and subjective judgments are given in the Consolidated Financial Statements as of December 31, 2024 to which reference is made.

New standards and interpretations incorporated by the eu and in effect since January 1, 2025

Pursuant to IAS 8 (Accounting Policies, Changes in Accounting Estimates and Errors), the IFRS in effect since January 1, 2025 are indicated and briefly described hereafter. Specifically:

Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates

The purpose of the changes introduced by the new principle is to check whether a currency is exchangeable for another currency. The new IAS 21 introduces new requirements for determining when one currency is convertible into another and when it is not. The newly inserted amendments require the company using IAS 21 to estimate the spot exchange rate when it determines that a given currency is not convertible into another.

The adoption of these amendments had no effect on the Condensed Consolidated Quarterly Financial Statements as of March 31, 2025.

Accounting standards, amendments and interpretations ifrs and ifric endorsed by the european union, not yet mandatorily applicable and not early adopted by the group as of March 31, 2025

As of the date of this financial report, there are no standards, new and amended, issued, but not yet in force.

Accounting standards, amendments and interpretations ifrs and ifric not yet endorsed by the European Union

As of the date of this financial report, the competent bodies of the European Union have not yet completed the endorsement process necessary for the adoption of the amendments and standards described below. The directors are currently evaluating the possible effects of introducing these changes on INWIT’s separate financial statements:

- ✓ *Amendments to the classification and measurement of financial instruments (Amendments to IFRS 9 and IFRS 7)* (published May 30, 2024). The amendments apply from fiscal years beginning on or after January 1, 2026;
- ✓ *IFRS 18 Presentation and disclosure in financial statements* (published April 9, 2024). The amendments apply from fiscal years beginning on or after January 1, 2027;
- ✓ *IFRS 19 Subsidiaries without public accountability: disclosures* (published May 9, 2024). The amendments apply from fiscal years beginning on or after January 1, 2027.
- ✓ *Annual improvements – Volume II*. The amendments apply from the financial years beginning on or after January 1, 2026;
- ✓ *Contracts referencing nature-dependent electricity (Amendments to IFRS 9 and IFRS 7)*. The amendments apply from the financial years beginning on or after January 1, 2026.

The potential impacts on the consolidated financial statements from application of these new standards and interpretations are currently being assessed.

Note 3 – Scope of consolidation

The number of INWIT Group’s subsidiaries and associated companies is broken down as follows:

	03.31.2025		
Companies	Italy	Outside Italy	Total
subsidiaries consolidated on a line-by-line basis	1	-	1
Joint ventures accounted for using the equity method		-	-
associates accounted for using the equity method	-	-	-
Total companies	1	-	1

The list of INWIT Group’s subsidiaries and associated companies is broken down as follows:

Company	Shareholding of INWIT SPA	Month of acquisition
Smart City Roma S.p.A.	52.08%	October 2024

Furthermore, for the wholly-owned subsidiaries 36 TOWERS S.r.l. and GIR TELECOMUNICAZIONI S.r.l., which were part of the INWIT Group as of December 31, 2024, INWIT announced their merger by incorporation by deed executed on December 10, 2024.

The merger shall be effective vis-à-vis third parties as of January 1, 2025, which is also the date on which the accounting and tax effects of the merger shall take effect.



Note 4 – Financial risk management and other risks

Market risk

The market risk consists in the possibility that changes of the interest and exchange rates or of the rating of the counterparts with which liquidity is utilised, could impact negatively on the value of the assets, liabilities, or expected cash flows.

Interest rate risk

At March 31, 2025, the fixed-rate loans entered into by the Inwit Group include:

- the bond equal to 1 billion euros nominal issued in July 2020;
- the bond equal to 750 million euros nominal issued in October 2020;
- the bond equal to 500 million euros nominal issued in April 2021;
- the 298 million euro loan agreement signed with the European Investment Bank.

The floating rate debt component at March 31, 2025 includes:

- the 500 million euro KPI-linked ESG financing contract;
- the 500 million euro revolving credit facility used for 175 million euros indexed to EURIBOR;
- short-term uncommitted credit lines drawn down for 108 million euros;
- the two-year bank loans of 200 million euros concluded in May 2024 with three financial institutions.

In view of the Group’s current financial structure, which has a percentage of fixed-rate debt of around 70% of the total financial debt, the Group considers its exposure to the risk of interest rate fluctuations to be under control and did not consider it necessary to enter into derivative contracts to mitigate this risk.

Exchange rate risk

The Group operates exclusively in euros and therefore, is not exposed to exchange rate risk.

Credit risk

The Group’s exposure to credit risk consists of the potential losses that could derive from the failure of the counterparts, both commercial and financial, to fulfil the obligations undertaken. Such exposure mainly stems from general economic and financial factors, the potential occurrence of specific insolvency situations of some borrowers and other more strictly technical-commercial or administrative factors.

The maximum theoretical exposure of the Group to credit risk is the book value of the financial assets and trade receivables recorded in the financial statements.

The Group’s main customers are TIM and Fastweb + Vodafone, which, during the period of reference of this Consolidated Financial Statement, generated total revenues of 235,684 thousand euros, equal to 88.5% of total revenues.

The other customers of the Group are the leading national mobile operators with which it has entered into multi-year contracts to provide hosting services and other ancillary services.

Therefore, the Group is exposed to the risk of concentration of revenues and to credit risk arising from the possibility that its commercial counterparts are not capable or able to meet their obligations, a risk that is considered moderate in view of the financial solidity of the counterparties.

The possible default by one of its commercial and financial counterparts could involve negative effects on the income, balance sheet, and financial situation of the Group.

With regard to counterparty risk, formalised procedures for the assessment and assignment of commercial and financial partners are adopted for credit management and financial risk management.

Liquidity risk

To meet its liquidity needs, the Group has a number of uncommitted bank lines and a 500 million euro revolving credit facility (RCF) issued by a pool of domestic and international banks and available until March 2027, to be used to support working capital and for general cash flow needs.

At March 31, 2025, this RCF line was drawn down for 175 million euros while the uncommitted bank lines were drawn down for a total of 108 million euros.

Climate change risks

As part of its sustainability strategy, the Group is committed to identifying and assessing climate risks, analysing their effects and impact on its business both qualitatively and quantitatively.

Climate Change risk includes all risks arising from extreme weather events or long-term climate change with possible direct repercussions on the assets, activities and services provided, as well as transition risks related to legal, technological, reputational or market effects in the transition to a zero-emission economy.

The following Physical Risks due to **climate change** have been identified:

- ✔ **Windstorms** – Can cause damage to towers. For each site, the gust velocity is associated with a probability of failure of the tower (e.g., tower failure with velocity >180 km/h);
- ✔ **Fires** – If occurring near INWIT assets can cause damage to rawland sites, resulting in the need for intervention and repair costs.
- ✔ **Flooding** – Can cause damage to electrical equipment at rawland sites. In addition, for rooftop sites, the height of water can cause damage to the tower support structure to the point of failure;
- ✔ **Heat Waves** – Impact assets by both increasing the number of maintenance operations and energy consumption for cooling systems.

An economic assessment of the impact on INWIT’s assets was conducted for these risks, based on the different climate scenarios analysed.

In addition, the following Transition Risks have been identified:

- ✔ **Increased cost of technology**: this risk would result in INWIT having to adapt infrastructure assets (piling, power supply and air conditioning);
- ✔ **increased fossil fuel electricity prices**: the Company monitors this risk through the implementation of a specific process guided by a dedicated unit, aimed at managing issues relating to energy procurement.

As of 2023, INWIT publishes a TCFD Report (to which readers should refer) incorporating the reporting framework set out by the Task Force on Climate-related Financial Disclosure (TCFD) and provides key information regarding the functions and processes used by the company to monitor and manage climate-related risks and opportunities, the climate goals it has set itself, with associated metrics for monitoring them, and the strategy developed to achieve them.

In any case, there is no impact on the Consolidated Financial Statements as at March 31, 2025 or on the company’s business outlook.

Emerging risks related to global economic conditions

Emerging risks are defined as risks with characteristics (of severity, likelihood, interdependence etc.) undergoing unexpected change and “tailing off” (known risks), or relating to events that have not occurred in past time series (new risks) that could have impacts in the short term but also in the long term, understood as the time horizon of the strategic plan.

In this context, the following emerging risks related to global economic conditions have been identified, also in relation to the ongoing conflicts:

- ✔ **Increase in inflation**: this is a risk related to the impact of inflation on the Group’s operating costs, investments and funding costs and the possibility that these increases due to inflation may not be adequately covered by the indexation of revenues. INWIT has inflation-linked contracts, in particular MSA contracts that are entirely linked to inflation trends to the extent of 100%, without a cap and with a floor value of zero;
- ✔ **increase in commodity costs and delays and blockages in the supply chain**: : this risk relates to the uncertain market environment and potential problems in global logistical supply chains with impacts on the increase in commodity costs and potential delays in the supply chain;
- ✔ **increase in interest rates**: this risk is related to the adverse fluctuations in interest rates with potential impacts for borrowing expenses incurred. In this regard, it should be noted that as of March 31, 2025, approximately 70% of the debt instruments available to the Company have fixed rates;
- ✔ **macroeconomic context**: the objectives of the company are influenced by the current macroeconomic environment as well as by developments in the telecommunications market. In particular, prolonged competitive and financial pressure on revenues and margins of market participants could reduce the investment capabilities of Inwit’s core customers and impact the prospects for consolidation in the industry.

For full details of the main risks and uncertainties, please refer to the appropriate section “Enterprise Risk Management” in these Condensed Consolidated Quarterly Financial Statements.

Financial assets and liabilities by category

For the purpose of providing information to allow a comparison between the book value and fair value of the financial instruments (required by IFRS 7), it is pointed out that the following assumptions were made to determine the fair value (fair value level 2):

- ✔ for fixed- and variable-rate loans: the nominal repayment amount has been assumed;
- ✔ for trade payables and receivables and for current financial assets and liabilities, it is believed that their book value is a reasonable approximation of their fair value.

The following table shows the assets and liabilities as of March 31, 2025 according to the categories under IFRS 9.

Note 5 – Goodwill

As at 31 March 2025, goodwill changed as follows:

(thousands of euros)	12/31/2024	Other changes	03/31/2025
Goodwill	6,167,348	581	6,167,929
Total	6,167,348	581	6,167,929

The increase recorded during the quarter, equal to 581 thousand euros, corresponds to the goodwill arising from the purchase price adjustment of the shareholding in Smart City Roma S.p.A.

In accordance with IAS 36, goodwill is not subject to amortization but is tested for impairment at least annually or more frequently if specific events or circumstances arise leading to the presumption of such impairment.

Specifically, as of March 31, 2025, no exogenous or endogenous events have been identified such that a new impairment test is deemed necessary and will be conducted at year-end.

Note 6 – Intangible assets with a finite useful life

Intangible assets with a finite useful life comprised the following, with the following changes:

(thousands of euros)	12/31/2024	Investments	Depreciation and amortisation	Other changes	03/31/2025
Patent rights and utilisation of intellectual property	17,309	2,235	(2,706)	640	17,478
Other intangible assets	348,237	-	(25,646)	(1)	322,590
Intangible assets under development and advances	11,381	243	-	(1,661)	9,963
Total	376,927	2,478	(28,352)	(1,022)	350,031

Capital expenditures for the period totalled 2,478 thousand euros, mainly referring to IT development projects, technology and other intangible investments, and are expressed net of the NRRP contribution (49 thousand euros).

	03/31/2025	Amounts recorded in the financial statements pursuant to IFRS 9			
(thousands of euros)		Amortised cost	Cost	Fair value recognised in equity	Fair value recognised in the income statement
ASSETS					
Non-current assets					
Non-current financial assets					
of which loans and receivables	8,483	8,483			
(a)	8,483	8,483			
Current assets					
Trade and miscellaneous receivables and other current assets					
of which loans and receivables	87,731	87,731			
Financial receivables and other current financial assets					
of which loans and receivables	1,000	1,000			
Cash and cash equivalents	56,841	56,841			
(b)	145,572	145,572			
Total (a+b)	154,055	154,055			
LIABILITIES					
Non-current liabilities					
Non-current financial liabilities					
of which liabilities at amortised cost	4,045,104	4,045,104			
(c)	4,045,104	4,045,104			
Current liabilities					
Current financial liabilities					
of which liabilities at amortised cost	465,244	465,244			
Trade and miscellaneous payables and other current liabilities					
of which liabilities at amortised cost	186,548	186,548			
(d)	651,792	651,792			
Total (c+d)	4,696,896	4,696,896			

Note 7 – Property, plant and equipment

Owned property, plant and equipment

Property, Plant and Equipment comprised the following, with the following changes:

(thousands of euros)	12/31/2024	Investments	Disposals	Depreciation and amortisation	Other changes	03/31/2025
Land	134,206	10,130	-	-	248	144,584
Plant and equipment	1,081,789	3,947	(1,202)	(19,729)	32,105	1,096,910
Manufacturing and distribution equipment	4,835	6	(10)	(291)	38	4,578
Other goods	798	22	-	(84)	24	760
Construction in progress and advance payments	118,797	45,488	-	-	(32,908)	131,377
Total	1,340,425	59,593	(1,212)	(20,104)	(493)	1,378,209

The additions during the period, amounting to 59,593 thousand euros, mainly relate the construction of new sites, extraordinary maintenance, the construction of DAS systems, the capitalisation of labour costs (company labour) and purchase of backhauling sections and are expressed net of the NRRP contribution (5,218 thousand euros).

The gross value and accumulated depreciation as of March 31, 2025 are detailed as follows:

(thousands of euros)	Gross Value as of 03/31/2025	Accumulated impairment losses	Depreciation Provision	Net value as of 03/31/2025
Land	144,584	-	-	144,584
Plant and equipment	2,260,029	(525)	(1,162,594)	1,096,910
Manufacturing and distribution equipment	5,860	-	(1,282)	4,578
Other goods	1,833	-	(1,073)	760
Construction in progress and advance payments	131,377	-	-	131,377
Total	2,543,683	(525)	(1,164,949)	1,378,209

The property, plant, and equipment are not subject to liens, mortgages, or other charges.

Note 8 – Right-of-use assets

Right-of-use assets comprised the following, with the following changes:

(thousands of euros)	12/31/2024	Investments	Lease increases/ (decreases)	Depreciation and amortisation	Other changes	03/31/2025
Rights of use on civil and industrial buildings	138,040	19,090	-	(1,809)	1,406	156,727
Rights of use on plant and equipment	1,021,312	2,348	33,134	(47,084)	192	1,009,902
Rights of use on other assets	1,069	-	-	(112)	-	957
Total	1,160,421	21,438	33,134	(49,005)	1,598	1,167,586

Additions in the period, amounting to 21,438 thousand euros, are mainly represented by the purchase of surface rights, the capitalization of lease renegotiation fees, and the capitalization of labor costs, and are expressed net of the NRRP contribution (148 thousand euros).

Lease increases refer to new leases (in relation to a new site or the renegotiation of leases).

Lease decreases refer to leases that expired or were renegotiated during the period



Note 9 – Non-current and current financial receivables

Non-current and current financial receivables have the following breakdown and changes:

(thousands of euros)	12/31/2024	Changes in the period	03/31/2025
Financial receivables (medium/long-term):			
Staff loans	30	(14)	16
Income from financial expenses	8,697	(230)	8,467
Total non-current financial receivables (a)	8,727	(244)	8,483
Financial receivables (short-term):			
Staff loans	115	(33)	82
Income from financial expenses	918	-	918
Total current financial receivables (b)	1,033	(33)	1,000
Total financial receivables (a+b)	9,760	(277)	9,483

Medium/long-term and short-term financial receivables refer to the residual amount of accrued income from financial charges (9,385 thousand euros) related to the discounting of debts with significant financial component and loans granted to employees (98 thousand euros).

Note 10 – Trade and miscellaneous receivables and other assets (non current and current)

Trade receivables, miscellaneous and other non-current and current assets have the following breakdown and changes:

(thousands of euros)	12/31/2024	of which IFRS 9 Financial Instruments	Other changes	03/31/2025	of which Financial Instruments
Other non-current assets	IFRS 9	-	294	3,792	-
Other non-current miscellaneous receivables	101,911	-	(16,214)	85,697	-
Total Miscellaneous receivables and other non-current assets (a)	105,409	-	(15,920)	89,489	-
Deferred tax assets (b)	7,858		2	7,860	-
Total trade receivables (c)	86,893	86,893	838	87,731	87,731
Other current assets	13,804	-	3,130	16,934	-
Non-current miscellaneous receivables - short-term share	3,105	-	161	3,266	-
Miscellaneous operating receivables	30,352	-	8,143	38,495	-
Miscellaneous non-operating receivables	64,842	-	-	64,842	-
Total miscellaneous receivables and other current assets (d)	112,103	-	11,434	123,537	-
Total trade and miscellaneous receivables and other current assets (c+d)	198,996	86,893	12,272	211,268	87,731
Total income tax receivables (e)	4	-	(4)	-	-
Total (a+b+c+d+e)	312,267	86,893	(3,650)	308,617	87,731

Miscellaneous receivables and other non-current assets, amounting to 89,489 thousand euros, mainly relate to the medium/long-term portion of the substitute taxes paid by the company for the realignment and franking of goodwill recorded in the financial statements, which will be deferred over the duration of the fiscally recognised amortisation of the goodwill.

Deferred tax assets, amounting to 7,860 thousand euros, derive from the recognition, of advance taxes on temporary differences between the values of assets and liabilities shown in the financial statements and the values recognised for tax purposes.

Trade receivables, totalling 87,731 thousand euros, mainly refer to hosting services and the recovery of costs for services provided. Receivables are expressed net of the loan impairment fund of 3,657 thousand euros.

Miscellaneous receivables and other current assets, amounting to 123,537 thousand euros, mainly refer to security deposits, advances to suppliers, receivables from the tax authorities for taxes and duties, and the short-term portion of substitute taxes settled by the company for the realignment and franking of goodwill recorded in the financial statements, which will be deferred over the duration of the fiscally recognised amortisation of the goodwill.

The book value of the trade and miscellaneous receivables and other assets (non-current and current) is considered a reasonable approximation of their respective fair value.



Note 11 – Equity

Consolidated equity is composed as follows:

(thousands of euros)	12/31/2024	03/31/2025
Equity attributable to owners of the Parent Company	4,076,546	4,170,155
Non-controlling interests	5,623	8,034
Total	4,082,189	4,178,189

As at March 31, 2025, the equity attributable to the shareholders of the Parent Company amounted to 4,170,155 thousand euros and is composed as follows:

(thousands of euros)	12/31/2024	Changes in the period	03/31/2025
Share capital issued	600,000	-	600,000
<i>Treasury shares</i>	(116)	-	(116)
Share capital	599,884	-	599,884
Share premium reserve	1,639,816	-	1,639,816
Other reserves and earnings (losses) carried forward, including the result for the period	1,482,741	590	1,483,331
Legal reserve	120,010	(10)	120,000
Provision for instruments representing equity	2,697	600	3,297
Treasury share reserve in excess of nominal value	(1,520)	-	(1,520)
Locked-up Reserve under Law 178/2020 ^[16]	1,361,880	-	1,361,880
Other reserves	(326)	-	(326)
Retained earnings (losses) including earnings (losses) for the period	354,105	93,019	447,124
Total	4,076,546	93,609	4,170,155

The increase in the item **Retained earnings (losses) including earnings (losses) for the period**, compared to December 31, 2024, is mainly due to the profit for the period (91,369 thousand euros) and pro-rata to the capital contribution on the company Smart City Roma S.p.A. (2,230 thousand euros).

Benefit plans in the form of employee stock options

The Provision for instruments representing equity of 3,297 thousand euros refers to:

- ✓ the LTI plans (3,258 thousand euros) in existence at March 31, 2025, used for retention and long-term incentive purposes for managers;
- ✓ the broad-based share option plan (39 thousand euros) in existence and subscribed to by INWIT employees.

16. The Locked-up Reserve provided for by Law 178/2020 provides that the company, following the realignment of the tax value to the statutory value of the intangible assets recognised in the financial statements as of December 31, 2019, including goodwill, has the obligation to restrict an equity reserve for an amount equal to the tax revaluation, net of the substitute tax due on the realignment, subjecting it to the tax suspension regime.

Note 12 – Provisions

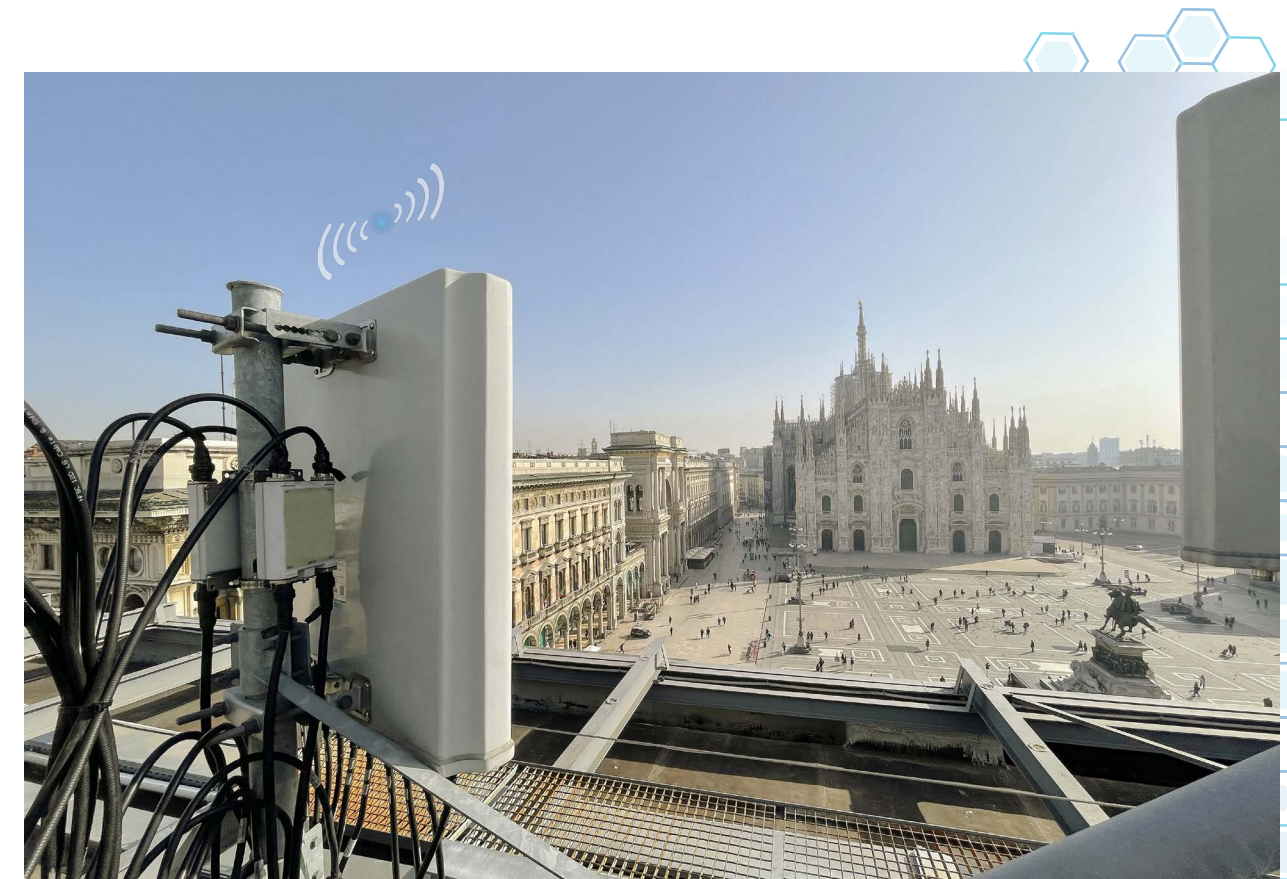
The item has the following breakdown and movements:

(thousands of euros)	12/31/2024	Increase	Decrease	Other changes	03/31/2025
Provision for restoration costs	282,190	1,030	(220)	-	283,000
Deferred tax liabilities	142,032	2,538	-	-	144,570
Provision for legal disputes and other risks	4,393	433	(540)	-	4,286
Total	428,615	4,001	(760)	-	431,856
Of which:					
<i>Non-current amount</i>	<i>428,165</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>431,406</i>
<i>Current amount</i>	<i>450</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>450</i>

The **Provision for restoration costs** increased due to both the allocation of costs for the dismantling of sites connected with the passage of time (945 thousand euros) and the building of new sites in the first quarter of 2025 (85 thousand euros). The decrease in the provision for restoration charges relates to the use to cover decommissioning costs incurred in the period (220 thousand euros).

Deferred tax liabilities mainly increased due to taxes recognized in the income statement.

The **Provision for legal disputes and other risks** decreased by a total of 107 thousand euros, as the balance between the new allocations and uses from the provision for legal disputes and other risks.



Note 13 – Financial liabilities (non-current and current)

Financial liabilities (non-current and current) (gross financial debt) were broken down as follows:

(thousands of euros)	12/31/2024	Other changes	03/31/2025
Amounts due to banks	995,461	(17,624)	977,837
Corporate Bonds	2,240,929	692	2,241,621
Other financial payables	6,050	87	6,137
Leasing liabilities	820,121	(612)	819,509
Total non-current financial liabilities (a)	4,062,561	(17,457)	4,045,104
Amounts due to banks	412,514	(104,338)	308,176
Corporate Bonds	17,658	9,785	27,443
Other financial payables	4,818	(1,233)	3,579
Leasing liabilities	144,443	(18,397)	126,046
Total current financial liabilities (b)	579,427	(114,183)	465,244
Total Financial liabilities (Gross financial debt) (a+b)	4,641,988	(131,640)	4,510,348
Gross financial debt excluding IFRS16	3,677,424		3,564,793

Financial payables (medium/long-term):

- ✓ **Amounts due to banks** mainly refer to the loans net of related accruals and deferrals:
 - ESG KPI-linked term loan for a nominal amount of 500,000 thousand euros with bullet repayment. During 2024, the option to extend the maturity from April 2025 to April 2027 was formalised;
 - a loan from the EIB with a total nominal value of 298,000 thousand euros with amortising repayment beginning in February 2026 and maturing in August 2033;
 - bank loans with a total nominal amount of 200,000 thousand euros with bullet repayment and maturity in May 2026.
- ✓ **Corporate Bonds** refer to the following, net of related accruals and deferrals:
 - the bond issued in July 2020 with a nominal value of 1,000,000 thousand euros maturing on July 8, 2026, coupon 1.875%, issue price 99.809%;
 - the bond issued in October 2020 with a nominal value of 750,000 thousand euros maturing October 21, 2028, coupon 1.625%, issue price 99.755%;
 - the bond issued in April 2021 with a nominal value of 500,000 thousand euros maturing April 19, 2031, coupon 1.75%, issue price 99.059%.
- ✓ **Other financial payables** refer to trade payable to Fastweb + Vodafone with a significant financial component.
- ✓ **Finance lease liabilities** refer to leases.

Financial payables (short-term):

- ✓ **Amounts due to banks** mainly refer, net of related accruals, to the use of uncommitted bank lines for 108,301 euros thousand and to the use of the Revolving Credit Facility for 175,000 thousand euros;
- ✓ **Corporate Bonds** refer to the accrued portions of the coupons of the Bonds;
- ✓ **Other financial payables** refer to trade payable to Fastweb + Vodafone with a significant financial component;
- ✓ **Finance lease liabilities** refer to leases.

Covenants, negative pledges and other contract clauses in effect at March 31, 2025

The loan agreements include some general pledges and covenants, both positive and negative, in line with market practice for loans of similar amounts and nature, which give the lending Banks the right to cancel the commitments undertaken and/or request the early repayment of the sums drawn by the Group.

The bonds issued by Inwit S.p.A. and the bank loans do not contain financial covenants.

The EIB loan agreement in support of the “Digital Infrastructure Development Project,” granted for 250 million euros in August 2021, as well as the additional tranche of the loan granted in November 2022 and used in December 2022 for an additional 48 million euros, and the additional loan of 350 million euros granted in February 2025 and not yet used, in support of the new “Digital Infrastructure Development II,” contain a rating loss clause under which, in certain circumstances, the bank is entitled to request the provision of guarantees to support the loan.

The first two loans, granted in August 2021 and November 2022, also include a Change of Control clause renegotiated in December 2022 to include the new shareholding structure, which allows the EIB in certain cases to request repayment of the loan.

The loan granted in February 2025 includes a similar Change of Control clause with a consultation mechanism between the parties and potential early repayment.

With reference to the other bank loan and bond agreements, the Group is also required to notify a change of control, for which the cases and consequences – including the provision of guarantees or early repayment of the amount disbursed and cancellation of the commitment unless otherwise agreed – are specifically regulated in the individual agreements.

At March 31, 2025, no covenant, negative pledge clause or other clause relating to the above-described debt position had been breached or violated.

Note 14 – Net Financial Debt

The following table shows the composition of the INWIT Group’s net financial debt as at March 31, 2025 and December 31, 2024, determined in accordance with the “Guidance on Disclosure Requirements under the Prospectus Regulation” issued by the European Securities & Markets Authority (ESMA) on March 4, 2021 (ESMA32-382-1138) and implemented by CONSOB with Warning no. 5/21 of April 29, 2021.

The table also includes the reconciliation of net financial debt calculated according to the aforementioned criteria established by ESMA with that calculated according to the criteria of the INWIT Group.

(thousands of euros)	03/31/2025 (*)	12/31/2024
A) Cash	-	-
B) Cash and cash equivalents	56,841	115,133
C) Total current financial liabilities	-	-
D) Liquidity (A + B + C)	56,841	115,133
E) Current financial payables	-	-
F) Current portion of financial payables (medium/long-term)	465,244	579,427
G) Current financial debt (E+F)	465,244	579,427
H) Net current financial debt (G-D)	408,403	464,294
I) Financial payables (medium/long-term)	1,797,346	1,815,582
J) Bonds issued	2,241,621	2,240,929
K) Trade payables and other non-current payables	6,137	6,050
L) Non-current financial debt (I+J+K)	4,045,104	4,062,561
M) Net Financial Debt as per ESMA recommendations (H+L)	4,453,507	4,526,855
Other financial receivables and non-current financial assets	(8,483)	(8,727)
Other financial receivables and other current financial assets	(1,000)	(1,033)
INWIT Group Net Financial Debt	4,444,024	4,517,095

(*) As regards the effects of related party transactions on Net Financial Debt, reference should be made to the specific table included in the Note “Related Parties”.

Note 15 – Trade and miscellaneous payables and other (non-current and current) net liabilities

As of March 31, 2025, the item is composed as follows:

(thousands of euros)	12/31/2024	of which IFRS 9 Financial Instruments	Other changes	03/31/2025	of which IFRS 9 Financial Instruments
Other non-current liabilities	55,446	-	887	56,333	-
Miscellaneous non-current operating payables	(2)	-	-	(2)	-
Total miscellaneous payables and other non-current liabilities (a)	55,444	-	887	56,331	-
Total trade payables (b)	212,580	212,580	(26,032)	186,548	186,548
Other current liabilities	20,370	-	12,445	32,815	-
Miscellaneous current operating payables	32,669	-	2,127	34,796	-
Miscellaneous current non-operating payables	681	-	(641)	40	-
Total miscellaneous payables and other current liabilities (c)	53,720	-	13,931	67,651	-
Total trade and miscellaneous payables and other current liabilities (b+c)	266,300	212,580	(12,101)	254,199	186,548
Total income tax payables (d)	5,445	-	(4)	5,441	-
Total (a+b+c+d)	327,189	212,580	(11,218)	315,971	186,548

Miscellaneous payables and other non-current liabilities, amounting to 56,331 thousand euros, mainly relate to accruals on contracts receivable from customers.

Trade payables, totalling 186,548 thousand euros, refer mainly to the supply of electrical power and rents due. It should also be noted that the Group has entered into reverse factoring agreements whose terms do not alter the commercial nature of the payables.

Miscellaneous payables and other current liabilities, amounting to 67,651 thousand euros, mainly refer to prepaid expenses on contracts with customers, tax payables, payables to personnel, and payables to shareholders relating to the payment of dividends in 2024.

Current income tax payables, amounting to 5,441 thousand euros, refer to IRES and IRAP debts net of advance payments during the year.

The book value of trade and miscellaneous payables and other current liabilities is considered a reasonable approximation of their respective fair value.

Note 16 – Revenues

Consolidated revenues amounted to 266,248 thousand euros, broken down as follows:

(thousands of euros)	1st Quarter 2025	1st Quarter 2024
Revenues		
Revenues from TIM	111,923	108,600
Revenues from Fastweb + Vodafone	123,761	111,827
Revenues from third parties	30,564	34,212
Total	266,248	254,639

Revenues from TIM and Revenues from Fastweb + Vodafone mainly refer to services under the Master Service Agreements in place with the two Anchor customers.

The item **Revenues from third parties**, refers essentially to hosting services offered by the Group to Italian mobile operators. Relationships with these operators are regulated by long-term commercial agreements.

The following is a breakdown of the composition of Revenue divided by service type:

(thousands of euros)	1st Quarter 2025	1st Quarter 2024
Revenues		
Towers – Anchors	214,963	210,073
Towers – OLO & Others	29,436	30,285
Smart Infra – Das, Fiber, others	21,849	14,281
Total	266,248	254,639

As regards the breakdown of revenues by geographical area, it should be noted that they are entirely generated in Italy.

Note 17 – Acquisition of goods and services

Acquisition of goods and services totalled 12,748 thousand euros and are detailed below:

(thousands of euros)	1st Quarter 2025	1st Quarter 2024
Purchases of materials and goods for resale (a)	163	159
Costs for services		
Maintenance	3,153	4,219
Professional services	1,444	1,133
Other service expenses	5,353	5,460
(b)	9,950	10,812
Lease and rental costs (c)	2,635	1,632
Total (a+b+c)	12,748	12,603

The change in “Costs for miscellaneous services and supplies” mainly reflects the increase in costs for miscellaneous services and supplies and costs for use of third-party assets.

Note 18 – Finance income and expenses

Financial income

Financial income is 396 thousand euros and refers mainly to interest income on bank deposits.

Financial expenses

Financial expenses amount to 32,723 thousand euros, broken down as follows:

(thousands of euros)	1st Quarter 2025	1st Quarter 2024
Interest expenses and other financial expenses		
Interest to banks	13,185	10,323
Finance expenses for corporate bonds	10,478	10,521
Interest expense for finance leases	7,617	6,996
Bank fees	1,092	916
Other financial expenses	351	1,538
Total	32,723	30,294

Interest to banks refers to the interest paid during the period under the loan agreements described in Note 13 – Financial liabilities (non-current and current).

Finance expenses for corporate bonds refer to commissions, issuance inconveniences and corporate bond coupons for the period in question.

Interest expense for finance leases relate to finance leases following the application of IFRS 16.

Bank fees mainly refer to fees paid to banks arising from the 500 million euros ESG KPI-linked Term Loan, the 500 million euros Revolving Credit Facility and the bilateral credit lines, and partly to guarantee fees.

The **other financial expenses** chiefly refer to the adjustment of the provision for restoration charges.

Note 19 – Contingent liabilities, commitments and guarantees

Main disputes and pending legal actions

As of March 31, 2025, the INWIT Group is involved in 771 disputes, of which 11 are tax-related and 88 initiated by the group in criminal proceedings through complaint.

There are 53 litigations with which a “probable” risk of losing the case has been associated based on the opinions of external lawyers supporting the Group in its defence as at March 31, 2025.

In view of the progress of the aforementioned legal proceedings and based on the information available at the time of closing these Condensed Consolidated Quarterly Financial Statements as of March 31, 2025, a total amount of 3,836 thousand euros has been allocated to the provision, which correctly reflects the outstanding contingent liabilities.

Commitments and guarantees

With regard to guarantees issued by banks or insurance companies to owners of the land where the infrastructure is located, the Group has undertaken to reimburse all sums that for any reason whatsoever the bank or the insurance company were to bear due to failure to comply with contractual obligations, the Company waiving any objection or opposition, including any legal action.

In particular, we highlight the following:

- ✓ the bank and insurance guarantees of 9.898 million euros and 1.471 million euros respectively relate to guarantees provided by banks/insurance companies for leases or concessions of the spaces on which the Group’s infrastructure is based;
- ✓ the bank guarantees totalling 163,500 million euros relate to guarantees provided by banks to Infratel under the Italy 5G Plan called “Densification” for the Temporary Grouping of Enterprises composed of INWIT as mandated and TIM and Fastweb + Vodafone as principals; In this context, INWIT received specular bank counter-guarantees totalling 111,180 million euros. Finally, the bank guarantees amounting to a total of 4.869 million euros refer to guarantees provided by banks to the Municipality of Roma Capitale under the Rome 5G tender.

Note 20 – Related parties¹⁷

Related party transactions concluded in the first quarter of 2025 are attributable to dealings with Fastweb + Vodafone and TIM S.p.A. groups as well as with INWIT S.p.A.’s Key Managers (“Senior Management”) are largely related to the ordinary course of business and concluded on market-equivalent terms.

In any event, all transactions were carried out in compliance with the current legal and regulatory framework and submitted to the opinion and/or approval of the relevant corporate bodies. In fact, the governance rules adopted by the Group ensure that all transactions with related parties are carried out in compliance with the criteria set forth in the CONSOB Regulation adopted with Resolution No. 17221 of March 12, 2010, as amended.

To this end, the Group has adopted a procedure governing related party transactions, which can be consulted at the following link “Policies and procedures – INWIT”, last updated by resolution of the Board of Directors on May 13, 2021, effective as of July 1, 2021.

It should be noted that, in the first quarter of 2025, no transactions of major significance within the meaning of the aforementioned CONSOB Regulations were carried out.

The tables summarising the balances of related party transactions in absolute amounts and as a percentage of the corresponding values of the consolidated income statement, the statement of financial position and the statement of cash flows are shown below.



17. It should be noted that Fastweb + Vodafone and TIM S.p.A., and their related entities, have been considered Related Parties, even though there is no obligation to do so under IAS 24, in consideration of the relevance of the relations with these counterparties, which, according to a conservative approach, has led the INWIT Group to consider it appropriate to subject its relations with these entities to the Consob regulation as well as to the “Related Party Transactions” procedure.

Items of the consolidated statement of financial position

The effects of the transactions with related parties on the items of the statement of financial position at December 31, 2024 and March 31, 2025 are shown below:

ITEMS OF THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 12/31/2024

(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	% of the financial statement item (b)/(a)
NET FINANCIAL DEBT						
Non-current financial liabilities	(4,062,561)	(46,891)	(62,289)	-	(109,180)	2.3%
Current financial liabilities	(579,427)	(19,963)	(6,667)	-	(26,630)	4.6%
Non-current financial assets	8,727	-	8,516	-	8,516	97.6%
Current financial assets	1,033	-	792	-	792	76.7%
Total net financial debt	(4,517,095)	(66,854)	(59,648)	-	(126,502)	2.8%
OTHER STATEMENT OF FINANCIAL POSITION						
Trade and miscellaneous receivables and other current assets	198,996	22,908	17,411	-	40,319	20.3%
Miscellaneous payables and other non-current liabilities	(55,444)	(8,603)	(18,546)	-	(27,149)	49.0%
Trade and miscellaneous payables and other current liabilities	(266,300)	(35,524)	(17,579)	(1,873)	(54,976)	20.6%

ITEMS OF THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 03/31/2025

(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	% of the financial statement item (b)/(a)
NET FINANCIAL DEBT						
Non-current financial liabilities	(4,045,104)	(41,813)	(59,327)	-	(101,140)	2.5%
Current financial liabilities	(465,244)	(20,094)	(6,702)	-	(26,796)	5.8%
Non-current financial assets	8,483	-	8,318	-	8,318	97.9%
Current financial assets	1,000	-	792	-	792	79.2%
Total net financial debt	(4,444,024)	(61,907)	(56,919)	-	(118,826)	2.7%
OTHER STATEMENT OF FINANCIAL POSITION						
Trade and miscellaneous receivables and other current assets	211,268	31,574	12,703	-	44,277	21.0%
Miscellaneous payables and other non-current liabilities	(56,331)	(8,463)	(19,583)	-	(28,046)	49.8%
Trade and miscellaneous payables and other current liabilities	(254,199)	(52,912)	(18,942)	(2,028)	(73,882)	29.1%

Both medium/long-term and short-term financial payables due to TIM and Fastweb + Vodafone refer to the financial lease deriving from the application of IFRS 16.

Both medium/long-term and short-term financial receivables from Fastweb + Vodafone relate to the accrual of commercial debt finance charges with a financial component relating to incremental costs for obtaining contracts.

Trade and miscellaneous receivables and other current assets due from TIM and Fastweb + Vodafone mainly relate to the items governed by the master service agreements, as well as the recovery of electricity costs.

Miscellaneous trade payables and other current liabilities to TIM mainly refer to service contracts, site restoration activities, ordinary and extraordinary maintenance carried out on sites and other services.

Trade and miscellaneous payables and other current liabilities due to Fastweb + Vodafone mainly concern service contracts, ordinary and extraordinary on-site maintenance and other services.

Payables to Senior Management refer to amounts payable to key managers of the Company.

Items of the income statement

The effects of the transactions with related parties on the items of the income statement at March 31, 2025, and for the corresponding period of the previous financial year, are the following:

ITEMS OF THE CONSOLIDATED INCOME STATEMENT AS OF 03/31/2024

(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	As a % of the financial statement item (b)/(a)
Revenues	254,639	108,600	111,827	-	220,427	86.6%
Acquisition of goods and services	(12,603)	(262)	(42)	-	(304)	2.4%
Employee benefits expenses	(5,993)	-	-	(538)	(538)	9.0%
Other operating expenses	(3,013)	(282)	(366)	-	(648)	21.5%
Financial expenses	(30,294)	(558)	(880)	-	(1,438)	4.7%

ITEMS OF THE CONSOLIDATED INCOME STATEMENT AS OF 03/31/2025

(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	As a % of the financial statement item (b)/(a)
Revenues	266,248	111,923	123,761	-	235,684	88.5%
Acquisition of goods and services	(12,748)	(196)	(1,367)	-	(1,563)	12.3%
Employee benefits expenses	(6,105)	-	-	(626)	(626)	10.3%
Other operating expenses	(3,332)	(207)	(489)	-	(696)	20.9%
Financial expenses	(32,723)	(413)	(919)	-	(1,332)	4.1%

Revenues from TIM refer mainly to rental revenues ensuing from the Master Service Agreement.

Revenues from Fastweb + Vodafone refer mainly to rental revenues ensuing from the Master Service Agreement.

Purchases of materials and services from TIM mainly refer to maintenance services, telephone expenses and other service costs.

Purchases of materials and services from Fastweb + Vodafone refer to maintenance services and other service costs.

Employee benefits expenses for senior management refer to compensation due to Company key managers.

Other operating expenses payable to TIM and to Fastweb + Vodafone mainly related to the penalties for contractual breaches.

Financial expenses to TIM and to Fastweb + Vodafone refer to interest expense on finance leases.

Items of the statement of cash flows

The effects of the transactions with related parties on the items of the statement of cash flows at March 31, 2025, and for the corresponding period of the previous financial year, are the following:

ITEMS OF THE CONSOLIDATED CASH FLOW STATEMENT AS OF 03/31/2024

		Related Parties				
(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	As a % of the financial statement item (b)/(a)
OPERATING ACTIVITIES:						
Change in trade receivables	(28,671)	(761)	(21,866)	-	(22,627)	78.9%
Change in trade payables	2,630	(1,637)	7,031	-	5,394	205.1%
Net change in miscellaneous receivables/payables and other assets/ liabilities	25,602	3,529	2,667	(91)	6,105	23.8%
Change in current and non-current financial liabilities	(113,909)	(4,905)	(2,972)	-	(7,877)	6.9%

ITEMS OF THE CONSOLIDATED CASH FLOW STATEMENT AS OF 03/31/2025

		Related Parties				
(thousands of euros)	Total (a)	TIM	Fastweb + Vodafone	Senior management	Total related parties (b)	As a % of the financial statement item (b)/(a)
OPERATING ACTIVITIES:						
Change in trade receivables	(838)	(8,808)	4,389	-	(4,419)	527.3%
Change in trade payables	(21,011)	15,659	752	-	16,411	-78.1%
Net change in miscellaneous receivables/payables and other assets/liabilities	19,627	1,402	2,181	155	3,738	19.0%
Change in financial assets	277	-	198	-	198	71.5%
Change in current and non-current financial liabilities	(168,007)	(4,947)	(2,927)	-	(7,874)	4.7%

The table shows an increase in trade payables to TIM S.p.A. (15,659 thousand euros).

Remuneration of key managers

The remuneration recorded on an accrual basis in respect of key managers amounted to 626 thousand euros.

The short-term compensation is paid during the financial year to which it refers and, in any case, within the six months following the end of the financial year (the entitlements related to the 2025 MBO will be paid during the second quarter of 2026).

The contributions paid in to defined contribution plans (Assida, Fontedir) on behalf of key managers, amounted to 9 thousand euros.

The Company’s “key managers”, that is, those who have the power and responsibility to plan, manage, and control, directly or indirectly, the Company’s activities, including the directors, are identified as follows:

INWIT SPA	
Managers	
Diego Galli	General Manager
Lucio Golinelli	Sales Director
Andrea Mondo	Technology & Operations Director
Emilia Trudu	Administration Finance and Control Director

Note 21 – Significant non-recurring events and transactions

Pursuant to Consob Communication no. DEM/6064293 of July 28, 2006, it should be noted that no significant nonrecurring events and transactions occurred in the first quarter of 2025.

Note 22 – Positions or transactions resulting from atypical and/or unusual operations

Pursuant to Consob Communication no. DEM/6064293 of July 28, 2006, no atypical and/or unusual transactions, as defined by the above Communication, were carried out during the period.

Note 23 – Events after March 31, 2025

On **April 2, 2025**, INWIT, after successfully completing a new bond issue for a total amount of 750 million euros, announced the results of the tender offer launched on March 24, 2025, and closed on March 31, 2025, aimed at repurchasing for cash, and subsequently canceling, part of the bonds denominated “€1,000,000,000 1.875 per cent. Notes” maturing on July 8, 2026 (XS2200215213).

Upon expiry of the terms of the Tender Offer, the amount accepted by INWIT to repurchase the Bonds is 300 million euros equal to 30% of the nominal amount. Following the settlement issue on April 3, 2025, the nominal amount of the Bonds that will remain outstanding will be 700 million euros. The terms and conditions of the offer are fully described in the transaction documentation made available to the holders of the Bonds subject to the Tender Offer.

On **April 15, 2025**, the Ordinary Shareholders’ Meeting of INWIT S.p.A.:

- ✓ approved the 2024 consolidated financial statements, which closed with a net profit of 353.8 million euros. The Shareholders’ Meeting also approved the distribution of a dividend for the 2024 financial year of 0.5156 euros (gross of applicable withholding taxes) for each ordinary share outstanding on the ex-dividend date, excluding treasury shares held in the portfolio. The total dividend, which will be distributed on the basis of the ordinary shares in circulation on the ex-dividend date, amounts to a maximum of 480,482,489.16 euros. The dividend will be payable as of May 21, 2025, with ex-dividend date on May 19, 2025 (in accordance with the Italian Stock Exchange calendar) and record date (i.e. the date of entitlement to payment of the dividend itself pursuant to Article 83-terdecies of the TUF) on May 20, 2025;
- ✓ approved the proposal to pay an extraordinary dividend, in November 2025, in the amount of 0.2147 euros per share, for a maximum amount of 200,076,785.15 euros, from the Company’s distributable reserves, it being understood that, in the event of a change in the number of treasury shares held in portfolio on the ex-dividend date, the value of the dividend per share will remain unchanged, with a consequent change in the total amount distributed. The dividend will be paid on November 26, 2025 (ex-dividend date November 24, 2025 and record date November 25, 2025). The extraordinary dividend is to be regarded entirely as such from a stock exchange point of view, as it is an exceptional and non-recurring distribution;
- ✓ authorised for a period of 18 months from the date of the shareholders’ meeting approval, the purchase of treasury shares for a maximum amount of 400 million euros, in compliance with current EU and national regulations and accepted market practices recognised by Consob. INWIT’s Shareholders’ Meeting also authorised their disposition without time limits. The repurchased shares may be used for cancellation (without reducing the share capital), for allocation to serve long-term incentive plans (LTI) or for other uses permitted by law. For further details, please refer to the press release issued on March 4, 2025;
- ✓ appointed the new Board of Directors, the composition of which can be found in the ‘Board of Directors’ section of this report.

On **April 22, 2025**, INWIT announced that, following the authorization of the shareholders’ meeting on April 15, 2025, and the resolution of the Board of Directors on April 17 regarding the approval of a share buyback program for a maximum of 400 million euros and within the limit of 20% of the share capital, it will launch a first tranche of repurchases starting on April 22, 2025, with an expected end date no later than December 18, 2025, for a maximum of 300 million euros and a maximum of 139,783,502 shares.

Statement by the Financial Reporting Officer

The Financial Reporting Officer declares pursuant to paragraph 2, Article 154-bis of the Consolidated Law on Finance that the accounting information contained in this Interim Management Report of INWIT Group as of March 31, 2025 corresponds to the documentary evidence, books and accounting records.

The Financial
Reporting Officer

Emilia Trudu





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