HALF-YEAR FINANCIAL REPORT AT 30 JUNE 2018

## ARNOLDO MONDADORI EDITORE S.p.A.

## Share Capital € 67,979,168.40

Registered Office in Milan
Administrative Offices in Segrate (Milan)

HALF-YEAR FINANCIAL REPORT
AT 30 JUNE 2018

## Arnoldo Mondadori Editore S.p.A.

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MONDADORI GROUP HIGHLIGHTS IN FIRST HALF 2018

| (Euro/millions) | 1H 2018 | 1H 2017* | Var.** |
| :---: | :---: | :---: | :---: |
| Mondadori Group |  |  |  |
| Revenue | 543.8 | 573.1 | (29.3) |
| Adjusted EBITDA | 24.2 | 22.2 | 2.0 |
| \% on revenue | 4.4\% | 3.9\% |  |
| EBITDA | 14.3 | 27.6 | (13.3) |
| \% on revenue | 2.6\% | 4.8\% |  |
| EBIT | (1.1) | 11.5 | (12.6) |
| \% on revenue | (0.2\%) | 2.0\% |  |
| Net result | (12.5) | 4.4 | (16.9) |
| Business Areas |  |  |  |
| Revenue | 543.8 | 573.1 | (29.3) |
| Books | 178.5 | 171.6 | 6.9 |
| Retail | 83.1 | 84.7 | (1.6) |
| Magazines Italy | 147.5 | 165.7 | (18.1) |
| Magazines France | 152.9 | 164.9 | (12.0) |
| Corporate \& Shared Services | 17.4 | 13.0 | 4.4 |
| Intercompany | (35.5) | (26.8) | (8.8) |
| ADJ. EBITDA | 24.2 | 22.2 | 2.0 |
| Books | 13.3 | 6.0 | 7.3 |
| Retail | (3.2) | (3.7) | 0.5 |
| Magazines Italy | 6.8 | 11.0 | (4.2) |
| Magazines France | 12.1 | 12.5 | (0.4) |
| Corporate \& Shared Services | (4.1) | (3.7) | (0.4) |
| Intercompany | (0.7) | 0.2 | (0.9) |
| Balance Sheet |  |  |  |
| Equity | 334.9 | 322.8 | 12.1 |
| Net financial position | (238.4) | (284.4) | 46.0 |
| Human Resources |  |  |  |
| End-of-period headcount | 2,962 | 3,112 | (150) |

[^0]
## COMPOSITION OF CORPORATE BODIES

## Board of Directors*

## Chairman

Marina Berlusconi
CEO
Ernesto Mauri

## Directors

Pier Silvio Berlusconi
Paolo Ainio
Elena Biffi**
Francesco Currò
Patrizia Michela Giangualano**
Martina Forneron Mondadori**
Danilo Pellegrino
Roberto Poli
Oddone Pozzi
Angelo Renoldi**
Mario Resca
Cristina Rossello**

## Board of Statutory Auditors*

## Chairman

Sara Fornasiero

Standing Auditors
Flavia Daunia Minutillo
Ezio Simonelli

Substitute Auditors
Mario Civetta
Annalisa Firmani
Francesco Vittadini

[^1]
## MONDADORI GROUP STRUCTURE

## ARNOLDO MONDADORI EDITORE S.P.A.

| filli: |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| Books | Retail | Magazines Italy | Magazines France | Other business |
| Mondadori Libri S.p.A. <br> 100\% | Mondadori <br> Retail S.p.A. <br> 100\% | AdKaora S.r.I. <br> 100\% | Mondadori <br> France S.a.s. 100\% | Società Europea di Edizioni S.p.A. 36,89\% |
| Giulio Einaudi editore S.p.A. 100\% |  | Mondadori <br> International <br> Business S.r.I. <br> 100\% |  | Monradio S.r.I. <br> 20\% |
| $\begin{aligned} & \text { Edizioni EL } \\ & \text { S.r.I. } \\ & \mathbf{5 0 \%} \end{aligned}$ |  | Attica <br> Publications <br> S.A. <br> 41,98\% |  |  |
| Mondadori <br> Education <br> S.p.A. <br> 100\% |  | $\begin{aligned} & \text { Press-di S.r.l. } \\ & \text { 100\% } \end{aligned}$ |  |  |
| Mondadori <br> Electa S.p.A. <br> 100\% |  | Mondadori <br> Scienza S.p.A. <br> 100\% |  |  |
| Rizzoli <br> Education <br> S.p.A. <br> 99,99\% |  | Press-di <br> Abbonamenti S.p.A. <br> 100\% |  |  |
| Mach 2 Libri S.p.A.* <br> 44,91\% |  | Mediamond <br> S.p.A. <br> 50\% |  |  |
|  |  | Mondadori Seec (Beijing) Advertising Co.Ltd 50\% | Legend |  |
|  |  |  | Affiliated companies | Subsidiary companies |

* Put into liquidation.

As at 31 July 2018

## MONDADORI GROUP ORGANIZATION CHART



## DIRECTORS' REPORT ON OPERATIONS AT 30 JUNE 2018

## DIRECTORS' REPORT ON OPERATIONS AT 30 JUNE 2018

In first half 2018, the Group recorded a 9\% increase in adjusted EBITDA, rebounding from the weaker performance of the first quarter of the year, in line with the forecast operating plans.

Actions continued on improving operations in the Books Area, reducing costs and focusing on the core business in the Magazines areas.

Against this backdrop, the half year comprised restructuring and reorganization costs functional to the structural reduction in operating costs, as well as the disposal of non-strategic and non-profitable businesses in the Magazines Italy Area. Half year 2017 had, instead, benefited from certain gains from the disposal of assets.

This trend, together with the enduring positive performance of cash generation from ordinary operations, makes the achievement of the targets set and disclosed for the whole 2018 financial year increasingly feasible.

## CONSOLIDATED FINANCIAL HIGHLIGHTS IN FIRST HALF 2018

| € millions | $1^{\circ} \mathrm{Half} 2018$ | Percentage on revenue | $1^{\circ} \mathrm{Half} 2017$ | Percentage on revenue | Var. \% |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Revenue from sales and services | 543.8 | 100.0\% | 573.1 | 100.0\% | -5.1\% |
| Cost of sold items | 144.7 | 26.6\% | 151.0 | 26.3\% | -4.2\% |
| Variable costs | 217.9 | 40.1\% | 231.6 | 40.4\% | -5.9\% |
| Fixed costs | 43.8 | 8.0\% | 48.9 | 8.5\% | -10.5\% |
| Cost of personnel * | 113.3 | 20.8\% | 119.5 | 20.8\% | -5.1\% |
| Adjusted EBITDA | 24.2 | 4.4\% | 22.2 | 3.9\% | 9.0\% |
| Restructuring costs | 6.4 |  | 2.9 |  | n.s. |
| Negative/(positive) extraordinary items | 3.5 |  | -8.2 |  | n.s. |
| EBITDA | 14.3 | 2.6\% | 27.6 | 4.8\% | -48.1\% |
| Amortization, depreciation and impairment | 15.4 | 2.8\% | 16.0 | 2.8\% | -4.0\% |
| EBIT | -1.1 | -0.2\% | 11.5 | 2.0\% | n.s. |
| Net financial expense (income) | 3.2 | 0.6\% | 7.1 | 1.2\% | -55.6\% |
| Result - associates (income) | 8.2 | 1.5\% | 0.3 | 0.0\% | n.s. |
| Expense (income) from other investments | 0.0 | 0.0\% | 0.0 | 0.0\% | n.s. |
| Result before taxes for the period | -12.4 | -2.3\% | 4.1 | 0.7\% | n.s. |
| Income taxes | -1.0 | -0.2\% | -1.6 | -0.3\% | -34.9\% |
| Result attributable to non-controlling interests | 1.1 | 0.2\% | 1.3 | 0.2\% | -17.2\% |
| Net result | -12.5 | -2.3\% | 4.4 | 0.8\% | n.s. |

* Cost of personnel includes costs for collaborations and temporary employment.

Beginning from 1 January 2018 (and to provide a consistent presentation, also for 2017), the Group has adopted the new IFRS 15 - Revenue from Contracts with Customers - revenue recognition standard, which applies to all contracts stipulated with customers, with the exception of those that fall within the scope of application of other IAS/IFRS standards such as leases, insurance contracts and financial instruments; the new standard provides for:

- the booking of circulation revenue based on the cover price or, in any case, on the price actually paid by the purchaser, gross of all commissions paid. Accordingly and unlike the previous accounting treatment, the commission has been recognized separately as distribution cost, no longer as a reduction in revenue. Magazines Italy and France, as a result, saw an increase in revenue;
- the presentation of revenue from the distribution of third publishers' products, net of relating acquisition costs, previously booked in cost of sold items. The Books Area, as a result, saw a decrease in revenue.

The new IFRS 15 presents revenue and costs differently, with no effect on EBITDA.

Beginning from 2018, considering the nature of the associates (consolidated at equity), their result, previously classified in EBITDA, is shown under EBIT; for consistency, 2017 has been reclassified accordingly.

## ALTERNATIVE PERFORMANCE MEASURES

This document, in addition to the statements and conventional financial measures required by IFRS, presents a number of reclassified statements and alternative performance measures in order to provide a better understanding of the operating and financial performance of the Group, the definition of which is explained in the section "Glossary of terms and alternative performance measures used".

## INCOME STATEMENT

## REVENUE

Consolidated revenue in first half 2018 amounted to approximately 544 million Euro, down by 5.1\% versus the prior year, due to the performance of the Magazines areas, attributable to the persisting negative trends of the relevant markets, in terms of both circulation and advertising.

In the Books Area, revenue in first half 2018 grew by 4\%, driven by the good performance of the Educational segment in particular, due partly to a different timing of revenue from supplies to a number of clients in the School Textbooks segment versus the first half of the prior year.

The Retail Area saw a slight fall in revenue, due mainly to the Megastores channel as a result of the closure of a number of stores.


| Revenue by Business Area (Euro/millions) | $1^{\circ}$ Half 2018 | $1^{\circ}$ Half 2017 | Var. \% |
| :---: | :---: | :---: | :---: |
| Books | 178.5 | 171.6 | 4.0\% |
| Retail | 83.1 | 84.7 | (1.9\%) |
| Magazines Italy | 147.5 | 165.7 | (11.0\%) |
| Magazines France | 152.9 | 164.9 | (7.3\%) |
| Corporate \& Shared Services | 17.4 | 13.0 | 33.6\% |
| Total aggregate revenue | 579.4 | 599.9 | (3.4\%) |
| Intercompany revenue | (35.5) | (26.8) | 32.8\% |
| Total consolidated revenue | 543.8 | 573.1 | (5.1\%) |
| Revenue by geographic area (Euro/millions) | $1^{\circ}$ Half 2018 | $1^{\circ}$ Half 2017 | Var. \% |
| Italy | 368.5 | 386.4 | (4.6\%) |
| France | 150.6 | 158.1 | (4.7\%) |
| Other UE Countries | 8.7 | 16.6 | (47.6\%) |
| Other extra UE Countries | 16.1 | 12.0 | 33.4\% |
| Total consolidated revenue | 543.8 | 573.1 | (5.1\%) |

## EBITDA

In the first half under review, the Group more than made up for the operating loss recorded in the first quarter, which was entirely attributable to Magazines Italy.
Adjusted EBITDA in first half 2018 came to $€ \mathbf{2 4 . 2}$ million, up by $\mathbf{9 \%}$ versus the same period of the prior year ( $€ 22.2$ million in first half 2017) - with a percentage on revenue growing from $3.9 \%$ to $4.4 \%$ and with different trends reported by the various businesses:

- The Books Area reported a sharp rise in the period, driven by further operating efficiencies and for a different timing in revenue from the supplies to a number of clients in the School Textbooks segment;
- a gradual improvement in the Retail Area as a result of the rationalization of directlymanaged stores;
- a steady performance by the Magazines France Area (net of the discontinuity associated with the disposal of NaturaBuy in 2017);
- a fall in the Magazines Italy Area, previously recognized in the first quarter, while in the second the ongoing actions to cut operating and structural costs offset the decline in revenue triggered by the trend of the traditional markets.
The Group has also successfully implemented measures to curb fixed overheads, which reduced their impact on revenue from $8.5 \%$ to $8.0 \%$ in the first half of the year.
(Euro/millions)

$1^{\circ}$ Half 2018


| Adjusted EBITDA by Business Area <br> (Euro/millions) | $\mathbf{1}^{\circ}$ Half 2018 | $\mathbf{1}^{\circ}$ Half 2017 | Var. |
| :--- | ---: | ---: | ---: |
|  |  |  |  |
| Books | 13.3 | 6.0 | 7.3 |
| Retail | $(3.2)$ | $(3.7)$ | 0.5 |
| Magazines Italy | 6.8 | 11.0 | $(4.2)$ |
| Magazines France | 12.1 | 12.5 | $(0.4)$ |
| Corporate \& Shared Services | $(4.1)$ | $(3.7)$ | $(0.4)$ |
| Intercompany | $(0.7)$ | 0.2 | (0.9) |


| Total adjusted EBITDA | 24.2 | 22.2 | 2.0 |
| :--- | :--- | :--- | :--- |

Consolidated EBITDA decreased versus the first half of the prior year from $€ 27.6$ million to $€ 14.3$ million.

This downturn reflects:

- less positive non-ordinary items versus first half 2017, which had benefited from gains of approximately $€ 8.5$ million ( $€ 4.3$ million from the disposal of NaturaBuy in the Magazines France Area and $€ 4.2$ million from the disposal of a property in the Corporate \& Shared Services Area);
- a loss (approximately $€ 2$ million) by the Magazines Italy Area, due to the disposal of Inthera;
- higher restructuring costs recorded in the first half, due mostly to the Magazines Italy Area and functional to the


## Consolidated EBITDA by Business Area

(Euro/millions)
$1^{\circ}$ Half $2018 \quad 1^{\circ}$ Half 2017

| Books | 12.5 | 5.6 | 6.9 |
| :--- | ---: | ---: | ---: |
| Retail | $(3.5)$ | $(5.0)$ | 1.5 |
| Magazines Italy | $(0.1)$ | 10.8 | $(10.9)$ |
| Magazines France | 10.8 | 15.7 | $(4.9)$ |
| Corporate \& Shared Services | $(4.7)$ | 0.3 | $(5.0)$ |
| Intercompany | $(0.7)$ | 0.2 | $(0.9)$ |

Total EBITDA 14.3
27.6
(13.3)

## EBIT

## (Euro/millions)

Consolidated EBIT at 30 June 2018 came to $€-1.1$ million versus $€ 11.5$ million at 30 June 2017, and includes amortization, depreciation and impairment losses of $€$ 15.4 million, down versus $€ 16.0$ million in the prior year, due to the dynamics of the abovementioned non-ordinary items.


Consolidated EBIT by Business Area
(Euro/millions)
$1^{\circ}$ Half $2018 \quad 1^{\circ}$ Half 2017
Var.

| Books | 6.8 | 0.1 | 6.8 |
| :--- | ---: | ---: | ---: |
| Retail | $(5.1)$ | $(6.8)$ | 1.7 |
| Magazines Italy | $(2.2)$ | 8.8 | $(11.0)$ |
| Magazines France | 5.5 | 9.8 | $(4.3)$ |
| Corporate \& Shared Services | $(5.4)$ | $(0.6)$ | $(4.9)$ |
| Intercompany | $(0.7)$ | 0.2 | $(0.9)$ |
| Total EBIT |  |  | $\mathbf{( 1 . 1 )}$ |

## NET RESULT

```
The consolidated result before taxes came
to €-12.4 million and included:
- the sharp drop in financial expense (from \(€ 7.1\) to \(€ 3.2\) million), as a result of an average interest rate that has more than halved versus the prior year (from 4.36\% to \(2.13 \%\) ), and of a lower average net debt;
- a negative performance by associates (consolidated at equity), down from \(€-0.3\) million to \(€-8.2\) million, due in particular to Mach2 Libri, active in the distribution of books in the Large Retailers channel and put into liquidation in 2018.
The overall tax burden for the period came to a positive \(€ 1.0\) million ( \(€ 1.6\) million in 2017). The taxable result for the two years is basically the same, since the result of associates, as well as non-ordinary components from the sale of investments, are tax-neutral.
The net result came to \(€-12.5\) million versus \(€ 4.4\) million at 30 June 2017 .
```

(Euro/millions)


## FINANCIAL RESULTS

## NET INVESTED CAPITAL



## LTM CASH FLOW



At 30 June 2018, cash flow from operations in the last twelve months came to a positive € $\mathbf{8 0 . 3}$ million; cash flow from ordinary operations (after outlays for financial expense, management of investments and taxes for the period) came to $€ \mathbf{6 2 . 1}$ million, confirming the strong path of cash

The Group's net invested capital at 30 June 2018 amounted to $€ 573.3$ million, down versus $€ 607.2$ million at 30 June 2017 ( $€ 534.6$ million at end 2017), as a result of the further decrease in Net Working Capital, of the increase in provisions, and of the reduction in fixed assets following amortization, depreciation and write-downs made in the last 12 months.

The Group's net financial position at 30 June 2018 stood at $\boldsymbol{€} \mathbf{- 2 3 8 . 4}$ million, improving by approximately $16 \%$ versus $€-284.4$ million at 30 June 2017, due to the positive cash generation of the Group of approximately $€ 46$ million.
generation and financial improvement of the Group, and the cash conversion of adjusted EBITDA (rolling basis) to over 50\%.

The cash flow from non-ordinary operations came to $€ \mathbf{1 6}$ million as a result of:

- a negative acquisition/disposal value of $€ 5$ million;
- restructuring costs of approximately $€ 11$ million


## CONSOLIDATED FINANCIAL HIGHLIGHTS IN SECOND QUARTER 2018

| € millions | $\begin{gathered} 2^{\circ} \text { Quarter } \\ 2018 \end{gathered}$ | Percentage on revenue | $\begin{gathered} 2^{\circ} \text { Quarter } \\ 2017 \end{gathered}$ | Percentage on revenue | Var. \% |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Revenue from sales and services | 290.4 | 100.0\% | 301.5 | 100.0\% | -3.7\% |
| Cost of sold items | 75.7 | 26.0\% | 79.0 | 26.2\% | -4.3\% |
| Variable costs | 112.1 | 38.6\% | 120.5 | 40.0\% | -7.0\% |
| Fixed costs | 23.3 | 8.0\% | 25.0 | 8.3\% | -6.7\% |
| Cost of personnel * * | 55.7 | 19.2\% | 58.8 | 19.5\% | -5.3\% |
| Adjusted EBITDA | 23.7 | 8.2\% | 18.2 | 6.0\% | 30.2\% |
| Restructuring costs | 3.0 |  | 1.4 |  | n.s. |
| Negative/(positive) extraordinary items | 3.4 |  | -8.5 |  | n.s. |
| EBITDA | 17.3 | 6.0\% | 25.2 | 8.4\% | -31.5\% |
| Amortization, depreciation and impairment | 7.7 | 2.7\% | 8.1 | 2.7\% | -4.4\% |
| EBIT | 9.6 | 3.3\% | 17.2 | 5.7\% | -44.3\% |
| Net financial expense (income) | 1.7 | 0.6\% | 3.7 | 1.2\% | -54.8\% |
| Result - associates (income) | 5.4 | 1.9\% | -0.2 | -0.1\% | n.s. |
| Expense (income) from other investments | 0.0 | 0.0\% | 0.0 | 0.0\% | n.s. |
| Result before taxes for the period | 2.5 | 0.9\% | 13.6 | 4.5\% | -81.7\% |
| Income taxes | 1.1 | 0.4\% | -0.6 | -0.2\% | n.s. |
| Result attributable to non-controlling interests | 0.4 | 0.1\% | 0.7 | 0.2\% | -49.1\% |
| Net result | 1.1 | 0.4\% | 13.5 | 4.5\% | -92.0\% |

* Cost of personnel includes costs for collaborations and temporary employment.

Beginning from 1 January 2018 (and to provide a consistent presentation, also for 2017), the Group has adopted the new IFRS 15 - Revenue from Contracts with Customers - revenue recognition standard, which applies to all contracts stipulated with customers, with the exception of those that fall within the scope of application of other IAS/IFRS standards such as leases, insurance contracts and financial instruments; the new standard provides for:

- the booking of circulation revenue based on the cover price or, in any case, on the price actually paid by the purchaser, gross of all commissions paid. Accordingly and unlike the previous accounting treatment, the commission has been recognized separately as distribution cost, no longer as a reduction in revenue. Magazines Italy and France, as a result, saw an increase in revenue;
- the presentation of revenue from the distribution of third publishers' products, net of relating acquisition costs, previously booked in cost of sold items. The Books Area, as a result, saw a decrease in revenue.

The new IFRS 15 presents revenue and costs differently, with no effect on EBITDA.

Beginning from 2018, the result generated by associates (consolidated at equity), previously classified in adjusted EBITDA, is shown under EBIT; for consistency, 2017 has been reclassified accordingly.

Consolidated revenue in second quarter 2018 amounted to approximately € $\mathbf{2 9 0}$ million, down by $3.7 \%$ versus the prior year, attributable mainly to the Magazines areas: the Magazines Italy Area, however, saw a steady improvement in the drop in the quarter which, net of the disposal of Inthera, would have amounted to 6.7\%.

In the Books Area, revenue for the months of April-June 2018 grew by $6.2 \%$, due partly to a different timing in the Educational segment.


## Revenue by Business Area

| Books | 105.1 | 99.0 | $6.2 \%$ |
| :--- | ---: | ---: | ---: |
| Retail | 39.8 | 41.8 | $(4.7 \%)$ |
| Magazines Italy | 77.4 | 84.5 | $(8.4 \%)$ |
| Magazines France | 77.3 | 84.2 | $(8.2 \%)$ |
| Corporate \& Shared Services | 8.6 | 5.5 | $57.2 \%$ |
| Total aggregate revenue | $\mathbf{3 0 8 . 2}$ | $\mathbf{3 1 4 . 9}$ | $\mathbf{( 2 . 1 \% )}$ |
| Intercompany revenue | $\mathbf{( 1 7 . 8 )}$ | $\mathbf{( 1 3 . 4 )}$ | $32.4 \%$ |
| Total consolidated revenue | $\mathbf{2 9 0 . 4}$ | $\mathbf{3 0 1 . 5}$ | $\mathbf{( 3 . 7 \% )}$ |

## EBITDA

Adjusted EBITDA in second quarter 2018 amounted to $€ 23.7$ million, up significantly from $€ 18.2$ million in the same period of 2017, thanks mainly to the Books Area ( $€+5.2$ million).

At a consolidated level, all cost items in the quarter under review reduce their percentage on revenue, despite the contraction of the latter.

The Books Area continued to improve profitability, up by $€ 5.2$ million.

In the Magazines areas - both in Italy and France - the lower drop in overall revenue, triggered by the trend of the traditional markets, as a result of the positive results achieved from the measures to reduce operating costs and overheads, helped reach basically steady results versus second quarter 2017.

| Adjusted EBITDA by Business Area <br> (Euro/millions) | $\mathbf{2}^{\circ}$ Quarter $\mathbf{2 0 1 8}$ | $\mathbf{2}^{\circ}$ Quarter $\mathbf{2 0 1 7}$ | Var. |
| :--- | ---: | ---: | ---: |
|  |  |  |  |
| Books | 14.1 | 8.8 | 5.2 |
| Retail | $(1.3)$ | $(1.7)$ | 0.3 |
| Magazines Italy | 4.7 | 4.5 | 0.2 |
| Magazines France | 8.8 | 8.9 | $(0.1)$ |
| Corporate \& Shared Services | $(2.0)$ | $(1.9)$ | $(0.2)$ |
| Intercompany | $(0.5)$ | $(0.5)$ | 0.1 |
|  |  |  |  |
| Total adjusted EBITDA | $\mathbf{2 3 . 7}$ | $\mathbf{1 8 . 2}$ | $\mathbf{5 . 5}$ |

The trend of consolidated EBITDA
(from $€ 25.2$ million to $€ 17.3$ million)
reflects, as mentioned:

- a negative value for nonordinary items of $€ 3.5$ million (relating mainly to the loss from the disposal of Inthera) versus a positive value of $€ 8.2$ million in second quarter 2017 (gains from the disposal of assets);
- higher restructuring costs recorded in the quarter versus 2Q 2017, functional to the reorganization and reduction process of the costs structure.


## Consolidated EBITDA by Business Area

| Books | 13.5 | 8.7 | 4.8 |
| :--- | ---: | ---: | ---: |
| Retail | $(1.4)$ | $(2.1)$ | 0.6 |
| Magazines Italy | 0.7 | 4.3 | $(3.6)$ |
| Magazines France | 7.6 | 12.7 | $(5.1)$ |
| Corporate \& Shared Services | $(2.5)$ | 2.1 | $(4.7)$ |
| Intercompany | $(0.5)$ | $(0.5)$ | 0.1 |
| Total EBITDA | $\mathbf{1 7 . 3}$ | $\mathbf{2 5 . 2}$ | $\mathbf{( 8 . 0 )}$ |

## PERFORMANCE BY BUSINESS AREA

| (Euro/millions) | Revenue |  | Adjusted EBITDA |  | EBITDA |  | Amortization, depreciation and impairment |  | EBIT |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | $1^{\circ} \mathrm{Half} 2018$ | $1^{\circ} \mathrm{Half} 2017$ | $1^{\circ}$ Half 2018 | $1^{\circ}$ Half 2017 | $1^{\circ} \mathrm{Half} 2018$ | $1^{\circ}$ Half 2017 | $1^{\circ} \mathrm{Half} 2018$ | $1^{\circ}$ Half 2017 | $1^{\circ} \mathrm{Half} 2018$ | $1^{\circ}$ Half 2017 |
| Books | 178.5 | 171.6 | 13.3 | 6.0 | 12.5 | 5.6 | 5.7 | 5.5 | 6.8 | 0.1 |
| Retail | 83.1 | 84.7 | (3.2) | (3.7) | (3.5) | (5.0) | 1.6 | 1.8 | (5.1) | (6.8) |
| Magazines Italy | 147.5 | 165.7 | 6.8 | 11.0 | (0.1) | 10.8 | 2.1 | 2.0 | (2.2) | 8.8 |
| Magazines France | 152.9 | 164.9 | 12.1 | 12.5 | 10.8 | 15.7 | 5.2 | 5.9 | 5.5 | 9.8 |
| Corporate \& Shared Services | 17.4 | 13.0 | (4.1) | (3.7) | (4.7) | 0.3 | 0.8 | 0.9 | (5.4) | (0.6) |
| Adjustments and cancellations | (35.5) | (26.8) | (0.7) | 0.2 | (0.7) | 0.2 |  |  | (0.7) | 0.2 |
| TOTAL | 543.8 | 573.1 | 24.2 | 22.2 | 14.3 | 27.6 | 15.4 | 16.0 | (1.1) | 11.5 |

The breakdown of performance by business area reflects the system used by Management to oversee Group performance, in accordance with IFRS 8 .

## BOOKS

Mondadori Libri S.p.A. is the company at the head of all Group activities in the Books Area.
The Mondadori Group is Italy's market leader in the Trade Books Area: the publishing products that traditionally make up the core business are fiction, non-fiction, and books for young readers, both in print and electronic format; the Mondadori Group operates under various publishing brands: Mondadori, Giulio Einaudi Editore, Piemme, Sperling \& Kupfer, Rizzoli, BUR, and Fabbri Editori.

In the Educational segment, the Group is present in the Italian school textbooks, legal, professional and university publishing market through the publications of Mondadori Education and of the Rizzoli Education brands (such as Fabbri, Etas, La Nuova Italia, Sansoni, and Tramontana), and in art and illustrated book publishing, management of museum concessions, and organization of exhibitions and cultural events through Mondadori Electa.

The Group is also active in the United States through Rizzoli International Publications under the Rizzoli Electa, Rizzoli New York and Universe brands, and in retail management, with the Rizzoli Bookstore in Broadway (NYC) and with five corners managed at the Eataly locations in the United States.

## Relevant market performance

In the first six months of the year, the Trade Books market was basically steady versus the same period of the prior year (-0.1\%) ${ }^{1}$.

Sales channels continued the trends seen in the last quarters:

- bookstore chains (accounting for approximately $43 \%$ of the total market) recorded a slight fall (1.2\%), while independent bookstores (approximately $26 \%$ of the market) dropped by $-\mathbf{3 . 2 \%}$;
- e-commerce increased by $\mathbf{+ 1 1 . 6 \%}$, making for $23 \%$ of the total market;
- large retailers continued the downward trend recorded over the last few quarters, dropping by 12.5\% and making for $8 \%$ of the market.

As for products, hardcovers (which make for $82 \%$ of the market at 30 June) closed the first half in line with the same period of the prior year, while catalogue products (Paperbacks) dropped slightly (-0.6\%).

## Trade Market Shares

|  | 30 June 2018 | 30 June 2017 |
| :--- | ---: | ---: |
|  |  |  |
| Mondadori Group | $\mathbf{2 7 . 8 \%}$ | $\mathbf{2 9 . 3 \%}$ |
|  |  |  |
| GeMS Group | $9.4 \%$ | $10.7 \%$ |
| Giunti Group | $8.6 \%$ | $7.9 \%$ |
| Feltrinelli | $5.1 \%$ | $4.8 \%$ |
| Other | $49.2 \%$ | $47.3 \%$ |
| GFK June 2018 (figures in terms of market value) |  |  |

Source: GFK, June 2018 (figures in terms of market value)

[^2]Mondadori Libri was, once again, market leader, boasting an overall $\mathbf{2 7 . 8 \%}$ share from $29.3 \%$ at 30 June 2017, due also to the ongoing downtrend of the Large Retailers channel, where the Group maintains a larger portion of the market, and despite the fact that the Group holds a total of 6 positions out of the ten bestselling titles in terms of value in the first six months of the year:

| \# | Title | Author | Publisher |
| :---: | :---: | :---: | :---: |
| 1 | Storie della buonanotte per bambine ribelli 2. | Cavallo Francesca, Favilli Elena | MONDADORI |
| 2 | Il metodo Catalanotti | Camilleri Andrea | SELLERIO EDITORE PALERMO |
| 3 | Quando tutto inizia | Volo Fabio | MONDADORI |
| 4 | Storie della buonanotte per bambine ribelli. 100 vite di donne straordinarie. | Cavallo Francesca, Favilli Elena | MONDADORI |
| 5 | Origin | Brown Dan | MONDADORI |
| 6 | La scomparsa di Stephanie Mailer | Dicker Joël | LA NAVE DI TESEO |
| 7 | Il morso della reclusa | Vargas Fred | EINAUDI |
| 8 | Mio caro serial killer | Giménez Bartlett Alicia | SELLERIO EDITORE PALERMO |
| 9 | Divertiti con Luì e Sofi. Il fantalibro dei Me contro Te | Me contro Te | MONDADORI ELECTA |
| 10 | Wonder | Palacio R. J. | GIUNTI EDITORE |

In the first half, the Education segment was marked by the seasonal nature of the school textbooks business; as a result, the relevant market shares are still unavailable at 30 June 2018.

## Performance of the Books Area

## Revenue

## Books

(Euro/millions)
$1^{\circ}$ Half $20181^{\circ}$ Half 2017
Var.

Revenue
178.5

Adjusted EBITDA
13.3

EBITDA
12.5
171.6
6.9

EBIT
6.8
6.0
7.3
5.6
6.9
$\qquad$
0.1
6.8

| (Euro/millions) |  |  |  |
| :---: | ---: | ---: | ---: |
| Books Revenue | $\mathbf{6}$ months | $\mathbf{6}$ months $\mathbf{2 0 1 7}$ | Var. $\%$ |
| Total TRADE | $\mathbf{2 0 1 8}$ | $\mathbf{1 0 3 . 5}$ | $\mathbf{( 5 . 4 \% )}$ |
| EDUCATION | $\mathbf{3 7 . 1}$ | $\mathbf{2 7 . 0}$ | $\mathbf{3 7 . 2 \%}$ |
| Mondadori Electa | 26.2 | 25.3 | $3.6 \%$ |
| Rizzoli International Publications | 12.5 | 11.3 | $10.8 \%$ |
| Intercompany | $(0.5)$ | $(0.2)$ | n.s. |
| Total EDUCATIONAL | $\mathbf{7 5 . 3}$ | $\mathbf{6 3 . 4}$ | $\mathbf{1 8 . 8}$ |
| Distribution and other services | 5.3 | 4.7 | $12.2 \%$ |
| Total revenue | $\mathbf{1 7 8 . 5}$ | $\mathbf{1 7 1 . 6}$ | $\mathbf{4 . 0 \%}$ |

Revenue in first half 2018 amounted to $€ \mathbf{1 7 8 . 5}$ million, up by $\mathbf{4 \%}$ overall versus the same period of 2017, driven by the positive performance of the Educational Area (approximately $\mathbf{+ 1 9 \%}$ ):

- Trade Books Revenue: Trade Area revenue in the first half ( $£ 98.0$ million) fell by $5.4 \%$ versus the same period of the prior year, due mainly to the continued strategy of selective production of new titles, and the meticulous management of the related print runs, aimed at increasing operating efficiency and, therefore, overall profitability.

In the Hardcover segment, the five main publishers released the following titles.

- Mondadori: the main titles were Storie della buonanotte per bambine ribelli 2 by F. Cavallo and E. Favilli, Darker by EL James, Sono sempre io by Jojo Moyes, Storie della mia ansia by D. Bignardi and Ventun giorni per rinascere by Berrino-Lumera-Mariani. Mention should also be made of S . Dandini with Il catalogo delle donne valorose and of debuter M . Sicignano with lo, te e il mare.
The sales success of the bestsellers released at end 2017 continued (Origin by D. Brown, La colonna di fuoco by K. Follett, Quando tutto inizia by F. Volo).
- Einaudi: the main titles of the first half include II morso della reclusa by F. Vargas, Divorare il cielo by P. Giordano and Resto qui by M. Balzano, the latter among the finalists of the 2018 Strega Prize;
- Piemme: the Fiction titles include II lato oscuro dell'addio, the new book by M. Connelly, while for Non Fiction titles, mention should especially be made of the book by Pope Francis Dio è giovane;
- Sperling \& Kupfer: after Sleeping Beauties, a four-handed title released at end 2017 and written with his son Owen, Stephen King confirmed his success with La scatola dei bottoni di Gwendy (a four-handed title with R. Chizmar); Fiction also includes Una magia a Parigi by D. Steel and Ogni respiro by N. Sparks;
- Rizzoli: the main new titles in the first half are Sara al tramonto by M. De Giovanni and Davanti agli occhi by R. Emanuelli for Italian Fiction, and Macbeth by Jo Nesbo for Foreign Fiction.

In the Paperback segment, Group revenue increased by $9 \%$ versus the same period of 2017, thanks to the publication in paperback format of the new titles of 2017, and of the promotional operations by Miti and Mondadori Hits.

- Educational Books Revenue: the segment's revenue in the first half of the year amounted to $€$ 75.3 million, rising sharply versus the same period of 2017 ( $+18.8 \%$ ), due mainly to the timing of invoicing to large customers in the school textbooks business, which had been accounted for last year in the third quarter.
- School Textbooks: At 30 June 2018, Mondadori Education reported revenue of $€ 17.6$ million versus $€ 14.8$ million in the same period of the prior year, up by $\mathbf{1 8 . 3 \%}$, while Rizzoli Education reported revenue of $€ 19.6$ million versus $€ 12.2$ million in the same period of the prior year, up by over 60\%; these trends are due mainly to the different timing of revenue from supplies to direct customers versus the prior year.
- In the first six months of the year, Mondadori Electa reported revenue of $€ \mathbf{2 6 . 2}$ million, increasing versus $€ 25.3$ million achieved in first half 2017 (+3.6\%).
The growth was seen mostly in the management and organization of exhibitions, while the publication of books and catalogues kept steady.
- Publication of books and catalogues. The publishing house increased its market share to $1.5 \%$. Specifically, positive results were achieved by Divertiti con Luì e Sofi. II fantalibro dei Me contro Te, the web star series and the Cube Kid series (which sold more than 130 thousand copies with 5 volumes).
- Management and organization of exhibitions. The growth trend continued in first half 2018, thanks mainly to the increase in visitors to the Colosseum; the positive trend in exhibitions involved not only the sites in Rome and Milan, but also Bergamo.
- In the first half, Rizzoli International Publications generated revenue of $€ 12.5$ million (+10.8\% versus 2017), an increase in both its publishing and retail businesses.
- Revenue from distribution and services on behalf of Third Publishers: revenue, which amounted to $€ 5.3$ million and, regarding the distribution of titles of third-party publishers outside the Group, is expressed "at a premium", i.e. net of the relating purchase cost in compliance with international accounting standards ("IFRS 15 "), increased by $12 \%$ versus the same period of the prior year.


## E-book

Revenue from e-book sales is in line with the same period of the prior year, representing $5.8 \%$ of total publishing revenue.

The main digital titles in the first half were Origin by Dan Brown, Darker by E. L. James and La colonna di fuoco by Ken Follet (all published by Mondadori), II morso della reclusa by Fred Vargas (Einaudi) and II lato oscuro dell'addio by Michael Connelly (Edizioni Piemme).

In first half 2018, Mondadori Libri published new digital titles, increasing the digital catalogue to almost 23,000 e-books.

## EBITDA

Adjusted EBITDA in the Books Area amounted to $€ \mathbf{1 3 . 3}$ million, improving strongly versus the same period of the prior year ( $€ 6.0$ million), as a result of further operating efficiencies and of the continued management streamlining process undertaken in recent years, and of the different timing of revenue from supplies to a number of clients in the Education Area.

EBITDA amounted to $€ \mathbf{1 2 . 5}$ million, confirming the abovementioned growth versus the prior year ( $£ 5.6$ million at 30 June 2017).

## RETAIL

The Mondadori Group operates in Italy with a network of approximately 590 bookshops composed of directly-managed bookstores, megastores, franchised bookstores (including under the Mondadori Point sign), in addition to shop-in-shops, the web channel (www.mondadoristore.it) and book clubs.

## Relevant market performance

The relevant market for the Retail Area is books (approximately $80 \%$ of revenue ${ }^{2}$ ), which were basically steady in the first half ( $-0.1 \%$ ) versus the prior year, with bookstore chains losing $-1.2 \%^{3}$.

In the period under review, the market share of Mondadori Retail in the Books segment stood at 14.1\% (14.3\% at 30 June 2017).

## Mondadori Retail network trend

| STORES | June $\mathbf{2 0 1 8}$ | Dec. $\mathbf{2 0 1 7}$ | June 2017 | Var. YoY |
| :--- | ---: | ---: | ---: | ---: | ---: |
| Megastores | 7 | 8 | 11 | -4 |
| Directly-managed bookstores | 24 | 23 | 20 | +4 |
| Franchised bookstores | 559 | 565 | 541 | $\mathbf{+ 1 8}$ |
| TOTAL | $\mathbf{5 9 0}$ | $\mathbf{5 9 6}$ | $\mathbf{5 7 2}$ | $\mathbf{+ 1 8}$ |

Performance of the Retail Area

## Retail

(Euro/millions)
$1^{\circ}$ Half $20181^{\circ}$ Half 2017
Var.

Revenue
83.1
84.7

Adjusted EBITDA
(3.2)

EBITDA
(3.5)

EBIT
(5.1)
(3.7)
0.5
(5.0)
1.5
(6.8)
1.7

[^3]
## Revenue

In the first six months of the year, the Retail Area recorded revenue of $€ 83.1$ million, down slightly (approximately 1.9\%) versus the same period of the prior year, with a performance by Books of -0.8\% (or $0.4 \%$ on a like-for-like basis in terms of stores).

| (Euro/millions) |  |  |  |
| :--- | ---: | ---: | ---: |
| Retail | $\mathbf{1 H} \mathbf{2 0 1 8}$ | $\mathbf{1 H} \mathbf{2 0 1 7}$ | Var. \% |
| Directly-managed bookstores | 15.1 | 14.7 | $2.3 \%$ |
| Megastores | 17.7 | 19.9 | $(11.1 \%)$ |
| Franchised bookstores | 36.2 | 34.9 | $3.6 \%$ |
| Online | 6.3 | 6.4 | $(1.0 \%)$ |
| Stores | $\mathbf{7 5 . 3}$ | $\mathbf{7 5 . 9}$ | $\mathbf{( 0 . 8 \% )}$ |
| Book clubs and other | 7.8 | 8.7 | (10.2\%) |
| Total revenue | $\mathbf{8 3 . 1}$ | $\mathbf{8 4 . 7}$ | $\mathbf{( 1 . 9 \% )}$ |

Revenue from Stores fell by $\mathbf{- 0 . 8 \%}$ versus first half 2017.
The analysis by channel shows the following:

- a $2.3 \%$ growth in directly-managed Bookstores, driven by the positive performance of Books (+4.1\%); in April 2018, the new store was inaugurated in Rome (in the Valle Aurelia shopping centre); on a like-for-like basis in terms of stores, the performance would have been -1.4\%;
- an approximately $11 \%$ drop by Megastores, due not only to the shrinking sales in Consumer Electronics, but also to the closure of the Palermo and San Pietro all'Orto stores, net of which the performance would be basically steady versus the prior year. The Books category, on a like-for-like basis in terms of stores, achieved a positive performance of 1.1\%;
- a positive performance in the period of Franchised Bookstores of $+\mathbf{3 . 6} \%$, confirmed also on a like-for-like basis in terms of stores (+2.0\%); the Group continued its strategy to focus on developing this channel by strengthening the network with new openings (+18 shops net balance between openings and closures versus 30 June 2017);
- a slight drop in the online segment (-1\%);
- a lower drop reported by the book clubs than last year.

At product level, the six months under review saw an increase versus the prior year in the stationery and media product categories, attributable to the extension of these categories in the various sales channels, also through strategic partnerships with a number of suppliers.

## EBITDA

Mondadori Retail improved adjusted EBITDA in the first half to reach $€ \mathbf{- 3 . 2}$ million (€ -3.7 million at 30 June 2017), due to the rationalization plan of directly-managed stores. EBITDA came to $€ \mathbf{- 3 . 5}$ million, rebounding sharply versus the six months of 2017 ( $€-5.0$ million), as a result of lower restructuring costs.

## MAGAZINES ITALY

## Relevant market performance

Relevant markets in the first five months of 2018 reported a strong downward trend.

- The advertising market dropped slightly overall (-1.4\%), the downturn involving the whole range of print media, specifically: newspapers (-7.9\%) and magazines (-8.6\%); the Internet market closed in positive territory (+2.1\%) ${ }^{4}$.
- The magazine circulation market dropped by $9.1 \%$, with a slowdown in both the newsstands and subscriptions channels; in this context, Mondadori retained its market leadership with a 31.4\% share (31.7\% at May 2017) ${ }^{5}$.
- The add-ons market in the first 5 months of the year delivered a rather negative performance (16.4\%), slightly improving versus the trend seen in 2017.


## Performance of Magazines Italy

Magazines Italy
(Euro/millions)
$1^{\circ}$ Half $20181^{\circ}$ Half 2017

Revenue
147.5
165.7

Adjusted EBITDA
6.8

EBITDA
(0.1)
11.0
(4.2)

EBIT
(2.2)
10.8
8.8
(11.0)

## Revenue

Magazines Italy posted revenue of $€ \mathbf{1 4 7 . 5}$ million, down by $11 \%$ versus the same period of the prior year, due also to the sharp drop in add-on sales. Net of the disposal of Inthera in May, the decline would have come to $9.7 \%$ : specifically, this performance reflects a steady improvement recorded in the second quarter, which shows a $6.7 \%$ decrease (on a like-for-like basis).

[^4]| (Euro/millions) |  |  |  |
| :--- | ---: | ---: | ---: |
| Magazines Italy | $\mathbf{1 H} \mathbf{2 0 1 8}$ | $\mathbf{1 H} \mathbf{2 0 1 7}$ | Var. \% |
| Circulation | 60.9 | 65.5 | (7.1\%) |
| Add-on sales | 22.1 | 28.9 | (23.6\%) |
| Advertising | 41.2 | 44.4 | (7.1\%) |
| Distribution and revenue towards | 16.6 | 17.2 | (3.4\%) |
| third publishers | 6.8 | 9.7 | (30.2\%) |
| $\quad$ Other revenue | $\mathbf{1 4 7 . 5}$ | $\mathbf{1 6 5 . 7}$ | $\mathbf{( 1 1 . 0 \% )}$ |
| Total revenue |  |  |  |

- Circulation revenue (newsstands + subscriptions) lost 7.1\%, performing slightly better than the relevant market in the newsstands channel, due also to the contribution of the new titles Giallo Zafferano and Spy, published in the second quarter of 2017.
- Advertising revenue (print + web) was down by 7\%; web advertising sales were steady versus first half 2017, while print sales were basically in line with the market.
The percentage of digital advertising sales on the total increased to $\mathbf{3 0 \%}$ (from $28 \%$ in $1^{\circ}$ half 2017).
- Revenue from add-on products (DVDs, CDs, books and gadgets), sold in attachment to Mondadori magazines, dropped sharply (approximately -24\%) versus the same period of 2017, especially in the Home Video and Music product categories, which benefited in the first half of the prior year from the enduring success of a number of releases launched in the last quarter of 2016.
- Press-Di distribution and revenue towards third parties in the first half was down by $3.4 \%$ versus the prior year, beating the market, thanks to the ongoing commitment to developing distributed third-publisher portfolios, which outperformed the market trend.
- Other revenue includes:
- international operations, which achieved revenue of $€ 1.8$ million in the reporting period, down from $€ 2.1$ million reported in the first six months of 2017, as a result of the drop in licensing activities;
- revenue from Digital Marketing Service activities ( $€ 5.7$ million versus $€ 8.6$ million) dropped as a result of the negative performance and the disposal of Inthera (on 2 May 2018).

The Mondadori Group reaches a total audience of $\mathbf{2 7 . 7}$ million users/month ${ }^{\mathbf{6}}$, up by $\mathbf{+ 1 5 \%}$ versus 2017. The reach on the market is close to $76 \%$ of the Italian digital population.
The Group retained its position as Italy's top traditional publisher also in the digital business, leader in key vertical segments such as women, food, wellness, fashion and education, with 16 million unique users of Donna Moderna, over 12 million users of GialloZafferano, 5.8 million of Starbene, over 3 million of Grazia and 9.3 million of Studenti.it.

[^5]
## EBITDA

In the second quarter of the year, the more moderate drop in overall revenue, due also to the different phasing of a number of initiatives, together with the benefits from the actions taken to curb operating and structural costs, helped achieve results that were basically steady versus the second quarter of 2017.

In the first six months, adjusted EBITDA of the Magazines Italy Area posted a negative result versus 2017 ( $€ 6.8$ million from $€ 11.0$ million), due to the drop previously recorded in the first quarter of the current year.

Additionally, the digital area continued to improve and increased its adjusted EBITDA by over $€ 1$ million in the half year.

The Area's reported EBITDA ( $€-0.1$ million versus $€ 10.8$ million in first half 2017) reflects higher restructuring costs recorded in the period from the necessary accelerated structural reorganization and cost reduction process and from the loss generated by the disposal of Inthera.

## MAGAZINES FRANCE

## Relevant market performance

In the period under review, Mondadori France's relevant markets continued to decline versus the prior year:

- in sales in the newsstands channel (-5.3\% at May) ${ }^{7}$;
- in print advertising sales ( $\mathbf{- 1 0 . 7 \%}$ at April) ${ }^{8}$.

In the reporting period, Mondadori France held a $\mathbf{1 0 . 1 \%}$ share ${ }^{9}$, basically steady versus the prior year, ranking as second top player on the magazine advertising market.

## Performance of Magazines France

| Magazines France <br> (Euro/millions) | $\mathbf{1}^{\circ}$ Half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ Half $\mathbf{2 0 1 7}$ | Var. |
| :--- | ---: | ---: | ---: |
|  |  |  |  |
| Revenue | 152.9 | 164.9 | (12.0) |
| Adjusted EBITDA | 12.1 | 12.5 | $(0.4)$ |
| EBITDA | 10.8 | 15.7 | $(4.9)$ |
| EBIT | 5.5 | 9.8 | $(4.3)$ |

## Revenue

In first half 2018, revenue from Mondadori France amounted to $€ \mathbf{1 5 2 . 9}$ million, down by $7.3 \%$ versus the same period of 2017.

| (Euro/millions) |  |  |  |
| :--- | ---: | ---: | ---: |
|  | $\mathbf{6}$ months | $\mathbf{6}$ months | Var. \% |
| Circulation | $\mathbf{2 0 1 8}$ | $\mathbf{2 0 1 7}$ |  |
| Advertising | 117.6 | 126.0 | (6.7\%) |
| Other revenue | 28.6 | 30.8 | (7.3\%) |
| Total revenue | 6.8 | 8.1 | (16.0\%) |

[^6]Circulation revenue, accounting for approximately $77 \%$ of the total, fell by $6.7 \%$ versus the prior year; revenue from the newsstands channel fell by $7.7 \%$, while revenue from the subscriptions channel dropped by $5.7 \%$.
First half 2018 reported the positive trend of Dr. Good and Tirmag, the first title reaching 200 thousand average copies sold of the first 3 issues of 2018.

L'atelier de Roxane, a magazine dedicated to teenager YouTube stars, sold 40 thousand copies with its first release.
Revenue from the sale of digital copies grew sharply in the first half versus 2017 (+192\%), driven by the increased number of partnerships with French telco players to offer Mondadori France brands to their subscriber base.

Advertising revenue fell by an overall $\mathbf{- 7 . 3 \%}$ versus the same period of 2017; print advertising, accounting for $\mathbf{8 7 \%}$ of total advertising revenue, dropped by $\mathbf{- 5 . 6 \%}$ in the reporting period, lower than the drop reported by the relevant market (-10.7\%).

## EBITDA

Adjusted EBITDA amounted to $€ \mathbf{1 2 . 1}$ million, basically steady versus $€ 12.5$ million of the six months of the prior year, net of the discontinuity from NaturaBuy (sold in May 2017), thanks to the effective actions launched in 2017 to contain industrial costs, and to the reorganization of the Advertising and Digital teams, which started to produce benefits, fully offsetting the decline in revenue triggered by the trend of the markets.

Adjusted EBITDA from digital operations ended positive versus the loss recorded in first half 2017.
Reported EBITDA amounted to $€ \mathbf{1 0 . 8}$ million, down versus $€ 15.7$ million in first half 2017 , which had benefited from the gain of $€ 4.3$ million from the abovementioned disposal.

## CORPORATE \& SHARED SERVICES

The Corporate \& Shared Services segment includes - besides the Group's top management organizations the Shared Services functions providing services to Group companies and the different business areas. These services are mainly associated with activities regarding: Administration, Management Control and Planning, Treasury and Finance, Purchasing, IT, Human Resources, Legal and Corporate Affairs, and External and Institutional Relations.

Revenue refers mainly to amounts billed for Shared Services to subsidiaries and associates as well as other entities using the above services.

Adjusted EBITDA of the Corporate \& Shared Services Area - which includes corporate costs not charged to the business areas, came to an overall $€-4.1$ million versus $€-3.7$ million in first half 2017 , dropping due mainly to the costs incurred to comply with the GDPR (General Data Protection Regulation) ${ }^{10}$.

The Area EBITDA shows a loss of $€ 4.7$ million, down from the positive figure of $€ 0.3$ million in first half 2017, which had benefited from a gain of $€ 4.2$ million from the disposal of a property in Verona, aimed also at outsourcing logistics activities

The segment also includes the results of the minority interests in Monradio S.r.I. (20\%) and Società Europea di Edizioni S.p.A., publisher of the daily II Giornale (included in "Result - associates").

[^7]
## BALANCE SHEET

The average cost of the Mondadori Group's net debt at 30 June 2018 was $2.13 \%$ versus $4.36 \%$ in 2017, due mainly to the renegotiation of committed lines in December 2017.

The overall credit lines available to the Group at 30 June 2018 amounted to $€ 654.1$ million, € 450.0 million of which committed, the latter unchanged versus 31 December 2017.

The Group's short-term loans, amounting to $€ 204.1$ million, $€ 20.1$ million of which drawn down at 30 June, included overdraft credit lines on current accounts, advances subject to collection and "hot money" flows.

At 30 June, the $€ 450.0$ million pool consisted of:

|  | (Euro/millions) | Bank pool | of which: unutilizedof which: with <br> interest rate hedge |  |
| :--- | :--- | ---: | ---: | ---: |
| Term Loan A | 150.0 | $(1)$ | - | 100.0 |
| Term Loan B | 100.0 | $(2)$ | - | 75.0 |
| $R C F$ | 100.0 | $(3)$ | 100.0 | - |
| Acquisition Line C | 100.0 | $(4)$ | 100.0 |  |
| Total loans | $\mathbf{4 5 0 . 0}$ | $\mathbf{2 0 0 . 0}$ | $\mathbf{1 7 5 . 0}$ |  |

(1) Maturity dates: € 15.0 million December 2018, € 17.5 million December 2019, € 22.5 million December 2020, € 27.5 million December 2021, € 67.5 million December 2022
(2) Maturity dates: (a) bullet $30 / 6 / 2019$, or (b) where the extension option in favour of Mondadori is exercised, $€ 5.0$ million December 2019 and December 2020, € 7.5 million December 2021, € 82.5 million December 2022
(3) bullet loan, coming to maturity in December 2022
(4) bullet loan, coming to maturity in December 2022

The Mondadori Group's net financial position at $\mathbf{3 0}$ June $\mathbf{2 0 1 8}$ stood at $\boldsymbol{€} \mathbf{- 2 3 8 . 4}$ million, dropping sharply versus $€$ - $\mathbf{2 8 4 . 4}$ million at June 2017 (the comparison with $€-189.2$ million at December 2017 is affected by the seasonal nature of the business).

## Net financial position

(Euro/millions)
30 June 201830 June 201731 December 2017
Cash and cash equivalents
Assets (liabilities) from derivative instruments
Other financial assets (liabilities)
Loans (short and medium/long term)

| 26.7 | 60.4 | 66.6 |
| ---: | ---: | ---: |
| $(0.6)$ | $(0.9)$ | $(0.3)$ |
| 1.2 | $(4.4)$ | $(10.0)$ |
| $(265.7)$ | $(339.5)$ | $(245.4)$ |
|  |  | $(189.2)$ |
| $\mathbf{2 3 8 . 4})$ | $\mathbf{( 2 8 4 . 4})$ |  |

The Group's net financial position and the relating LTM cash flow are detailed below:

| LTM (€mn) | June 18 | Dec. 17 |
| :--- | ---: | ---: |
| NFP beginning of period | $\mathbf{( 2 8 4 . 4 )}$ | $(\mathbf{2 6 3 . 6 )}$ |
| Adjusted EBITDA | 112.5 | 110.5 |
| Dividends minorities | $(3.3)$ | $(3.3)$ |
| Change in NWC + provisions | $(8.7)$ | 4.2 |
| CAPEX | $(20.3)$ | $(19.3)$ |
| Cash flow from operations | 80.3 | 92.2 |
| Financial expense | $(10.0)$ | $(14.0)$ |
| Management of investments in associates | $(2.8)$ | $(1.8)$ |
| Taxes | $(5.4)$ | $(7.6)$ |
| Cash flow from ordinary operations | $\mathbf{6 2 . 1}$ | $\mathbf{6 8 . 7}$ |
| Restructuring costs | $\mathbf{( 1 1 . 4 )}$ | $(13.8)$ |
| Extraordinary tax amounts / prior years | 0.3 | 6.8 |
| Acquisition/disposal of assets | $(5.0)$ | 12.7 |
| Cash flow from extraordinary operations | $\mathbf{( 1 6 . 0 )}$ | 5.7 |
| Total Cash Flow | $\mathbf{4 6 . 0}$ | 74.4 |
| NFP end of period | $\mathbf{( 2 3 8 . 4 )}$ | $\mathbf{( 1 8 9 . 2 )}$ |

In the last twelve months, the Group's net financial position improved by approximately $€ 46$ million, with net financial debt decreasing to reach $€ \mathbf{2 3 8 . 4}$ million versus $€-284.4$ million at 30 June 2017.

Cash generation in the last 12 months is structured as follows:

- cash flow from ordinary operations stood at $€ 62.1$ million, $€ 80.3$ million of which from operations minus taxes and financial expense of $€ 15.4$ million, and the management of investments in associates. Cash flow from operations is the result of operations net of non-ordinary items, amounting to a positive $€ 112.5$ million, alleviated by capital expenditure of approximately $€ 20$ million and by a net working capital (including provisions) absorption of approximately $€ 9$ million, relating to the Magazines areas which, in light of the persisting decline in revenue and a negative structural NWC, recorded an absorption of working capital;
- cash flow from non-ordinary operations came to approximately €-16 million and included:
- cash-outs for restructuring costs of $€ 11.4$ million;
- financial outflows from the disposal of Inthera in May 2018, as well as a number of minor acquisitions (including Direct Channel) in Magazines Italy.

Trend of key balance sheet figures versus 30 June 2017:

|  | June 18 | Dec. 17 | June 17 | C18 vs C17 |
| :---: | :---: | :---: | :---: | :---: |
| Trade receivables | 266.4 | 298.0 | 268.8 | -0.9\% |
| Inventory | 146.4 | 127.6 | 160.5 | -8.8\% |
| Trade payables | (385.6) | (416.3) | (407.9) | -5.4\% |
| Other assets (liabilities) | 16.2 | (12.1) | 24.3 | -33.1\% |
| NWC | 43.4 | -2.8 | 45.7 | -5.0\% |
| Intangible assets | 590.6 | 593.0 | 602.3 | -1.9\% |
| Property, plant and equipment | 25.1 | 26.9 | 28.7 | -12.5\% |
| Investments | 36.8 | 38.0 | 41.6 | -11.7\% |
| NET FIXED ASSETS | 652.5 | 657.9 | 672.5 | -3.0\% |
| Provisions and post-employment benefits | (122.6) | (120.6) | (111.0) | 10.5\% |
| NET INVESTED CAPITAL | 573.3 | 534.6 | 607.2 | -5.6\% |
| Share capital | 68.0 | 68.0 | 68.0 | 0.0\% |
| Reserves | 248.8 | 217.4 | 218.9 | 13.6\% |
| Profit (loss) for the period | (12.5) | 30.4 | 4.4 | -384.6\% |
| Share capital and reserves attributable to non-controlling interests | 30.6 | 29.5 | 31.5 | -3.0\% |
| EQUITY | 334.9 | 345.3 | 322.9 | 3.7\% |
| NET FINANCIAL POSITION (DEBT) | 238.4 | 189.2 | 284.4 | -16.2\% |
| TOTAL EQUITY | 573.3 | 534.6 | 607.2 | -5.6\% |

- trade receivables fell less than the revenue trend, as a result of revenue from the Educational Area generated mostly in the last few weeks of the first half, while such revenue had been recorded in the first few weeks of the second half of the prior year;
- inventories, down by 9\%, reflect, in addition to the drop from the fall in revenue, greater operating efficiency;
- trade payables fell due to lower purchase volumes, consistent with the revenue trend;
- other assets (liabilities) were down by $€ 8.1$ million, due mainly to the use of pre-paid taxes recognized against prior tax losses, based on the taxable income achieved in the last 12 months;
- fixed assets decreased by $€ 20$ million, due to amortization and write-downs of $€ 39.0$ million in the period, partly offset by capital expenditure ( $£ 20.3$ million) mainly from the costs incurred for the creation of school textbooks and for software;
- provisions and post-employment benefits increased by $€ 11.6$ million versus 30 June 2017, due to higher provisions for onerous contracts relating to the cultural heritage business and to the provision set up to cover the estimated liquidation costs of Mach 2 Libri S.p.A..


## INVESTOR RELATIONS

Arnoldo Mondadori Editore S.p.A. ordinary shares have been listed on the Milan Stock Exchange since 1982 (ISIN Code: IT0001469383).

The Mondadori share is listed in the following

- general indexes of Borsa Italiana: FTSE Italia All Share, FTSE Italia Star and FTSE Italia Small Cap;
- Industry specific: FTSE Italia Servizi al consumo and FTSE Italia Media.

In first half 2018, the Mondadori average share price was $€ 1.759$ (average market capitalization of $€ 459.9$ million).

On 29 June 2018, Mondadori share price recorded a closing price of $€ 1.306$ with a market capitalization of € 341.5 million.

| Share price and share trading data | $\mathbf{1}^{\circ}$ half 2018 |
| :--- | ---: |
| Closing price on 29/06/2018 (in Euro) | 1.306 |
| Average price | 1.759 |
| Maximum price (23/01) | 2.485 |
| Minimum price (29/05) | 1.204 |
| Average volume (thousands) | $\mathbf{9 3 3 . 6}$ |
| Maximum volume (16/03) | $5,837.3$ |
| Minimum volume (23/04) | 144.8 |
| No. of ordinary shares (mn)* | $\mathbf{2 6 1 , 4 5 8 , 3 4 0}$ |
| Average market capitalization (in Euro millions*) | 459.9 |
| Market capitalization at 29/06/2018 (in Euro millions) | 341.5 |

## Source: Borsa Italiana

* Number of shares issued at 30 June 2018


## Shareholder base

At 30 June 2018, the Company's share capital amounts to $€ 67,979,168.40$, corresponding to $261,458,340$ ordinary shares with a nominal value of $€ 0.26$ each.

At the same date, to the knowledge of the Company, based on the disclosures received pursuant to art. 120 of the Finance Consolidation Act and other available information, the Company ownership structure includes the following relevant equity investments (above 3\%):

| Shareholders | Equity <br> investment at 30/06/2018 |
| :---: | :---: |
| Fininvest S.p.A. | 53.3\% |
| Silchester International Investors LIp | 12.4\% |

## Mondadori share price performance against the main Italian SE indexes in the last 12 months



## Source: Bloomberg

The macroeconomic situation in Italy shows a moderately positive tone, with GDP growth expected to average $+1.3 \%$ in 2018 and 2019. The Country risk has increased (spread at approximately 235bps) following the general elections and the formation of the new government.

The global economic climate continues to see sustained growth, with possible risks arising from developments in the trade and monetary policies of advanced and emerging countries (due to the adoption of duties and tariffs, and to the increase in interest rates).

At 30 June 2018, Mondadori's performance stood at $-37.3 \%$ from the start of the year, while the main indexes showed the following trends:

FTSE All Share -1.5\%, FTSE ITALIA STAR +0.5\%, FTSE Italia Small Cap -7.2\% and FTSE Italia Media -20.3\%.

At the same date, the 12-month performance of the Mondadori share was $-18.4 \%$ versus $+4.8 \%$ for the FTSE All Share index, $+8.9 \%$ for the FTSE ITALIA STAR, $-4.1 \%$ for the FTSE Italia Small Cap and $-18.3 \%$ for the FTSE Italia Media.

## PERSONNEL

## Human resources

At 30 June 2018, Group employees with a fixed-term and permanent labour contract amounted to 2,962 units, down by $4.8 \%$ from 3,112 units at 30 June 2017, as a result mainly of the disposal of the subsidiary Inthera, despite the acquisition of Direct Channel, and of the ongoing restructuring and efficiency improvement measures involving each of the Group's business areas.

Net of these discontinuities, the drop would have been around 3.4\%.

Group employees at 30 June 2018

|  | 30 June 2018 |  | 30 June 2017 |
| :---: | :---: | :---: | :---: |
| Arnoldo Mondadori Editore S.p.A.: |  | 980 | 935 |
| - Managers, journalists, office staff |  | 974 | 930 |
| - Blue collars |  | 6 | 5 |
| Italian subsidiaries: |  | 1,191 | 1,334 |
| - Managers, journalists, office staff |  | 1,183 | 1,325 |
| - Blue collars |  | 8 | 9 |
| Foreign subsidiaries: |  | 791 | 843 |
| - Managers, journalists, office staff |  | 791 | 843 |
| - Blue collars |  | - |  |
| Total |  | 2,962 | 3,112 |
| Headcount by Business Area | 30 June 2018 | 30 June 2017 | Var. \% |
| Books | 649 | 657 | (1.2\%) |
| Magazines Italy | 716 | 772 | (7.3\%) |
| Magazines France | 743 | 797 | (6.8\%) |
| Retail | 399 | 424 | (5.9\%) |
| Corporate \& Shared Services | 455 | 462 | (1.5\%) |
| Total | 2,962 | 3,112 | (4.8\%) |

In the Books Area, the workforce was basically steady versus June 2017.

Magazines Italy's trend reflects both the disposal of Inthera in May 2018 and the acquisition of Direct Channel, leader in Italy in subscription selling, net of which the reduction would amount to -1.6\%.

The decrease in the Retail Area reflects both structural efficiency and the effects of the closure of a number of stores ( $-1.3 \%$ on a like-for-like basis in terms of stores).

The Corporate \& Shared Services Area saw an approximately 2\% decrease in headcount, despite the effects of the insourcing from RCS MediaGroup of the IT services and administrative activities of Rizzoli Libri; net of these effects, headcount would be down by approximately $7 \%$.

Cost of personnel ${ }^{11}$ in the first six months amounted to $€ 113.3$ million, down by approximately $5 \%$ versus the same period of 2017, as a result of the ongoing reduction in headcount, of the outsourcing of logistics activities, completed on 1 May 2017, and of the disposal of Inthera from May 2018.

Net of these transactions, the organic drop in cost of personnel would amount to 3.5\%.
$\left.\begin{array}{|l|r|r|r|}\hline & \mathbf{3 0 / 0 6 / 2 0 1 8} & \mathbf{3 0 / 0 6 / 2 0 1 7} & \text { Var. \% } \\ \hline \text { Euro/millions } & & & \\ \hline \begin{array}{l}\text { Cost of enlarged personnel } \\ \text { (before restructuring) }\end{array} & \mathbf{1 1 3 . 3} & & 119.5\end{array}\right) \mathbf{( 5 . 1 \% )}$ (

[^8]
## SIGNIFICANT EVENTS IN THE REPORTING PERIOD

## Creation of a single business area covering the Group's book activities

On 1 February 2018, the Mondadori Group adopted a new organizational structure hinged on a single business area covering the whole range of book activities, from the trade area to school textbooks, from illustrated books and international publications to art and exhibitions.

Head of the new area is Antonio Porro, who has also been appointed Deputy Chairman and Managing Director of Mondadori Libri S.p.A., a company chaired by Ernesto Mauri, CEO of the Parent Arnoldo Mondadori Editore S.p.A..

## Acquisition of Direct Channel

On 6 February 2018, the Mondadori Group, through Press-Di Abbonamenti S.p.A., leader in Italy in subscription selling, expanded its offering and services for third-party publishers by acquiring Direct Channel, specialized in marketing-related database management and information systems through the development of management systems and CRM for magazine subscription selling and the planning of marketing and fundraising activities for important non-profit bodies.

## Appointment of new corporate bodies

On 24 April 2018, the Ordinary Shareholders' Meeting appointed the new corporate bodies of the Company:

## APPOINTMENT OF THE BOARD OF DIRECTORS

The Meeting appointed the new Board of Directors; the 14 members will remain in office for three years until approval of the financial statements for the year ending 31 December 2020.

The Board was elected on the basis of the lists submitted by the shareholder Fininvest S.p.A., holder of $53.299 \%$ of the share capital for a total of no. 139,355,950 shares, and by a grouping of shareholders formed by asset management companies and institutional investors holding a total of no. 8,065,686 shares, equal to $3.084 \%$ of the share capital.

The members of the new Board of Directors are:

- Marina Berlusconi (Chairman), Ernesto Mauri, Pier Silvio Berlusconi, Oddone Maria Pozzi, Paolo Guglielmo Ainio, Elena Biffi, Francesco Currò, Martina Forneron Mondadori, Danilo Pellegrino, Roberto Poli, Angelo Renoldi, Mario Resca, Cristina Rossello (from the majority list submitted by the shareholder Fininvest S.p.A.);
- Patrizia Michela Giangualano (from the minority list submitted by a group of shareholders formed by asset management companies and institutional investors).

The majority list received $69.245 \%$ of votes.

The Board of Directors of Arnoldo Mondadori Editore S.p.A., convened at the end of the Meeting and chaired by Marina Berlusconi, confirmed Ernesto Mauri as CEO, vesting him with the relevant powers of management.

In accordance with the provisions of the Corporate Governance Code, Ernesto Mauri was identified as "Director in charge of the internal control and risk management system".

Directors Elena Biffi, Angelo Renoldi, Cristina Rossello and Patrizia Michela Giangualano declared that they met the independence requirements set out in art. 148, par. 3, of Legislative Decree No. 58/1998 and in the Corporate Governance Code for Listed Companies.

Director Martina Forneron Mondadori declared that she met the independence requirements set out in art. 148, par. 3, of Legislative Decree no. 58/1998.

The composition of the Board of Directors complies with the provisions on gender equality set out in art. 147-ter, par. 1-ter, of Legislative Decree no. 58/1998.

The Board of Directors also appointed the members of the following committees in compliance with the principles established by the Governance Code adopted:

- Control and Risk Committee: Cristina Rossello, as Chairman (independent); Angelo Renoldi (independent); Patrizia Michela Giangualano (independent);
- Remuneration and Appointments Committee: Angelo Renoldi as Chairman (independent); Cristina Rossello (independent); Elena Biffi (independent);
- Committee for Related Party Transactions: Angelo Renoldi, as Chairman (independent); Cristina Rossello (independent); Elena Biffi (independent).

The Board also confirmed, until expiry of its term, therefore, until approval of the financial statements for the year ending 31 December 2020:

- Cristina Rossello as Lead Independent Director;
- Oddone Maria Pozzi as Financial Reporting Manager.

The executive Directors are: Marina Berlusconi, Ernesto Mauri, Oddone Pozzi and Mario Resca.

The CVs of the members of the new Board of Directors and the additional documentation required by current legislation are available in the Governance section of www.mondadori.it.

## APPOINTMENT OF THE BOARD OF STATUTORY AUDITORS

The Shareholders' Meeting also appointed the Board of Statutory Auditors, composed as follows:

- Sara Fornasiero as Chairman (elected based on the minority list submitted by a group of shareholders formed by asset management companies and institutional investors);
- Ezio Simonelli and Flavia Daunia Minutillo as Standing Auditors (elected based on the majority list submitted by the shareholder Fininvest S.p.A.);
- Francesco Vittadini and Annalisa Firmani as Alternate Auditors (elected based on the majority list submitted by the shareholder Fininvest S.p.A.);
- Mario Civetta as Alternate Auditor (elected based on the minority list submitted by a group of shareholders formed by asset management companies and institutional investors).

The majority list received $85.558 \%$ of votes.

The Chairman of the Board of Statutory Auditors, Sara Fornasiero, declared that she met the independence requirements set out in art. 148, par. 3, of Legislative Decree no. 58/1998 and in the Corporate Governance Code for Listed Companies.

Standing Auditors Flavia Daunia Minutillo and Ezio Simonelli declared that they met the independence requirements set out in art. 148, par. 3, of Legislative Decree no. 58/1998.

The composition of the Board of Statutory Auditors complies with the provisions on gender equality set out in art. 148, par. 1-bis of Legislative Decree no. 58/1998.

The CVs of the members of the Board of Statutory Auditors and the additional documentation required by current legislation are available in the Governance section of www.mondadori.it.

## Disposal of Inthera

On 2 May 2018, Arnoldo Mondadori Editore S.p.A. concluded an agreement on the disposal of 100\% of the share capital of Inthera S.p.A., specialized in strategy, planning and development of content \& data driven marketing solutions, CRM, database analysis and management, for a price of $€ 1.8$ million. The agreement contains a price adjustment clause equal to the difference between equity (net of fixed assets) at $31 / 12 / 2017$ and equity at 30/04/2018.

In the most recently approved financial statements (2017), the company achieved revenue of $€ 11.1$ million and adjusted EBITDA of $€ 1.8$ million.

## Agreement with journalists' trade unions

On 15 June, the Board of Directors of Arnoldo Mondadori Editore S.p.A. resolved not to accept the binding offers received from European Network for the acquisition of the Tustyle and Confidenze magazines. The Company has identified a new organizational and cost management structure aimed at achieving improvement targets for the two magazines. An agreement has been reached on a reduction of the remuneration package for Tustyle and Confidenze journalists from 1 July 2018, consistent with the structural decline of the market, and on the application of a solidarity contract for journalists from the other publications in the Magazines Italy Area, in force until 31 December 2018.

The Company and the trade unions have underwritten their commitment to make the cost structure and the organization of the work of Magazines Italy consistent with market trends by the end of the year, in order to safeguard sustainability.

## Start of purchase of treasury shares

On 25 June, the Group announced the start of a share buyback plan - under art. 5 of Regulation (EU) No. 596/2014 - on the Electronic Stock Market (MTA) to provide the Company with 1.24 million shares to service the Incentive Plan named "2018-2020 Performance Share Plan" approved by the Shareholders' Meeting on 24 April 2018, and to service the continuation of the "2017-2019 Performance Share Plan".

On 2 July, the Company announced the purchase, in the period from 25 to 29 June, of 27,500 ordinary shares (equal to $0.011 \%$ of the share capital) at an average unit price of $€ 1.3006$, for a total amount of $€$ $35,766.85$.

At 30 June 2018, Arnoldo Mondadori Editore S.p.A. held no. 947,500 treasury shares, representing 0.3624\% of the share capital.

## SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

On 9 July, the Group announced the purchase, in the period from 2 to 6 July, of a further $\mathbf{1 6 , 0 0 0}$ ordinary shares (equal to $0.006 \%$ of the share capital) at an average unit price of $€ 1.3530$, for a total amount of $€$ 21,648.10.

On 16 July, the Group announced the purchase, in the period from 9 to 13 July, of a further $\mathbf{1 7 , 5 0 0}$ ordinary shares (equal to $0.007 \%$ of the share capital) at an average unit price of $€ 1.4700$, for a total amount of $€$ 25,725.70.

On 23 July, the Group announced the purchase, in the period from 16 to 20 July, of a further $\mathbf{1 7 , 5 0 0}$ ordinary shares (equal to $0.007 \%$ of the share capital) at an average unit price of $€ 1.5102$, for a total amount of $€ 26,428.50$.

On 30 July, the Group announced the purchase, in the period from 23 to 27 July, of a further 27,000 ordinary shares (equal to $0.010 \%$ of the share capital) at an average unit price of $€ 1.4606$ for a total amount of $€ 39,435.25$.

Following the purchases made so far, Arnoldo Mondadori Editore S.p.A. holds to date no. 1,025,500 treasury shares, equal to $0.392 \%$ of the share capital (including the 80,000 shares purchased in the period from 30 November to 2 December 2016, as per disclosure to the market on 6 December 2016).

## OTHER INFORMATION

## Adhesion to the legislative simplification process adopted by Consob resolution No. 18079 of 20 January 2012. Disclosure pursuant to art. 70, par. 8, and art. 71, par. 1-bis, of Consob Regulation No. 11971/99 as subsequently amended

On and with effect from 13 November 2012, the Board of Directors of Arnoldo Mondadori Editore S.p.A., pursuant to art. 3 of Consob Resolution No. 18079 of January 20, 2012 and in relation to the provisions set out in art. 70, par. 8, and art. 71, par. 1-bis, of Consob Regulation No. 11971/1999, resolved to avail itself of the right to waive the obligation of disclosure envisaged by the aforementioned Consob Regulation on the occasion of significant transactions relating to mergers, spin-offs and capital increases through contribution of assets in nature, acquisitions and transfers.

## glossary of terms and alternative performance measures USED


#### Abstract

This document, in addition to the statements and conventional financial measures required by IFRS, presents a number of reclassified statements and alternative performance measures, in order to provide a better understanding of the operating and financial performance of the Group. These statements and measures should not be considered as a replacement of those required by IFRS. With regard to these figures, in accordance with the recommendations contained in Consob Communication no. 6064293 of 28 July 2006, and in Consob communication no. 0092543 of 3 December 2015, as well as with the 2015/1415 ESMA guidelines on alternative performance measures ("Non GAAP Measures"), explanations are given on the criteria adopted in their preparation and the relevant notes to the items appearing in the mandatory statements.


Specifically, the alternative measures used include:

Gross Operating Profit (EBITDA): EBITDA, or gross operating profit, is equal to earnings before interest, taxes, depreciation and amortization. The Group also provides information on the percentage of EBITDA on net sales. EBITDA measured by the Group allows operating results to be compared with those of other companies, net of any effects from financial and tax items, and of depreciation and amortization, which may vary from company to company for reasons unrelated to general operating performance.

Adjusted gross operating profit (adjusted EBITDA): gross operating profit as explained above, net of income and expense of a non-ordinary nature such as:
(i) income and expense from restructuring, reorganization and business combinations;
(ii) clearly identified income and expense not directly related to the ordinary course of business;
(iii) as well as any income and expense from non-ordinary relevant events and transactions as set out in Consob communication DEM6064293 of 28/07/2006.

With regard to adjusted EBITDA in first half 2017, the following items were excluded from EBITDA:
Restructuring costs for a total amount of $€ 2.9$ million, included in "Cost of personnel" in the income statement;
Income of a non-ordinary nature totaling $€ 8.7$ million, attributable to gains from the sale of assets: $€ 4.2$ million from the disposal of the former logistics property, $€ 4.3$ million from the disposal of NaturaBuy, and $€ 0.2$ million from disposals made in the Retail Area;

Expense of a non-ordinary nature for a total of $€ 0.5$ million, included mainly in "Cost of services".
With regard to adjusted EBITDA in first half 2018, the following items were excluded from EBITDA:
a) restructuring costs for a total of $€ 6.4$ million, included in "Cost of personnel" in the income statement;
b) expense of a non-ordinary nature totaling $€ 3.5$ million, of which $€ 2.3$ million attributable to losses from the disposal of investments classified under Other (income) expense, and mainly to legal advice fees classified under "Cost of services". Operating profit (EBIT): net result for the period before income taxes, and other income and expense.

Net invested capital: the algebraic sum of Fixed Capital, which includes non-current assets and non-current liabilities (net of non-current financial liabilities included in the Net Financial Position) and Net Working Capital, which includes current assets (net of cash and cash equivalents and current financial assets included in the Net Financial Position), and current liabilities (net of current financial liabilities included in the Net Financial Position).

Cash flow from operations: adjusted EBITDA, as explained above, plus or minus the decrease/(increase) in working capital in the period, minus capital expenditure (CAPEX/Investment).

Cash flow from ordinary operations: cash flow from operations as explained above, net of financial expense, taxes paid in the period, and income/expense from investments in associates.

LTM cash flow from ordinary operations: cash flow from ordinary operations in the last twelve months.

Cash flow from extraordinary operations: cash flow generated/used in transactions that are not considered ordinary, such as company restructuring and reorganization, share capital transactions and acquisitions/disposals.

## BUSINESS OUTLOOK

In light of the current relevant context and the results achieved in the first six months of the year, the forecasts on 2018, on a like-for-like basis, previously disclosed to the market, can be reasonably confirmed versus 2017:

- consolidated revenue slightly down
- adjusted EBITDA basically steady
- net profit up sharply in second half 2018 versus the same period of the prior year and down by approximately $€ 7$ million for the full year versus 2017, which had included positive non-ordinary items.


## Cash flow from ordinary operations around $€ 55 / 60$ million.



CONSOLIDATED BALANCE SHEET

INCOME STATEMENT AND CONSOLIDATED COMPREHENSIVE INCOME STATEMENT

## Consolidated balance sheet

| Assets | Notes | 30 June 2018 | 31 December |
| :---: | :---: | :---: | :---: |
| (Euro/thousands) |  |  |  |
| Intangible assets | 9 | 590,626 | 593,004 |
| Investment property | 10 | 2,797 | 2,831 |
| Land and buildings |  | 3,292 | 3,389 |
| Plant and equipment |  | 5,206 | 5,828 |
| Other tangible assets |  | 13,788 | 14,837 |
| Property, plant and equipment | 11 | 22,286 | 24,054 |
| Equity-accounted investees |  | 35,867 | 37,139 |
| Other investments |  | 893 | 902 |
| Total investments | 12 | 36,760 | 38,041 |
| Non-current financial assets | 19 | 7,834 | 1,772 |
| Pre-paid tax assets | 13 | 66,819 | 64,933 |
| Other non-current assets | 14 | 2,307 | 2,102 |
| Total non-current assets |  | 729,429 | 726,737 |
| Tax receivables | 15 | 31,034 | 29,373 |
| Other current assets | 16 | 99,867 | 86,945 |
| Inventory | 17 | 146,398 | 127,607 |
| Trade receivables | 18 | 266,418 | 298,012 |
| Other current financial assets | 19 | 2,395 | 1,683 |
| Cash and cash equivalents | 20 | 26,721 | 66,585 |
| Total current assets |  | 572,833 | 610,205 |

Discontinued assets

| Total assets | $\mathbf{1 , 3 0 2 , 2 6 2}$ |
| :--- | :--- |

Consolidated balance sheet

| Liabilities | Note | 30 June 2018 | 31 December |
| :---: | :---: | :---: | :---: |
|  | S |  | 2017 |
| (Euro/thousands) |  |  |  |
| Share capital |  | 67,979 | 67,979 |
| Share premium reserve |  | - | - |
| Treasury shares |  | $(1,696)$ | $(1,654)$ |
| Other reserves and profit/(loss) carried forward |  | 250,521 | 219,072 |
| Profit (loss) for the period |  | $(12,479)$ | 30,417 |
| Group equity | 21 | 304,325 | 315,814 |
| Share capital and reserves attributable to non-controlling interests | 21 | 30,584 | 29,500 |
| Total equity |  | 334,909 | 345,314 |
| Provisions | 22 | 77,274 | 73,110 |
| Post-employment benefits | 23 | 45,275 | 47,505 |
| Non-current financial liabilities | 24 | 231,453 | 232,736 |
| Deferred tax liabilities | 13 | 59,353 | 60,597 |
| Other non-current liabilities |  | - | - |
| Total non-current liabilities |  | 413,355 | 413,948 |
| Income tax payables | 15 | 3,943 | 5,750 |
| Other current liabilities | 25 | 203,720 | 221,844 |
| Trade payables | 26 | 302,414 | 323,538 |
| Payables to banks and other financial liabilities | 24 | 43,921 | 26,548 |
| Total current liabilities |  | 553,998 | 577,680 |

Discontinued liabilities

| Total liabilities $\quad \mathbf{1 , 3 0 2 , 2 6 2}$ | $\mathbf{1 , 3 3 6 , 9 4 2}$ |
| :--- | :--- |

## Consolidated income statement

| (Euro/thousands) | - - |  |  |
| :---: | :---: | :---: | :---: |
|  | Note | 30 June 2018 | 30 June 2017 |
|  | S |  |  |
| Revenue from sales and services | 27 | 543,820 | 573,101 |
| Decrease (increase) in inventory | 17 | $(18,620)$ | $(17,156)$ |
| Cost of raw and ancillary materials, consumables and goods | 28 | 94,558 | 99,294 |
| Cost of services | 29 | 339,568 | 357,610 |
| Cost of personnel | 30 | 112,234 | 114,655 |
| Other (income) expense | 31 | 1,787 | $(8,856)$ |
| EBITDA |  | 14,293 | 27,554 |
| Depreciation and impairment loss on property, plant and equipment | 10-11 | 3,427 | 3,528 |
| Amortization and impairment loss on intangible assets | 9 | 11,969 | 12,517 |
| EBIT |  | $(1,103)$ | 11,509 |
| Financial income (expense) | 32 | $(3,168)$ | $(7,139)$ |
| Income (expense) from investments | 33 | $(8,154)$ | (268) |
| Result before taxes |  | $(12,425)$ | 4,102 |
| Income taxes | 34 | $(1,030)$ | $(1,583)$ |
| Result from continuing operations |  | $(11,395)$ | 5,685 |
| Result from discontinued operations |  | - | - |
| Net result |  | $(11,395)$ | 5,685 |
| Attributable to: <br> - Non-controlling interests <br> - Parent Company shareholders | 21 | $\begin{array}{r} 1,084 \\ (12,479) \end{array}$ | $\begin{aligned} & 1,309 \\ & \mathbf{4 , 3 7 6} \\ & \hline \end{aligned}$ |
| Net earnings per share (in Euro units) | 35 | (0.048) | 0.017 |
| Diluted net earnings per share (in Euro units) | 35 | (0.048) | 0.017 |

## Consolidated income statement - second quarter

| (Euro/thousands) | Second quarter 2018 | Second quarter $2017$ |
| :---: | :---: | :---: |
| Revenue from sales and services | 290,434 | 301,492 |
| Decrease (increase) in inventory | $(7,762)$ | $(8,999)$ |
| Cost of raw and ancillary materials, consumables and goods | 50,521 | 55,506 |
| Cost of services | 170,794 | 178,164 |
| Cost of personnel | 55,005 | 56,747 |
| Other (income) expense | 4,593 | $(5,162)$ |
| EBITDA | 17,283 | 25,236 |
| Depreciation and impairment loss on property, plant and equipment <br> Amortization and impairment loss on intangible assets | $\begin{aligned} & 1,739 \\ & 5,985 \end{aligned}$ | $\begin{aligned} & 1,749 \\ & 6,335 \end{aligned}$ |
| EBIT | 9,559 | 17,152 |
| Financial income (expense) | $(1,691)$ | $(3,739)$ |
| Income (expense) from investments | $(5,367)$ | 224 |
| Result before taxes | 2,501 | 13,637 |
| Income taxes | 1,060 | (620) |
| Result from continuing operations | 1,441 | 14,257 |
| Result from discontinued operations | - | - |
| Net result | 1,441 | 14,257 |
| Attributable to: |  |  |
| - Non-controlling interests | 363 | 714 |
| - Parent Company shareholders | 1,078 | 13,543 |


| (Euro/thousands) | Notes | 30 June 2018 | 30 June 2017 |
| :---: | :---: | :---: | :---: |
| Net result |  | $(11,395)$ | 5,685 |
| Items reclassifiable to income statement |  |  |  |
| Profit (loss) from the conversion of currency denominated financial statements of foreign companies | 21 | 575 | $(1,829)$ |
| Other profit (loss) from equity-accounted investees | 21 | 51 | 53 |
| Effective part of profit (loss) on cash flow hedge instruments (cash flow hedge) | 19-24 | (284) | 271 |
| Profit (loss) from held-for-sale assets (fair value) |  | - | - |
| Tax effect on other profit (loss) reclassifiable to income statement |  | 68 | 169 |
| Items reclassified to income statement |  |  |  |
| Profit (loss) on cash flow hedge instruments |  | 150 | 199 |
| Profit (loss) from held-for-sale assets (fair value) |  | - |  |
| Tax effect on other profit (loss) reclassified to income statement |  | (36) | 48 |
| Items not reclassifiable to income statement |  |  |  |
| Actuarial profit (loss) | 23 | (49) | 426 |
| Tax effect on other profit (loss) not reclassifiable to income statement |  | 12 | (39) |
| Total other profit (loss) net of tax effect |  | 487 | (702) |
| Comprehensive result for the period |  | $(10,908)$ | 4,983 |
| Attributable to: |  |  |  |
| - Non-controlling interests |  | 1,084 | 3,674 |
| - Parent Company shareholders |  | $(11,992)$ | 1,309 |



Half-Year Financial Report at 30 June 2018
Amounts in Euro thousands

| Euro/thousands | Note s | Share capital | Treasury shares | Performanc e share reserve | Cash flow hedge reserve | Fair value reserve | Currency reserve | Post- employment discounting reserve | Other reserves | Profit (loss) for the period |  | Equity attributabl e to non- controlling interests | Total |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Balance at 1 January 2017 |  | 67,979 | (73) | 0 | $(2,240)$ | 0 | 1,924 | $(1,037)$ | 198,226 | 22,544 | 287,323 | 30,475 | 317,798 |
| - Allocation of result |  |  |  |  |  |  |  |  | 22,544 | $(22,544)$ |  |  |  |
| - Dividends paid |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Change in consolidation scope |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Capital increase |  |  |  |  |  |  |  |  |  |  | - |  | - |
| - Transactions on treasury shares |  |  | (285) |  |  |  |  |  |  |  | (285) |  | (285) |
| - Performance share |  |  |  | 343 |  |  |  |  |  |  | 343 |  | 343 |
| - Other changes |  |  |  |  |  |  |  |  | 242 |  | 242 | (238) | 4 |
| - Comprehensive profit (loss) |  |  |  |  | 687 |  | $(1,745)$ | 387 | (31) | 4,376 | 3,674 | 1,309 | 4,983 |
| Balance at 30 June 2017 | 21 | 67,979 | (358) | 343 | $(1,553)$ | 0 | 179 | (650) | 220,981 | 4,376 | 291,297 | 31,546 | 322,843 |
| Statement of changes in Group consolidated equity at 30 June 2018 |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Euro/thousands | Note s | Share capital | Treasury shares | Performanc e share reserve | Cash flow hedge reserve |  | Currency reserve | Post- employment discounting reserve | Other reserves | Profit (loss) for the period | Total Group equity | Equity attributabl e to non- controlling interests | Total |
| Balance at 1 January 2018 |  | 67,979 | $(1,654)$ | 850 | (940) | 0 | $(1,230)$ | (533) | 220,925 | 30,417 | 315,814 | 29,500 | 345,314 |
| - Allocation of result |  |  |  |  |  |  |  |  | 30,417 | $(30,417)$ | - |  | - |
| - Dividends paid |  |  |  |  |  |  |  |  |  |  | - |  |  |
| - Change in consolidation scope |  |  |  |  |  |  |  |  |  |  | - |  | - |
| - Transactions on treasury shares |  |  | (42) |  |  |  |  |  |  |  | (42) |  | (42) |
| - Performance share |  |  |  | 807 |  |  |  |  |  |  | 807 |  | 807 |
| - Adoption IFRS 9 |  |  |  |  |  |  |  |  | (268) |  | (268) |  | (268) |
| - Other changes |  |  |  |  |  |  |  |  | 6 |  | 6 |  | 6 |
| - Comprehensive profit (loss) |  |  |  |  | (102) |  | 596 | (37) | 30 | $(12,479)$ | $(11,992)$ | 1,084 | $(10,908)$ |
| Balance at 30 June 2018 | 21 | 67,979 | $(1,696)$ | 1,657 | $(1,042)$ | 0 | (634) | (570) | 251,110 | $(12,479)$ | 304,325 | 30,584 | 334,909 |

For the Board of Directors
The Chairman
Marina Berlusconi

Arnoldo Mondadori Editore S.p.A.
Registered Office: Via Bianca di Savoia 12 -Milan-
Headquarters: Strada privata Mondadori -Segrate-

## Consolidated cash flow statement



For the Board of Directors
The Chairman Marina Berlusconi


Amounts in Euro thousands
Consolidated Balance Sheet pursuant to Consob Resolution no. 15519 of 27 July 2006

| Assets <br> (Euro/thousands) | Notes | 30/06/2018 | of which related parties (Note 39) | 31/12/2017 | of which related parties (Note 39) |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Intangible assets | 9 | 590,626 | - | 593,004 | - |
| Investment property | 10 | 2,797 | - | 2,831 | - |
| Land and buildings |  | 3,292 | - | 3,389 | - |
| Plant and equipment |  | 5,206 | - | 5,828 | - |
| Other tangible assets |  | 13,788 | - | 14,837 |  |
| Property, plant and equipment | 11 | 22,286 | 0 | 24,054 | 0 |
| Equity-accounted investees |  | 35,867 | - | 37,139 | - |
| Other investments |  | 893 | - | 902 | - |
| Total investments | 12 | 36,760 | 0 | 38,041 | 0 |
| Non-current financial assets | 19 | 7,834 | 500 | 1,772 | 500 |
| Pre-paid tax assets | 13 | 66,819 | - | 64,933 | - |
| Other non-current assets | 14 | 2,307 | - | 2,102 | - |
| Total non-current assets |  | 729,429 | 500 | 726,737 | 500 |
| Tax receivables | 15 | 31,034 | 44 | 29,373 | 199 |
| Other current assets | 16 | 99,867 | 84 | 86,945 | 56 |
| Inventory | 17 | 146,398 | - | 127,607 | - |
| Trade receivables | 18 | 266,418 | 52,084 | 298,012 | 50,413 |
| Other current financial assets | 19 | 2,395 | 25 | 1,683 | 25 |
| Cash and cash equivalents | 20 | 26,721 | - | 66,585 | - |
| Total current assets |  | 572,833 | 52,237 | 610,205 | 50,693 |

Discontinued assets

Consolidated Balance Sheet pursuant to Consob Resolution no. 15519 of 27 July 2006

| Liabilities (Euro/thousands) | Notes | 30/06/2018 | of which related parties (Note 39) | 31/12/2017 | of which related parties (Note 39) |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Share capital |  | 67,979 | - | 67,979 | - |
| Share premium reserve |  | - | - | - | - |
| Treasury shares |  | $(1,696)$ | - | $(1,654)$ | - |
| Other reserves and profit/(loss) carried forward |  | 250,521 | - | 219,072 | - |
| Profit (loss) for the period |  | $(12,479)$ | - | 30,417 |  |
| Group equity | 21 | 304,325 | 0 | 315,814 | 0 |
| Share capital and reserves attributable to non-controlling interests | 21 | 30,584 | - | 29,500 |  |
| Total equity |  | 334,909 | 0 | 345,314 | 0 |
| Provisions | 22 | 77,274 | - | 73,110 | - |
| Post-employment benefits | 23 | 45,275 | - | 47,505 | - |
| Non-current financial liabilities | 24 | 231,453 | - | 232,736 | - |
| Deferred tax liabilities | 13 | 59,353 | - | 60,597 | - |
| Other non-current liabilities |  | - | - | - |  |
| Total non-current liabilities |  | 413,355 | 0 | 413,948 | 0 |
| Income tax payables | 15 | 3,943 | 930 | 5,750 | 4,075 |
| Other current liabilities | 25 | 203,720 | 130 | 221,844 | 131 |
| Trade payables | 26 | 302,414 | 10,870 | 323,538 | 15,025 |
| Payables to banks and other financial liabilities | 24 | 43,921 | - | 26,548 | - |
| Total current liabilities |  | 553,998 | 11,930 | 577,680 | 19,231 |

## Discontinued liabilities

## Consolidated Income Statement pursuant to Consob Resolution no. 15519 of 27 July 2006

| (Euro/thousands) | Notes | 2018 |  of which non- <br> of which recurring <br> related (income) <br> parties expense <br> (Note 39) (Note 38) |  | Financial year 2017 | of which non-  <br> of which recurring <br> related <br> (income)  <br> parties expense <br> (Note 39) (Note 38) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Revenue from sales and services | 27 | 543,820 | 34,602 | - | 573,101 | 46,413 |  |
| Decrease (increase) in inventory | 17 | $(18,620)$ | - | - | $(17,156)$ | - |  |
| Cost of raw and ancillary materials, consumables and goods | 28 | 94,558 | 1,481 | - | 99,294 | 1,638 | - |
| Cost of services | 29 | 339,568 | 1,907 | - | 357,610 | 2,927 |  |
| Cost of personnel | 30 | 112,234 | (54) | - | 114,655 | (93) | - |
| Other (income) expense | 31 | 1,787 | 71 | - | $(8,856)$ | 67 |  |
| EBITDA |  | 14,293 | 31,197 | 0 | 27,554 | 41,874 | 0 |
| Depreciation and impairment loss on property, plant and equipment | 10-11 | 3,427 | - | - | 3,528 |  |  |
| Amortization and impairment loss on intangible assets | 9 | 11,969 | - | - | 12,517 | - |  |
| EBIT |  | $(1,103)$ | 31,197 | 0 | 11,509 | 41,874 | 0 |
| Financial income (expense) | 32 | $(3,168)$ | (12) | - | $(7,139)$ | (59) |  |
| Income (expense) from other investments | 33 | $(8,154)$ | - | - | (268) | - | - |
| Result before taxes |  | $(12,425)$ | 31,185 | 0 | 4,102 | 41,815 | 0 |
| Income taxes | 34 | $(1,030)$ | - | - | $(1,583)$ | - |  |
| Result from continuing operations |  | $(11,395)$ | 31,185 | 0 | 5,685 | 41,815 | 0 |
| Result from discontinued operations |  | - | - | - | - |  | - |
| Net result |  | $(11,395)$ | 31,185 | 0 | 5,685 | 41,815 | 0 |
| Attributable to: |  |  |  |  |  |  |  |
| - Non-controlling interests | 21 | 1,084 | - | - | 1,309 | - | - |
| - Parent Company shareholders |  | $(12,479)$ | 31,185 | - | 4,376 | 41,815 | - |

## EXPLANATORY NOTES

## 1. GENERAL INFORMATION

The core business of Arnoldo Mondadori Editore S.p.A. and of its directly or indirectly owned companies (hereinafter jointly referred to as the "Mondadori Group" or the "Group") is the publishing of books and magazines.

The Group also carries out retailing activities through directly-owned and franchised stores located across Italy.

Arnoldo Mondadori Editore S.p.A., with registered office in Via Bianca di Savoia 12, Milan, and headquarters in Strada privata Mondadori, Segrate/Milan, is listed on the STAR segment of the Electronic Stock Market (MTA) of Borsa Italiana S.p.A..

The publication of the consolidated financial statements of the Mondadori Group at 30 June 2018 was authorized by the Board of Directors' resolution of 31 July 2018.

## 2. FORM AND CONTENT

The Consolidated Half-Year Financial Report includes the condensed consolidated half-year financial statements, prepared in compliance with the provisions set out in IAS 34 and art. 154-ter of the Finance Consolidation Act and, therefore, does not include all the supplementary information required for the fullyear report, and should be read jointly with the Group's consolidated annual report at 31 December 2017.

The following criteria were adopted in the preparation of these financial statements:

- current and non-current assets and current and non-current liabilities are shown separately in the consolidated balance sheet;
- in the consolidated income statement, the analysis of costs is performed on the basis of the nature of costs, since the Group deems this method more representative than a presentation by function;
- the consolidated comprehensive income statement contains revenue and cost items that are not recognized under income (loss) for the period as required or allowed by the other IAS/IFRS accounting standards; - the cash flow statement has been prepared using the indirect method.

With regard to the requirements of Consob Resolution no. 15519 of 27 July 2006 concerning the tables to the financial statements, specific supplementary tables were included to highlight significant transactions with "Related parties" and "Non-recurring transactions".

The amounts shown in the tables and in these notes are expressed in Euro thousands unless otherwise stated

## 3. CONSOLIDATION SCOPE

In first half 2018, the Mondadori Group completed the disposal of $100 \%$ of the share capital of Inthera S.p.A., which resulted in its deconsolidation effective from 1 May.

## Preparation criteria

The Mondadori Group's condensed consolidated half-year financial statements have been prepared on a going concern basis, adopting the same accounting standards used in the preparation of the consolidated financial statements for the year ended 31 December 2017, except for those effective as of 1 January 2018, as specified below:

- IFRS 15 - Revenue from Contracts with Customers (published on 28 May 2014 and supplemented with additional clarification published on 12 April 2016), which will replace IAS 18 - Revenue and IAS 11 Construction Contracts, as well as IFRIC 13 - Customer Loyalty Programmes, IFRIC 15 - Agreements for the Construction of Real Estate, IFRIC 18 - Transfers of Assets from Customers and SIC 31 - Revenues-Barter Transactions Involving Advertising Services. The standard establishes a new model for the recognition of revenue, which will be applied to all contracts stipulated with customers except for those falling within the application of other IAS/IFRS standards as leasing, insurance contracts and financial instruments. The key steps in the accounting of revenue based on this new model are:
oidentification of the contract with the customer;
oidentification of the performance obligations included in the contract;
o pricing;
o price allocation based on the performance obligations included in the contract;
othe criteria for the recognition of revenue when the entity meets each performance obligation.
On the first-time adoption of IFRS 15, the full retrospective approach was adopted, resulting in the restatement of the amounts of the comparative financial statements.

The restatement had no effect on the amounts of the balance sheet at 31 December 2017; the table below shows the effects on the income statement for the six months ended 30 June 2017.

Further comments on the nature of the effects of the adoption of IFRS 15 are found in Note 28 - Revenue from sales and services.

| Amounts in Euro thousands | 30 June 2017 | IFRS 15 impact on Books | IFRS 15 <br> impact on <br> Magazine <br> s Italy | IFRS 15 impact on Magazine s France | 30 June 2017 restated |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Revenue from sales and services | 552,972 | $(14,177)$ | 17,526 | 16,780 | 573,101 |
| Decrease (increase) in inventory | $(17,156)$ |  |  |  | $(17,156)$ |
| Cost of raw and ancillary materials, consumables and goods | 113,471 | $(14,177)$ |  |  | 99,294 |
| Cost of services | 323,304 |  | 17,526 | 16,780 | 357,610 |
| Cost of personnel | 114,655 |  |  |  | 114,655 |
| Other (income) expense | $(8,856)$ |  |  |  | $(8,856)$ |
| EBITDA | 27,554 | - | - | - | 27,554 |
| Depreciation and impairment loss on property, plant and equipment | 3,528 |  |  |  | 3,528 |
| Amortization and impairment loss on intangible assets | 12,517 |  |  |  | 12,517 |
| Impairment loss on equity-accounted investees and other companies | - |  |  |  | - |
| EBIT | 11,509 | - | - | - | 11,509 |
| Financial income (expense) | $(7,139)$ |  |  |  | $(7,139)$ |
| Income (expense) from investments | (268) |  |  |  | (268) |
| Result before taxes | 4,102 | - | - | - | 4,102 |
| Income taxes | $(1,583)$ |  |  |  | $(1,583)$ |
| Result from continuing operations | 5,685 | - | - | - | 5,685 |
| Result from discontinued operations | - |  |  |  | - |
| Net result | 5,685 | - | - | - | 5,685 |

- Final version of IFRS 9 - Financial Instruments (published on 24 July 2014). The document includes the findings of the IASB project to replace IAS 39:
oit introduces new criteria for the classification and measurement of financial assets and liabilities;
o in relation to the impairment model, the new standard requires an entity to base its measurement of expected credit losses (not on the incurred losses model used by IAS 39) on reasonable and supportable information that is available without undue cost or effort, and that includes historical, current and forecast information;
oit introduces a new hedge accounting model (broadening of the transaction types eligible for hedge accounting, changes in the accounting of forward contracts and options when included in a hedge accounting relationship, changes in the effectiveness test).

Greater flexibility of the new accounting standards is offset by additional requests for information on company risk management activities.

On the first-time application of IFRS 9, the modified retrospective approach was adopted. As a result, no changes were made to the comparative statements, and the relating impacts were recorded in initial equity.

With regard to the main changes introduced by IFRS 9, mention should be made of the following impacts:

## Classification and measurement of financial assets and liabilities

The only impact brought by IFRS 9 is the recognition of the fair value difference produced by the renegotiation of the loan payable made in December 2017 as a reduction in equity reserves of $€ 268$ thousand.

The renegotiation produced a non-material change to the loan, resulting in a variation in the current amount of the residual cash flows of the loan below $10 \%$ and equal to $€ 268$ thousand. Under IAS 39 in force at the renegotiation date, the transaction did not result in the recognition of income in the income statement for the period. IFRS 9, on the other hand, would have involved the recognition of the above amount in the income statement at the renegotiation date. On the first-time application of IFRS 9 at 01.01.2018, therefore, the amount was recognized in initial equity.

## Provision for bad debt

Under IFRS 9, the Expected Credit Loss model was adopted for outstanding receivables.
With regard to trade receivables, in particular, the application of this method involved a specific write-down of receivables that are difficult to collect, and a general write-down for all other receivables, including those that have not fallen due. This approach basically reflects the approach adopted in prior years and, therefore, did not result in the recognition of significant additional write-downs.

## Hedge accounting

The company has chosen, as allowed by IFRS 9, to continue applying the hedge accounting rules under IAS 39 to the existing hedge derivative.

Accounting standards, amendments and interpretations not validated yet by the European Union:

- IFRS 16 - Leases (published on 13 January 2016), which will replace IAS 17 - Leases, and the interpretations IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases - Incentives and SIC27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.
The new standard provides a new definition of lease and introduces a criterion based on the control (right of use) of an asset to distinguish leases from service contracts, the differences lying in: the identification of the asset, the right to replace the asset, the right to essentially receive all the financial benefits arising from the use of the asset, and the right to control the use of the asset underlying the contract.

The standard introduces a single lessee accounting model, by which an asset under a lease, including an operating lease, is recognized in assets with an offsetting financial liability. The model also provides the possibility of not recognizing as leases those contracts regarding low-value assets and leases with a term of 12 months or less. Conversely, the standard introduces no material changes for the lessor.

The standard is applicable as of 1 January 2019; early adoption is allowed only for those companies that apply IFRS 15 Revenue from Contracts with Customers in advance. The directors expect that the application of IFRS 16 may have a significant impact on the accounting of leases and on the relating disclosures contained in the Group's consolidated financial statements. With regard to the significance that leases have for the Group, it is considered reasonable to conclude that the impact of this new standard will be material. Specifically, on a balance sheet level, the first order of magnitude of a non-index-related and undiscounted liability for future payments and, consequently, the value of the rights of use, may be represented by the total commitments for leases, as shown in Note 37. Commitments and contingent liabilities.

- Amendment to IFRS 2 "Classification and measurement of share-based payment transactions" (published on 20 June 2016), containing a number of clarifications regarding accounting for the effects of vesting conditions in cases of cash-settled share-based payments, the classification of share-based payments with net settlement characteristics, and regarding accounting for changes to the terms and conditions of a share-based payment that modify the classification from cash-settled to equity-settled. The amendments are effective as from 1 January 2018, and the directors do not expect any significant impact on the Group's consolidated financial statements.
- "Annual Improvements to IFRSs: 2014-2016 Cycle", published on 8 December 2016 (including IFRS 1 FirstTime Adoption of International Financial Reporting Standards - Deletion of short-term exemptions for firsttime adopters, IAS 28 Investments in Associates and Joint Ventures - Measuring investees at fair value through profit or loss: an investment-by-investment choice or a consistent policy choice, IFRS 12 Disclosure of Interests in Other Entities - Clarification of the scope of the Standard), which partly supplement existing standards. The amendments are effective as from 1 January 2018, and the directors do not expect any significant impact on the Group's consolidated financial statements.
- Interpretation IFRIC 22 Foreign Currency Transactions and Advance Consideration (published on 8 December 2016). The interpretation intends to provide guidelines on foreign currency transactions if non-monetary advances or payments have been recognized before the recognition of the relating asset, expense or income. The document provides guidance on how an entity should determine the date of a transaction and, therefore, the spot exchange rate to use in the event of foreign currency transactions where payment is made or received in advance. IFRIC 22 is effective as of 1 January 2018, and the directors do not expect any significant impact on the Group's consolidated financial statements.
- Amendment to IAS 40 Transfers of Investment Property (published on 8 December 2016). The amendments clarify the transfers of a property to, or from, investment properties. Specifically, an entity should reclassify a property into, or from, investment property only when there is an evident change in use of the property. Such a change must be traced back to a specific event that occurred and should, therefore, not be restricted to a change of intentions by the Management of an entity. The amendments are effective as of 1 January 2018, and the directors do not expect any significant impact on the Group's consolidated financial statements.
- On 7 June 2017, IASB published the interpretation IFRIC 23 - Uncertainty over Income Tax Treatments. The document deals with the uncertainties over income tax treatments. The document envisages that uncertainties in the determination of tax liabilities or assets be reflected in the financial statements only when the entity is likely to pay or recover the amount in question. Additionally, the document does not contain any new disclosure requirements, but emphasizes that the entity will have to determine whether it will be necessary to provide information on Management's considerations and the uncertainty inherent in the accounting of tax, in accordance with IAS 1. The new interpretation is effective as of 1 January 2019, but early adoption is allowed; the directors do not expect any significant impact on the Mondadori Group's consolidated financial statements.
- Document "Annual Improvements to IFRSs 2015-2017 Cycle", published on 12 December 2017 (including IFRS 3 Business Combinations and IFRS 11 Joint Arrangements - Remeasurement of previously held interest in a joint operation, IAS 12 Income Taxes - Income tax consequences of payments on financial instruments classified as equity, IAS 23 Borrowing costs Disclosure of Interests in Other Entities - Borrowing costs eligible for capitalisation), which acknowledges the amendments to a number of standards in the context of the annual process for their improvement. The amendments are effective as of 1 January 2019, but early adoption is allowed. The directors do not expect any significant impact on the Mondadori Group's consolidated financial statements.


## 4. USE OF ESTIMATES

The preparation of the Group's condensed consolidated half-year financial statements and the relevant notes required the use of estimates and assumptions based on subjective judgements, statistics and available information; the final figures may also significantly differ from such estimates according to eventual changes in the criteria used in the determination of such estimates.

For further information on the main accounting estimates, reference should be made to the "Annual Report" at 31 December 2017.

## 5. SEASONAL NATURE OF BUSINESS ACTIVITIES

Due to the seasonal nature of the school textbooks publishing business, revenue and profits in the second half of the year are expected to be higher.

## 6. SEGMENT REPORTING

The information under IFRS 8 reflects the Group organizational structure, which includes the following Divisions: Books, Magazines Italy and Magazines France, Retail, Corporate \& Shared Services.

This structure gives a clear picture of the Group's diversification in terms of products sold and services rendered and is used by Management as the basis for corporate reporting and in the definition of corporate strategies and plans, as well as in the valuation of investment opportunities and allocation of resources.

Information relating to segment reporting is included in the notes.

## 7. BUSINESS COMBINATIONS, ACQUISITIONS AND DISPOSALS

The main transactions that have impacted on the Group's consolidation scope are outlined below:

## Acquisition of Direct Channel business unit

On 6 February 2018, Press-Di Abbonamenti S.p.A. acquired the Direct Channel business unit, specialized in marketing-related database management and information systems through the development of management systems and CRM for magazine subscription selling and the planning of marketing and fundraising activities for important non-profit bodies, with the aim of expanding the range of services tailored to third-party publishers.

The acquisition, completed for the price of $€ 605$ thousand, was accounted for in accordance with IFRS 3 ; the resulting difference was provisionally allocated to goodwill.

## Acquisition of Direct Channel <br> (Euro/thousands)

Intangible assets and property, plant and equipment ..... 52
Trade receivables ..... 410
Other business ..... 25
Trade payables ..... (84)
Provision for post-employment benefits and other provisions ..... (235)
Other liabilities ..... (299)
Cash and cash equivalents ..... 89
Price paid ..... (605)
Goodwill ..... 647

Disposal of the investment in Inthera S.p.A.

On 2 May 2018, an agreement was concluded on the disposal to HCl Holding of $100 \%$ of the share capital of Inthera S.p.A., specialized in strategy, planning and development of content \& data driven marketing solutions, CRM, database analysis and management.

The disposal resulted in the deconsolidation of the income statement and balance sheet amounts of the investment as from 1 May, and generated a loss of $€ 2,082$ thousand and a negative impact of $€ 2,016$ thousand on the Group's net financial position.

## Disposal of Inthera S.p.A. <br> (Euro/thousands)

| Intangible assets and property, plant and equipment | $(252)$ |
| :--- | ---: |
| Trade receivables | $(3,035)$ |
| Inventory | $(498)$ |
| Other business | $(713)$ |
| Trade payables | 2,517 |
| Provision for post-employment benefits and other provisions | 1,125 |
| Other liabilities | 790 |
| Cash and cash equivalents | $(2,959)$ |
| Price collected | 943 |

Loss

## 8. NON-RECURRING INCOME AND EXPENSE

Under Consob resolution no. 15519 of 27 July 2006, in a specific table in the "Explanatory notes", any income and expense deriving from non-recurring transactions have been identified, i.e., transactions and events which, by nature, do not occur repeatedly during normal business.

## 9. INTANGIBLE ASSETS

"Intangible assets" amounted to € 590,626 thousand and decreased by $€ 2,378$ thousand, due mainly to amortizations recorded in the first half ( $£ 11,969$ thousand), which were higher than new capital expenditure ( $€ 9,941$ thousand).

| Intangible assets |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Intangible assets with finite useful life | 185,652 | $\mathbf{1 8 8 , 6 8 9}$ |
| Intangible assets with indefinite useful life | 404,974 | 404,315 |
| Total intangible assets | $\mathbf{5 9 0 , 6 2 6}$ | $\mathbf{5 9 3 , 0 0 4}$ |

Intangible assets with finite useful life mainly comprise titles published by the Mondadori France Group, such as TéléStar, Closer, Pleine Vie, Le Chasseur Français, and Auto Plus. The useful life of these assets, each of which represents a Cash Generating Unit, is estimated in thirty years; also EMAS list of customers with subscription is included in the same CGU and the relevant value is fully amortized.

| Intangible assets with finite useful life (Euro/thousands) | Magazin es | Custom er lists | Expense on shop lease contract takeovers | Software | Licenses <br> patents and rights | Other intangible assets intangible assets in progress and advances | Total |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2016 | 247,200 | 9,684 | 7,297 | 32,617 | 7,845 | 68,317 | 372,960 |
| Capital expenditure |  |  |  | 4,080 |  | 11,959 | 16,039 |
| Disposals |  |  |  | (81) |  |  | (81) |
| Change in the consolidation scope | - |  |  |  |  |  | 0 |
| Other changes | - |  | $(5,448)$ | 742 | $(3,164)$ | $(4,370)$ | $(12,240)$ |
| Historical cost at 31/12/2017 | 247,200 | 9,684 | 1,849 | 37,358 | 4,681 | 75,906 | 376,678 |
| Provision for depreciation and impairment loss at 31/12/2016 | 93,605 | 7,086 | 7,297 | 24,930 | 3,332 | 36,351 | 172,601 |
| Amortization | 7,317 | 1,756 |  | 4,555 | 730 | 11,398 | 25,756 |
| Write-downs/(reinstatement of value) | 1,540 |  |  |  |  |  | 1,540 |
| Disposals |  |  |  |  | - |  | 0 |
| Change in the consolidation scope |  |  | - | - |  | - | 0 |
| Other changes | - | - | $(5,448)$ | 608 | $(1,804)$ | $(5,264)$ | $(11,908)$ |
| Depreciation and impairment losses at 31/12/2017 | 102,462 | 8,842 | 1,849 | 30,093 | 2,258 | 42,485 | 187,989 |
| Net book value at 31/12/2016 | 153,595 | 2,598 | 0 | 7,687 | 4,513 | 31,966 | 200,359 |
| Net book value at 31/12/2017 | 144,738 | 842 | 0 | 7,265 | 2,423 | 33,421 | 188,689 |

In first half 2018, capital expenditure in "Intangible assets with finite useful life", amounting to $€ 9,294$ thousand, referred mainly to:

- € 676 thousand for software ( $€ 286$ thousand the Parent Company, $€ 180$ thousand Mondadori France);
- $€ 6,021$ thousand for costs for the creation and development of publishing products of the Education Area.
- costs for the acquisition of the oroscopo.it and design d'autore websites for a total of $€ 820$ thousand;
- costs incurred for the SAP project, suspended under fixed assets under construction, for $€ 1,747$ thousand.

| Intangible assets with finite useful life <br> (Euro/thousands) | Magazin es | Custom er lists | Expense on shop lease contract takeovers | Software | Licenses, patents and rights | Other intangible assets intangible assets in progress and advances | Total |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2017 | 247,200 | 9,684 | 1,849 | 37,358 | 4,681 | 75,906 | 376,678 |
| Capital expenditure |  |  |  | 676 |  | 8,618 | 9,294 |
| Disposals | - |  | - | (6) |  |  | (6) |
| Change in the consolidation scope | - |  |  | (274) | - | - | (274) |
| Other changes | - | - | - | $(1,868)$ | 4 | $(8,586)$ | $(10,450)$ |
| Historical cost at 30/06/2018 | 247,200 | 9,684 | 1,849 | 35,886 | 4,685 | 75,938 | 375,242 |


| Depreciation and impairment losses at |  |  |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: | ---: | ---: |
| $31 / 12 / 2017$ | 102,462 | 8,842 | 1,849 | 30,093 | 2,258 | 42,485 | 187,989 |
| Amortization | 3,709 | 211 | - | 1,850 | 365 | 5,834 | 11,969 |
| Write-downs/(reinstatement of value) | - | - | - | - | - | - | 0 |
| Disposals | - | - | - | $(6)$ | - | - | $(6)$ |
| Change in the consolidation scope | - | - | - | $(96)$ | - | $(96)$ |  |
| Other changes | - | - | - | $(1,879)$ | 4 | $(8,391)$ | $(10,266)$ |
| Depreciation and impairment losses at |  |  |  |  |  |  |  |
| $30 / 06 / 2018$ | 106,171 | 9,053 | 1,849 | 29,962 | 2,627 | 39,928 | 189,590 |
|  |  |  |  |  |  |  |  |
| Net book value at $31 / 12 / 2017$ | 144,738 | 842 | 0 | 7,265 | 2,423 | 33,421 | 188,689 |

Intangible assets with indefinite useful life include:

- magazines deriving from the acquisition of the business of Silvio Berlusconi Editore S.p.A., including $T V$ Sorrisi e Canzoni and Chi,
- series of the Books Area;
- trademarks acquired against payment;
- goodwill.

| Intangible assets with indefinite useful life (Euro/thousands) | Magazines | Trademarks and series | Goodwill | Total |
| :---: | :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2016 | 96,223 | 48,375 | 491,677 | 636,275 |
| Capital expenditure | - | - | 400 | 400 |
| Disposals |  |  | $(5,759)$ | $(5,759)$ |
| Change in the consolidation scope | - |  |  | 0 |
| Other changes | $(2,109)$ | - | (625) | $(2,734)$ |
| Historical cost at 31/12/2017 | 94,114 | 48,375 | 485,693 | 628,182 |
| Impairment loss at 31/12/2016 | 8,890 | 1,208 | 214,389 | 224,487 |
| Write-downs/(reinstatement of value) | - | - | - | 0 |
| Other changes/disposals | - | - | (620) | (620) |
| Impairment loss at 31/12/2017 | 8,890 | 1,208 | 213,769 | 223,867 |
| Net book value at 31/12/2016 | 87,333 | 47,167 | 277,288 | 411,788 |
| Net book value at 31/12/2017 | 85,224 | 47,167 | 271,924 | 404,315 |

The increase in goodwill, amounting to $€ 647$ thousand in first half 2018, is attributable to the acquisition of the Direct Channel business unit, completed by PressDi Abbonamenti S.p.A. with the aim of expanding the range of services tailored to third-party publishers in subscription management.

| Intangible assets with indefinite useful life (Euro/thousands) | Magazines | Trademarks and series | Goodwill | Total |
| :---: | :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2017 | 94,114 | 48,375 | 485,693 | 628,182 |
| Capital expenditure |  |  | 647 | 647 |
| Disposals |  |  |  | 0 |
| Change in the consolidation scope | - | - |  | 0 |
| Other changes |  |  | 12 | 12 |
| Historical cost at 30/06/2018 | 94,114 | 48,375 | 486,352 | 628,841 |
| Impairment loss at 31/12/2017 | 8,890 | 1,208 | 213,769 | 223,867 |
| Write-downs/(reinstatement of value) | - | - | - | 0 |
| Other changes/disposals | - | - | - | 0 |
| Impairment loss at 30/06/2018 | 8,890 | 1,208 | 213,769 | 223,867 |
| Net book value at 31/12/2017 | 85,224 | 47,167 | 271,924 | 404,315 |
| Net book value at 30/06/2018 | 85,224 | 47,167 | 272,583 | 404,974 |

## Amortization, write-downs and value reinstatement of intangible assets

Amortization, amounting to $€ 548$ thousand, decreased versus the same period of 2017, due to the completed amortization of the Mondadori France customer list and of certain license costs, partly offset by higher amortization of development costs and of software.

## Amortization and impairment loss of intangible assets <br> (Euro/thousands)

$1^{\circ}$ half 2018
$1^{\circ}$ half 2017

| Magazines | 3,709 | 3,685 |
| :--- | ---: | ---: |
| Customer lists | 211 | 878 |
| Expense on shop lease contract takeovers | - | - |
| Software | 1,850 | 1,668 |
| Licenses, patents and rights | 365 | 917 |
| Cost of development | 4,794 | 4,388 |
| Other intangible assets | 1,040 | 981 |
| Total amortization of intangible assets | $\mathbf{1 1 , 9 6 9}$ | $\mathbf{1 2 , 5 1 7}$ |
| Write-downs of intangible assets |  |  |
| Value reinstatement of intangible assets | - | - |
| Total write-downs (value reinstatement) of intangible | $\mathbf{0}$ | $\mathbf{0}$ |
| assets |  |  |
| Total amortization and impairment loss | $\mathbf{1 1 , 9 6 9}$ | $\mathbf{1 2 , 5 1 7}$ |

The availability and use of intangible assets recognized in these financial statements are not subject to any lien or restriction.

Impairment test
Pursuant to IAS 34, for the purpose of preparing these interim condensed financial statements, an impairment test was carried out to identify any impairment values that occurred after the last impairment test performed.

## Market capitalization

In the past twelve months, the Mondadori share price rose from $€ 1.60$ at 30 June 2017 to $€ 2.08$ at 31 December 2017 and to $€ 1.306$ at 30 June 2018.

As a result of this trend, market capitalization decreased significantly versus 31 December 2017, but remains higher than booked equity.

## Group performance

Total revenue fell versus first half 2017, basically in line with forecasts.
EBITDA decreased by $€ 13.3$ million, due to the increase in restructuring costs and the impact of extraordinary transactions concluded in the comparative periods (gains of $€ 8.2$ million in 2017 and losses and expense of $€$ 3.5 million in 2018).

Net of these effects, EBITDA increased versus first half 2017, basically in line with forecasts.

## Performance of the single CGUs

For all CGUs comprising assets with finite and indefinite useful life and subject to the impairment test, an analysis was carried out in order to verify the performance at 30 June 2018 of the parameters used in the test for the drafting of the 2017 financial statements, including cash generation from operations, operating margins and revenue.

The final operating margin value of magazines belonging to the former Silvio Berlusconi Editore CGU (TV Sorrisi e Canzoni, Chi and Telepiù) in the first half was in line with forecasts, except for Sorrisi e Canzoni TV, which fell.

As to the book publishers Einaudi and Mondadori Education, cash generation from operations in the half year under review was in line with forecasts; as to Sperling, Piemme and Rizzoli Trade, incorporated into Mondadori Libri as from 31 December 2017, the analysis was carried out on the income statement by brand, whose indicators were basically in line with forecasts.

Lastly, it should be noted that the net book value coverage rate resulting from the impairment test performed at the end of the prior year was rather high; therefore, the differences from the forecasts on the above CGUs were not so high as to require an impairment test on 30 June 2018.

For the Mondadori France Group CGU, total revenue and EBITDA, net of the positive effects from the disposal of NaturaBuy in 2017, equal to $€ 4.2$ million, were in line with forecasts.
No further impairment test was, therefore, needed. It should, however, be noted that the book value of the CGU was basically in line with its value in use.
As previously reported at 31 December 2017, any deviations from forecasts could lead to write-downs, even relevant ones. The directors will carefully monitor the performance of the French CGU in the course of the year.

## Impairment test elements

With regard to the elements that were included in the impairment test at 31 December 2017, the following should be noted:

- the composition and scope of the Cash Generating Units were unchanged versus those identified in the prior year;
- the Euro Area rate performance, taken as reference in the calculation of the discount rate, defined based on the WACC method, did not deviate significantly from the rates used at the end of the prior year.


## Conclusions

The elements described above did not result in any need for revision of the guidelines used for the preparation of the budget nor of the long-term plans approved by the Mondadori Board of Directors in February 2018.

Despite the challenging economic scenario and market context, the indicators did not reveal any need for the performance of an impairment test at 30 June 2018, as the book value of the assets with indefinite useful life and goodwill for the CGUs did not show any impairment against the values at 31 December 2017.

## 10. INVESTMENT PROPERTY

In the first half under review, value-increasing maintenance costs of $€ 18$ thousand were incurred; depreciation was in line with first half 2017, equal to $€ 53$ thousand.

The fair value of investment property at 30 June 2018 was estimated not to be lower than the net book value.

The table below shows a breakdown of "Investment property" in 2017 and in first half 2018:

| Investment property (Euro/thousands) | Land | Non-instrumental buildings | Total |
| :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2016 | 976 | 4,022 | 4,998 |
| Capital expenditure | - |  | 0 |
| Disposals |  |  | 0 |
| Other changes |  |  | 0 |
| Historical cost at 31/12/2017 | 976 | 4,022 | 4,998 |
| Provision for depreciation and impairment loss at 31/12/2016 | - | 2,061 | 2,061 |
| Depreciation |  | 105 | 105 |
| Write-downs/(reinstatement of value) |  |  | 0 |
| Disposals |  |  | 0 |
| Other changes | - | 1 | 1 |
| Depreciation and impairment losses at 31/12/2017 | 0 | 2,167 | 2,167 |
| Net book value at 31/12/2016 | 976 | 1,961 | 2,937 |
| Net book value at 31/12/2017 | 976 | 1,855 | 2,831 |
| Investment property |  |  |  |
| (Euro/thousands) | Land | Non-instrumental buildings | Total |
| Historical cost at 31/12/2017 | 976 | 4,022 | 4,998 |
| Capital expenditure | - | 18 | 18 |
| Disposals |  |  | 0 |
| Other changes | - | - | 0 |
| Historical cost at 30/06/2018 | 976 | 4,040 | 5,016 |
| Depreciation and impairment losses at 31/12/2017 | - | 2,167 | 2,167 |
| Depreciation | - | 53 | 53 |
| Write-downs/(reinstatement of value) | - | - | 0 |
| Disposals | - | - | 0 |
| Other changes | - | (1) | (1) |
| Depreciation and impairment losses at 30/06/2018 | 0 | 2,219 | 2,219 |
| Net book value at 31/12/2017 | 976 | 1,855 | 2,831 |
| Net book value at 30/06/2018 | 976 | 1,821 | 2,797 |

The use of the assets classified under investment property was not subject to any lien or restriction.

## 11. PROPERTY, PLANT AND EQUIPMENT

"Property, plant and equipment" amounted to $€ 22,286$ thousand, down by $€ 1,768$ thousand versus 31 December 2017; capital expenditure in the period amounted to $€ 1,676$ thousand, disposals to $€ 18$ thousand, and depreciation to $€ 3,374$ thousand.

The change is attributable mainly to:

- capital expenditure of the Retail Area totaling € 1,117 thousand, $€ 340$ thousand of which in plant and $€$ 255 thousand in furnishing and equipment for the stores;
- capital expenditure of the other Group companies totaling $€ 559$ thousand, 212 thousand of which refers to Mondadori France, mainly in office automation, and € 198 thousand to the Parent Company.

The deconsolidation of Inthera S.p.A., as a result of the disposal made at the beginning of May, led to a reduction in the balance of $€ 56$ thousand.

The table below shows a breakdown of "Property, plant and equipment" in 2017 and in first half 2018:

| Property, plant and equipment (Euro/thousands) | Land | Instrument al buildings | Plant and equipment | Other assets | Total |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Historical cost at 31/12/2016 | 1,113 | 14,497 | 45,505 | 106,971 | 168,086 |
| Capital expenditure |  | - | 1,082 | 3,349 | 4,431 |
| Disposals | (210) | $(8,033)$ | $(15,166)$ | $(4,961)$ | $(28,370)$ |
| Change in the consolidation scope |  | - |  |  | 0 |
| Other changes |  | 98 | 306 | $(2,111)$ | $(1,707)$ |
| Historical cost at 31/12/2017 | 903 | 6,562 | 31,727 | 103,248 | 142,440 |
| Provision for depreciation and impairment loss at 31/12/2016 | - | 9,959 | 37,553 | 90,186 | 137,698 |
| Depreciation |  | 215 | 2,425 | 4,349 | 6,989 |
| Write-downs/(reinstatement of value) |  |  | 217 | 435 | 652 |
| Disposals |  | $(6,178)$ | $(14,501)$ | $(4,912)$ | $(25,591)$ |
| Change in the consolidation scope |  | - | - | - | 0 |
| Other changes |  | 80 | 205 | $(1,647)$ | $(1,362)$ |
| Depreciation and impairment losses at 31/12/2017 | 0 | 4,076 | 25,899 | 88,411 | 118,386 |
| Net book value at 31/12/2016 | 1,113 | 4,538 | 7,952 | 16,785 | 30,388 |
| Net book value at 31/12/2017 | 903 | 2,486 | 5,828 | 14,837 | 24,054 |
| Property, plant and equipment (Euro/thousands) | Land | Instrument al buildings | Plant and equipment | Other assets | Total |
| Historical cost at 31/12/2017 | 903 | 6,562 | 31,727 | 103,248 | 142,440 |
| Capital expenditure |  |  | 404 | 1,272 | 1,676 |
| Disposals |  |  | (433) | $(1,146)$ | $(1,579)$ |
| Change in the consolidation scope |  | - | - | $(1,450)$ | $(1,450)$ |
| Other changes | - |  | 53 | (532) | (479) |
| Historical cost at 30/06/2018 | 903 | 6,562 | 31,751 | 101,392 | 140,608 |
| Depreciation and impairment losses at 31/12/2017 |  | 4,076 | 25,899 | 88,411 | 118,386 |
| Depreciation |  | 97 | 1,076 | 2,201 | 3,374 |
| Write-downs/(reinstatement of value) | - | - | - | - | 0 |
| Disposals | - | - | (428) | $(1,133)$ | $(1,561)$ |
| Change in the consolidation scope |  | - | - | $(1,394)$ | $(1,394)$ |
| Other changes | - | - | (2) | (481) | (483) |
| Depreciation and impairment losses at 30/06/2018 | 0 | 4,173 | 26,545 | 87,604 | 118,322 |
| Net book value at 31/12/2017 | 903 | 2,486 | 5,828 | 14,837 | 24,054 |
| Net book value at 30/06/2018 | 903 | 2,389 | 5,206 | 13,788 | 22,286 |

"Other tangible assets" is broken down as follows:

## Other tangible assets

| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | ---: | ---: |
| Industrial and commercial equipment |  |  |
| Electronic office equipment | 695 | 764 |
| Office furniture, and machines | 2,055 | 2,411 |
| Motor and transport vehicles | 5,010 | 581 |
| Leasehold improvements | - | 1 |
| Other assets | 5,703 | 5,869 |
| Assets under construction and advances | 14 | 16 |
| Total other tangible assets | 311 | 395 |

## Depreciation of property, plant and equipment

Depreciation is basically in line with first half 2017.

| Depreciation of property, plant and equipment |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 7}$ |
|  |  |  |
| Instrumental buildings | 97 | 118 |
| Plant and equipment | 1,076 | 1,190 |
| Equipment | 108 | 191 |
| Electronic office equipment | 803 | 694 |
| Office furniture | 649 | 611 |
| Motor and transport vehicles | 1 | 2 |
| Leasehold improvements | 638 | 2 |
| Other assets | 2 | 667 |
| Total depreciation of property, plant and equipment | $\mathbf{3 , 3 7 4}$ | $\mathbf{2}$ |


| Write-downs of tangible assets | - | - |
| :--- | :---: | :---: | :---: |
| Value reinstatement of tangible assets | - | - |
| Total write-downs (reinstatement of value) of tangible |  |  |

## assets

Total depreciation and impairment loss
on tangible assets 3,374

## Leased assets

There are currently no lease contracts in place.

## 12. INVESTMENTS

"Investments booked at equity" and "Investments in other companies" amounted to $€ 36,760$ thousand.

| Investments |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| Equity-accounted investees | 35,867 | $\mathbf{3 7 , 1 3 9}$ |
| Investments in other companies | 893 | 902 |
| Total investments | $\mathbf{3 6 , 7 6 0}$ | $\mathbf{3 8 , 0 4 1}$ |

In first half 2018, no changes were reported in the scope of equity-accounted investees; the main transactions that took place refer to the payment of the called up portion of the capital increase resolved by the Shareholders' Meeting of Società Europea di Edizioni S.p.A., amounting to $€ 922$ thousand, and to the start of the voluntary liquidation procedure of Mach 2 Libri S.p.A..

The total amount of equity-accounted investees decreased by $€ 1,272$ thousand, due mainly to the negative results of Monradio S.r.I. and Società Europea di Edizioni S.p.A..

| Equity-accounted investees - Details |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Investments in joint ventures: | 3,019 | 3,322 |
| - Edizioni EL S.r.I. | 12,346 | 12,242 |
| - Attica Publications Group | 1,955 | 2,034 |
| - Mediamond S.p.A. | 6,267 | 5,694 |
| - Mondadori Seec Advertising Co. Ltd | $\mathbf{2 3 , 5 8 7}$ | $\mathbf{2 3 , 2 9 2}$ |
| Total investments in joint ventures |  |  |
| Investments in associates: | 6,072 | $\mathbf{7 , 1 6 2}$ |
| - Monradio S.r.l. | - | - |
| - Mach 2 Libri S.p.A. in liquidation | 148 | $\mathbf{1 4 2}$ |
| - GD Media Service S.r.I. | 5,983 | 6,467 |
| - Società Europea di Edizioni S.p.A. | 58 | 57 |
| - Venezia Accademia Società per i servizi museali S.c.a r.l. | 19 | $\mathbf{1 9}$ |
| - Campania Arte S.c.a r.I. | $\mathbf{1 2 , 2 8 0}$ | $\mathbf{1 3 , 8 4 7}$ |
| Total investments in associates |  |  |
| Total equity-accounted investees | $\mathbf{3 5 , 8 6 7}$ | $\mathbf{3 7 , 1 3 9}$ |

"Investments in other companies".

| Investments in other companies - Details <br> (Euro/thousands)$\quad 30 / 06 / 2018$ |
| :--- |

Investments in other companies:

- Milano Distribuzione Media S.r.l. 164
- Società Editrice II Mulino S.p.A. 197
- Consuledit S.r.I. 1
- Consorzio Sistemi Informativi Editoriali Distributivi 10
- Immobiliare Editori Giornali S.r.I. 52
- Consorzio Edicola Italiana 10
- CTAV 6

Sem Issy Media 3
- Pay Car 444
- Mediasbook 10
- Confidimpresa $\quad 5 \quad 5$

| Total investments in other companies | 893 | 902 |
| :--- | :--- | :--- |

## Impairment test

Concurrent to the preparation of the annual financial statements, Mondadori Group carries out an impairment test in order to verify the recoverable value of equity investments according to the value in use methodology; when in determining this value an impairment loss is identified, before proceeding with devaluation, the fair value is calculated after having deducted the estimated cost of disposal.

Therefore, an impairment test was carried out to verify that the values identified at 31 December 2017 were still current at 30 June 2018, specifically referring to the investment in Attica Publications S.A.

The final operating results in first half 2018 confirm the forecasts, with no need, therefore, to review the medium-term projections.

The rate performance in the reporting period confirmed the validity of the rates used in the impairment test at 31 December 2017.

Despite the persisting adverse Italian economic scenario, the indicators did not reveal any need for the performance of an impairment test at 30 June 2018, nor did the book value of the investment in Attica Publications show any impairment versus the values at 31 December 2017.

## 13. PRE-PAID TAX ASSETS AND DEFERRED TAX LIABILITIES

"Pre-paid tax assets", amounting to $€ 66,819$ thousand, increased by $€ 1,886$ thousand; "Deferred tax liabilities", amounting to $€ 59,353$ thousand, decreased by $€ 1,244$ thousand.

| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | ---: | ---: |
| IRES on tax losses | 21,589 | 18,804 |
| Pre-paid IRES | 43,043 | 43,693 |
| Pre-paid IRAP | 2,187 | 2,435 |
| Total pre-paid tax assets | $\mathbf{6 6 , 8 1 9}$ | $\mathbf{6 4 , 9 3 2}$ |
| Deferred IRES | 54,003 | 55,336 |
| Deferred IRAP | 5,350 | 5,261 |
| Total deferred tax liabilities | $\mathbf{5 9 , 3 5 3}$ | $\mathbf{6 0 , 5 9 7}$ |

## Specifically:

- "IRES on tax losses", amounting to $€ 21,589$ thousand versus 31 December 2017, increased as a result of the difference between the Group's taxable income calculated on preparation of the 2017 financial statements and the amount resulting from the UNICO tax form, and of the portion recorded on the loss in the half year under review reported by Rizzoli Education S.p.A.;

The directors believe that the amounts recognized are fully recoverable, considering:

- the possibility of a pre-deduction of up to $80 \%$ of the Group's prior-years' tax losses from taxable income, in accordance with the agreement governing relations with the consolidating entity Fininvest S.p.A.;
- the right to carry forward tax losses without time restrictions;
o the projections made in the 2018-2020 three-year Plan approved by the Board of Directors and the prepared tax planning documents;
- "Other prepaid tax assets" (IRES and IRAP) decreased by € 898 thousand as a result of the change in provisions subject to taxation;
- the balance of deferred IRES decreased, due mainly to the amortization of the French publications (€ 958 thousand), while deferred IRAP increased by $€ 89$ thousand, due to the off-balance sheet amortization of certain assets.

Temporary differences that led to the recognition of pre-paid tax

| (Euro/thousands) | 30/06/2018 |  |  | 31/12/2017 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | Amount of temporary differences | Current tax rate | Pre-paid tax | Amount of temporary differences | Current tax rate | Pre-paid tax |
| Differences between book and tax value of intangible assets | 4,055 | (*) | 925 | 5,990 | (*) | 1,438 |
| Difference between book and tax value of investment property and investments in property, plant and equipment | 1,402 | (*) | 338 | 1,379 | (*) | 331 |
| Provision for bad debt | 26,733 | (*) | 6,387 | 26,617 | (*) | 6,504 |
| Depreciation of inventory | 26,384 | (*) | 6,359 | 25,288 | (*) | 6,452 |
| Provision for advances to authors | 25,379 | (*) | 6,097 | 23,733 | (*) | 5,752 |
| Provisions | 57,044 | (*) | 13,991 | 58,118 | (*) | 14,261 |
| Post-employment benefits | 13,047 | (*) | 3,301 | 13,268 | (*) | 3,364 |
| Elimination of intercompany income | 11,725 | (*) | 2,814 | 11,025 | (*) | 2,646 |
| Other temporary differences | 10,701 | (*) | 2,831 | 13,279 | (*) | 2,945 |
| Total for IRES purposes | 176,470 |  | 43,043 | 178,697 |  | 43,693 |
| Differences between book and tax value of intangible assets | 6,981 | (*) | 264 | 8,205 | (*) | 322 |
| Difference between book and tax value of investment property and investments in property, plant and equipment | 1,229 | (*) | 48 | 1,357 | (*) | 53 |
| Depreciation of inventory | 19,757 | (*) | 769 | 18,856 | (*) | 734 |
| Provision for advances to authors | 12,185 | (*) | 476 | 12,475 | (*) | 487 |
| Provisions | 1,339 | (*) | 53 | 5,982 | (*) | 235 |
| Post-employment benefits | 2,079 | (*) | 81 | 3,367 | (*) | 131 |
| Elimination of intercompany income | 11,725 | (*) | 457 | 11,026 | (*) | 430 |
| Other temporary differences | 1,037 | (*) | 39 | 1,140 | (*) | 43 |
| Total for IRAP purposes | 56,332 |  | 2,187 | 62,408 |  | 2,435 |

$\left(^{*}\right)$ It should be noted that, with reference to income taxes, each Group company applied the tax rate applicable in the country of residence.
As for IRAP, each Group company applied the tax rate in force, taking into account the distribution of the tax base by region.

## Temporary differences that led to the recognition of deferred tax

|  | 30/06/2018 |  |  | 31/12/2017 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| (Euro/thousands) | Amount of temporary differences | Current tax rate | $\begin{array}{r} \text { Deferred } \\ \operatorname{tax} \\ \hline \end{array}$ | Amount of temporary differences | Current tax rate | Deferred tax |
| Differences between book and tax value of intangible assets | 217,077 | (*) | 53,658 | 222,062 | (*) | 54,848 |
| Difference between book and tax value of investment property and investments in property, plant and equipment | 1,179 | (*) | 283 | 1,180 | (*) | 283 |
| Post-employment benefits | 200 | (*) | 46 | 792 | (*) | 189 |
| Other temporary differences | 67 | (*) | 16 | 67 | (*) | 16 |
| Total for IRES purposes | 218,523 |  | 54,003 | 224,101 |  | 55,336 |
| Differences between book and tax value of intangible assets | 136,326 | (*) | 5,316 | 133,457 | (*) | 5,204 |
| Difference between book and tax value of investment property and investments in property, plant and equipment | 795 | (*) | 31 | 776 | (*) | 31 |
| Post-employment benefits | 78 | (*) | 3 | 667 | (*) | 26 |
| Other temporary differences | - | (*) | - | - | (*) |  |
| Total for IRAP purposes | 137,199 |  | 5,350 | 134,900 |  | 5,261 |

[^9]It should be noted that no deferred tax was allocated for undistributed income of subsidiaries and associates.

## 14. OTHER NON-CURRENT ASSETS

"Other non-current assets", amounting to € 2,307 thousand, was basically in line with 31 December 2017.

| Other non-current assets <br> (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | ---: | ---: |
| Guarantee deposits <br> Confirmation deposits <br> Other | 1,135 | 1,118 |
| Total other non-current assets | - | - |

## 15. TAX RECEIVABLES AND PAYABLES

| Tax receivables |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  | 731 | 324 |
| Receivables from the Inland Revenue for IRAP <br> Receivables from the Inland Revenue for IRES <br> Receivables from Fininvest for IRES | 6,101 | 6,751 |
| Receivables from the Inland Revenue for VAT, direct tax to <br> recover and advances on disputes | 44 | $\mathbf{1 9 9}$ |
| Total tax receivables | 24,158 | $\mathbf{2 2 , 0 9 9}$ |

"Tax receivables" increased by $€ 1,661$ thousand versus 31 December 2017:

- the IRAP tax receivable ( $€ 731$ thousand) refers to tax advances for 2017 paid in June, net of the portion accrued in the half-year period;
- "Receivables from the Inland Revenue for IRES", amounting to $€ 6,101$ thousand, includes advances paid by Mondadori France ( $€ 3,207$ thousand), receivables for $€ 676$ thousand booked by Rizzoli Education S.p.A. for partial deductibility of IRAP for IRES purposes, whose application for reimbursement was submitted within the deadlines of law, withholding taxes incurred abroad for a total of $€ 1,182$ thousand, $€ 448$ thousand paid by Mondadori Electa S.p.A. as amounts due pending legal proceedings and in relation to the assessment notices regarding 2012 and 2014 VAT;
- "Receivables from Fininvest for IRES", amounting to € 44 thousand, refers to withholding taxes accrued in the half year under review;
- "Receivables from the Inland Revenue for VAT, direct tax to recover and advances on disputes" increased by $€$ 2,059 thousand versus 31 December 2017, and includes:
othe VAT receivable from the Inland Revenue carried forward ( $£ 12,406$ thousand), which includes the
VAT receivable of $€ 3,754$ thousand of Mondadori France, and the Group VAT receivable of $€$ 8,648 thousand accrued in first half 2018;
oreceivables for tax disputes for a total of $€ 11,648$ thousand. The amounts refer to the temporary payment of a number of tax forms received by Group companies in relation to pending tax disputes. Following tax audits by the Finance Police, a few reports were made on a number of companies.

Specifically, regarding Arnoldo Mondadori Editore S.p.A.:
O Years 1996, 1997, 1998, 1999, following an inspection by INPGI (National Journalists' Social Security Association), assessment notices were notified containing tax for a total of $€ 186,267.00$ and penalties for failure to apply withholding tax for a total of $€ 209,684.00$. All these assessments have been challenged and are now pending before the Regional Tax Commission. The Company has made use of the settlement concession for tax disputes pursuant to art. 11, c. 8, Legislative Decree no. 50 of 24/4/2017; the relating rulings have, therefore, been suspended until 31/12/2018.

- Year 2004, the Central Division of the Lombardy Region raised a few points on the application of a $12.50 \%$ withholding tax on the interest paid on a loan stock in favour of a subsidiary for a total of $€$ 999 thousand, plus applicable ancillary expense; against such assessment, an appeal is currently pending before the Court of Cassation.
- Year 2005: the Central Division of the Lombardy Region challenged the omitted payment of a $12.50 \%$ withholding plus applicable ancillary expense by means of a tax assessment, in relation to interest paid on a loan stock stated in 2004 for a total of $€ 3,051$ thousand. An appeal is currently pending against such assessment before the Court of Cassation.
as for Mondadori Retail S.p.A.:
- it received tax assessments for IRES, IRAP and VAT relating to the 2003-2006 tax years. All these tax assessments have been challenged before the Provincial Tax Commission, which upheld the appeals. The Office filed an appeal before the Regional Tax Commission, which confirmed the first instance ruling, annulling the contested acts. The Office filed an appeal before the Court of Cassation after receiving cancellation of all assessment notices from the Regional Tax Commission;
as for Giulio Einaudi Editore S.p.A.:
- in 2017, the Regional Tax Commissions of Piedmont and Latium upheld the first instance ruling in favour of the Company, against which the Inland Revenue has filed an appeal regarding the challenge of the assessment notices issued at the time for the years from 2005 to 2009. Following the outcome of the appeal filed by the Inland Revenue before the Court of Cassation against the second instance rulings that confirmed the annulment of the payment notices of the stamp duty of the years 2005, 2006, and 2007, the Supreme Court had referred the case to the Regional Tax Commission of Piedmont. The Company reinstated the case within the time limits of law. In last quarter 2017 and in second quarter 2018, the Inland Revenue notified assessment notices for 2012-2015 IRES and IRAP, following an inspection started by the Finance Police in 2016 and concluded on 17/5/2017. All assessment notices are being defined.

| Income tax payables |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Payables to the Inland Revenue for IRAP | 71 | 917 |
| Payables to the Inland Revenue for IRES | 2,942 | 758 |
| Payables to Fininvest for IRES | 930 | 4,075 |
| Total income tax payables | $\mathbf{3 , 9 4 3}$ | $\mathbf{5 , 7 5 0}$ |

"Income tax payables" decreased by $€ 1,807$ thousand, as a result of the amount accrued in 2017 and paid in June.

## 16. OTHER CURRENT ASSETS

"Other current assets" increased by $€ 12,923$ thousand, due mainly to:

- advance payments to agents that were higher than the commissions accrued in the reporting period, due to the seasonal nature of certain businesses, especially in the Educational Area;
- advances recognized to authors of the Trade Books Area, for the publication of new titles in the second half and in the next financial years;
- marketing, promotion and delivery costs for the issues of magazines pertaining to the second half of the year, as well as advance rentals, included in "Other receivables".

| Other current assets |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| Receivables from agents | 6,314 | 652 |
| Receivables from authors and workers | 140,012 | $\mathbf{1 3 1 , 9 3 2}$ |
| Provision for advances to authors | $(70,990)$ | $(67,647)$ |
| Receivables from suppliers | 7,295 | 7,615 |
| Receivables from personnel | 461 | 617 |
| Receivables from social security institutions | 116 | 406 |
| Receivables for guarantee deposits | 224 | 232 |
| Other receivables from associates | 84 | 56 |
| Prepayments | 2,098 | 2,123 |
| Other receivables | 14,253 | 10,958 |
|  |  |  |
| Total other current assets | $\mathbf{9 9 , 8 6 7}$ | $\mathbf{8 6 , 9 4 4}$ |

## 17. INVENTORY

The increase in "Inventory" versus 31 December 2017, amounting to $€ 18,791$ thousand, is attributable mostly to the seasonal nature of the Education Area business, where production takes place mainly in the first half and sales in the second.

## Specifically:

- raw materials, amounting to $€ 13,865$ thousand, increased by $€ 3,817$ thousand, due to the supply of the Education Area;
- "Work in progress and semi-finished products", amounting to $€ 10,317$ thousand, decreased by $€ 1,580$ thousand, referring mainly to Magazines Italy ( $€ 1,342$ thousand);
- "Finished products and goods", amounting to $€ 119,858$ thousand, increased by $€ 16,666$ thousand, due mainly to the production of school textbooks ( $€ 9,860$ thousand), higher inventory in the Trade Books Area ( $€ 3,437$ thousand), the subsidiary Rizzoli International Publications Inc. ( $€ 1,648$ thousand) and the Retail Area ( $€ 723$ thousand);
- "Contract work in progress" was in line with the balance at December 2017.


## Inventory

(Euro/thousands) 30/06/2018 $\quad 31 / 12 / 2017$

| Raw and ancillary materials and consumables <br> Depreciation of raw and ancillary materials and consumables | $\begin{array}{r} 14,553 \\ (688) \end{array}$ | $\begin{array}{r} 10,736 \\ (688) \end{array}$ |
| :---: | :---: | :---: |
| Total raw and ancillary materials and consumables | 13,865 | 10,048 |
| Work in progress and semi-finished goods Depreciation of work in progress and semi-finished goods | $\begin{aligned} & 12,138 \\ & (1,821) \end{aligned}$ | $\begin{aligned} & 13,582 \\ & (1,685) \end{aligned}$ |
| Total work in progress and semi-finished goods | 10,317 | 11,897 |
| Contract work in progress <br> Depreciation of contract work in progress | $\begin{array}{r} 2,395 \\ (37) \\ \hline \end{array}$ | $\begin{array}{r} 2,490 \\ (20) \\ \hline \end{array}$ |
| Total contract work in progress | 2,358 | 2,470 |
| Finished products and goods <br> Depreciation of finished products and goods | $\begin{aligned} & 152,831 \\ & (32,973) \end{aligned}$ | $\begin{array}{r} 134,961 \\ (31,769) \\ \hline \end{array}$ |
| Total finished products and goods | 119,858 | 103,192 |
| Advances | - | - |
| Total inventory | 146,398 | 127,607 |

The value of the inventory of products intended for sale includes books produced by the Group, third-party publishers' books purchased for re-sale in the Retail sector and merchandising, paper processing and gifts.

Inventory depreciation was calculated separately and analytically for each Group company, taking into account finished product marketability, any failed revenue generation from orders in progress and semifinished products, and deterioration of raw materials.

| Inventory - Depreciation <br> (Euro/thousands) | Raw materials | Work in progress and <br> semi-finished products | Contract work <br> in progress | Finished products <br> and goods |
| :--- | ---: | ---: | ---: | ---: |
| Balance at 31/12/2016 | 1,159 | 1,865 |  | 29 |

No inventory is subject to restriction to cover liabilities.

## Decrease (increase) in inventory

The income statement effects resulting from the changes in inventory and the provisions for their value adjustments are detailed below.

| Decrease (increase) in inventory (Euro/thousands) | $1^{\circ}$ half 2018 | $\mathbf{1}^{\circ}$ half 2017 |
| :---: | :---: | :---: |
| Changes in finished products and goods | $(17,371)$ | $(21,098)$ |
| Provision for finished products and goods | 4,212 | 2,773 |
| Utilization of the provision for finished products and goods | $(2,918)$ | $(1,920)$ |
| Total changes in inventory of finished products and goods | $(16,077)$ | $(20,245)$ |
| Changes in work in progress and semi-finished products | 1,544 | 2,770 |
| Provision for work in progress and semi-finished products | 116 | 30 |
| Utilization of the provision for work in progress and semi-finished products |  |  |
| Total changes in work in progress and semi-finished products | 1,660 | 2,800 |
| Changes in contract work in progress | (403) | (131) |
| Provision for contract work in progress | 22 | 9 |
| Utilization of the provision for contract work in progress | (5) | (5) |
| Total changes in contract work in progress | (386) | (127) |
| Changes in raw and ancillary materials and consumables | $(3,817)$ | 1,060 |
| Provision for raw and ancillary materials and consumables |  |  |
| Utilization of the provision for raw and ancillary materials and consumables | - | (644) |
| Total changes in inventory of raw and ancillary materials and consumables | $(3,817)$ | 416 |
| Total decrease (increase) in inventory | $(18,620)$ | $(17,156)$ |

## 18. TRADE RECEIVABLES

| Trade receivables |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Receivables from customers | 214,334 | 247,599 |
| Receivables from associates | 51,977 | 49,945 |
| Receivables from parent companies <br> Receivables from affiliates | - | 4 |
| Total trade receivables | 107 | 464 |

In first half 2018, total exposure to customers decreased by $€ 31,594$ thousand, due mainly to changes:

- in the Trade Books Area ( $€-25,830$ thousand), which reported higher sales at Christmas and a strong performance in last quarter 2017, driven by a number of bestsellers that marked the entire year;
- in the Retail Area ( $€-11,373$ thousand), where significant revenue was reported in the final part of the year;
- in the Magazines Area ( $€-8,289$ thousand), which reported a sharp drop in revenue in both Italy and France;
- in the Educational Area ( $€+13,437$ thousand), due to the marked seasonal nature of the business.
"Receivables from associates" refers mainly to Mediamond S.p.A. for the advertising business performed for the Magazines Area, and to Mach 2 Libri S.p.A. for book distribution by large retailers.
Receivables due from associates, parent companies and affiliates are explained in Annex "Transactions with related parties"; transactions with related parties are carried out under normal market conditions.
"Customers - returns to receive", amounting to $€ 126,070$ thousand, dropped by $€ 25,708$ thousand versus 31 December 2017, as a result of the decline in revenue from Magazines Italy and the returns credited in the Books Area.


## Trade receivables <br> Receivables from customers

(Euro/thousands)
30/06/2018
31/12/2017

| Receivables from customers | 373,871 | 432,755 |
| :--- | ---: | ---: |
| Customers - returns to receive | $(126,070)$ | $(151,778)$ |
| Provision for bad debt | $(33,467)$ | $(33,378)$ |
| Total receivables from customers | $\mathbf{2 1 4 , 3 3 4}$ | $\mathbf{2 4 7 , 5 9 9}$ |

There were no trade receivables due over five years.
With regard to the provision for bad debt, it should be noted that for each Group company, an accurate analysis is performed of each individual debt item position, considering also the customer solvency rating; the amount of the provision set up to adjust the receivables is in line with the prior year.

| Trade receivables |  |  |
| :--- | ---: | ---: |
| Receivables from customers - Bad debt provision | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| (Euro/thousands) | 33,378 | 39,017 |
| Balance at beginning of year |  |  |
|  |  | 7,627 |
| Changes in the year: | 2,316 | $(12,814)$ |
| - provisions | $(2,103)$ | $(452)$ |
| - utilizations | $(124)$ | $\mathbf{3 3 , 3 7 8}$ |
| - changes in the consolidation scope and other changes | $\mathbf{3 3 , 4 6 7}$ |  |
| Total bad debt provision |  |  |

## 19. FINANCIAL ASSETS

"Non-current financial assets", amounting to $€ 7,834$ thousand, includes amounts coming due over 12 months towards third parties held by Mondadori France and EMAS and amounting to $€ 6,037$ thousand, attributable to the refinancing of Presstalis, national distributor of magazines in France, the financial receivables held by Mondadori France from the disposal of NaturaBuy S.a.s. ( $£ 1,050$ thousand) and the receivable for the loan granted to Attica Publications of $€ 500$ thousand.

## Non-current financial assets <br> (Euro/thousands)

30/06/2018
31/12/2017

| Financial receivables from associates | 500 | 500 |
| :--- | ---: | ---: |
| Financial receivables | 7,334 | 1,272 |
| Financial assets at fair value with adjustments recognized under income | - | - |
| statement | - | - |
| Available-for-sale financial assets | - | - |
| Assets resulting from derivative instruments | $\mathbf{7 , 8 3 4}$ | $\mathbf{1 , 7 7 2}$ |
| Total non-current financial assets |  |  |

"Other current financial assets", amounting to $€ 2,395$ thousand, mainly includes:

- the loan of $€ 25$ thousand granted to the associate Venezia Accademia S.c. a r.I.;
- receivables generated by receipts from ticket offices at the sites of the Special Superintendence for the Colosseum, the National Museum of Rome, and the Archaeological Area of Rome, due from the companies managing the service.

| Other current financial assets |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / \mathbf { 2 0 1 7 }}$ |
|  |  | 133 |
| Financial receivables from customers | - | 25 |
| Financial receivables from associates | - | - |
| Financial receivables from parent companies | - | - |
| Financial receivables from affiliates | 2,366 | $\mathbf{1 , 5 2 1}$ |
| Financial receivables from others | $\mathbf{2 , 3 9 1}$ | $\mathbf{1 , 6 7 9}$ |
| Total financial receivables | - | - |
|  |  |  |
| Financial assets at fair value with adjustments recognized under income | 4 | 4 |
| statement | - | - |
| Available-for-sale financial assets | $\mathbf{2 , 3 9 5}$ | $\mathbf{1 , 6 8 3}$ |
| Assets resulting from derivative instruments |  |  |
| Total other current financial assets |  |  |

Assets and liabilities resulting from derivative instruments
Assets and liabilities resulting from derivative instruments - Details
Type of

| (Euro/thousands) | derivative <br> instrument | Fair value | at $30 / 06 / 2018$ | at 31/12/2017 |
| :--- | ---: | ---: | ---: | ---: |

Fair value

Non-current financial assets (liabilities)

- Rate derivatives

Cash flow hedge
(625)

Current financial assets (liabilities)

- Currency derivatives

Trading

The Group has adopted a Financial Risk Management policy. The use of derivative instruments is in line with the guidelines contained in such policy. In order to verify hedging efficiency, the Group performs a series of quarterly effectiveness tests set out in the accounting standards applied.

Perspective tests envisage that at the beginning of a hedge transaction and for its entire duration, each individual hedge proves highly effective. This means that any changes in the fair value or cash flow of the hedged item almost completely offset any changes in the fair value or cash flow of the hedged instrument.

Group criteria to test effectiveness include statistic regression analyses and the Dollar Offset Method or Ratio Analysis.

The Group calculates the fair value of current hedge transactions on a quarterly basis.

At 30 June 2018, transactions were in place to hedge the existing interest rate risk (with BPM, Intesa Sanpaolo and Unicredit), applying to the A and B Term Loan Tranches of the amortizing pool loan agreement concluded in December 2017, coming to maturity in December 2022 for a total notional amount of $€ 175.0$ million and a weighted average rate of $0.028 \%$.

Hedge impact on income statement and equity:

## Cash flow hedge reserve

(Euro/thousands)
30/06/2018
31/12/2017

| Initial balance gross of the tax impact | $(1,236)$ |  |
| :--- | ---: | ---: |
| Amount recognized in the period | 178 | $(2,947)$ |
| Amount endorsed from reserve and recognized under income statement: | 2,420 |  |
| - adjustments to expense | $(24)$ | $(229)$ |
| - adjustments to income | $(289)$ | $(480)$ |
| Final balance gross of the tax impact | $\mathbf{( 1 , 3 7 1 )}$ | $\mathbf{( 1 , 2 3 6 )}$ |
| Inefficient part of hedge | 0 | 0 |

## 20. CASH AND CASH EQUIVALENTS

The item amounted to $€ 26,721$ thousand, down versus 2017, in line with the seasonal nature of the business; the fair value of cash and cash equivalents is equal to the relevant book value at 30 June 2018.

| Cash and cash equivalents |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Cash and cash on hand | 237 | 2,058 |
| Bank deposits | 25,873 | 63,951 |
| Postal deposits | 611 | 576 |
| Total cash and cash equivalents | $\mathbf{2 6 , 7 2 1}$ | $\mathbf{6 6 , 5 8 5}$ |

Further details on the changes in cash and cash equivalents are found in the consolidated cash flow statement.

The table below shows the Group net financial position in accordance with Consob recommendations.

| Net financial position (Euro/thousands) | 30/06/2018 | 31/12/2017 |
| :---: | :---: | :---: |
| A Cash | 237 | 2,058 |
| Bank deposits <br> - Postal deposits | $\begin{array}{r} 25,873 \\ 611 \\ \hline \end{array}$ | $\begin{array}{r}63,951 \\ 576 \\ \hline\end{array}$ |
| B Other cash and cash equivalents | 26,484 | 64,527 |
| C Cash and cash equivalents and other financial assets ( $\mathrm{A}+\mathrm{B}$ ) | 26,721 | 66,585 |
| D Securities held for trading |  |  |
| - Financial receivables from associates | 25 | 25 |
| - Financial assets measured at fair value |  |  |
| - Available-for-sale financial assets | 4 | 4 |
| - Derivatives and other financial assets | 2,366 | 1,654 |
| E Receivables and other current financial assets | 2,395 | 1,683 |
| F Current financial assets ( $\mathrm{D}+\mathrm{E}$ ) | 2,395 | 1,683 |
| G Current payables to banks | 2,612 | 4,535 |
| - Bonds |  |  |
| - Loans | - |  |
| - Borrowings | 35,000 | 15,834 |
| H Current portion of non-current debt | 35,000 | 15,834 |
| - Financial payables to associates |  |  |
| - Derivatives and other financial liabilities | 6,309 | 6,179 |
| Other current financial liabilities | 6,309 | 6,179 |
| L Payables to banks and other current financial liabilities (G+H+1) | 43,921 | 26,548 |
| M Current net financial position (C+F-L) | $(14,805)$ | 41,720 |
| - Bonds |  |  |
| - Loans |  |  |
| - Borrowings | 230,728 | 229,607 |
| N Debt non-current portion | 230,728 | 229,607 |
| O Other non-current financial liabilities | 725 | 3,129 |
| P Non-current net debt ( $\mathrm{N}+\mathrm{O}$ ) | 231,453 | 232,736 |
| Q Net debt (M-P) | $(246,258)$ | $(191,016)$ |

Should the balance of "Non-current financial assets", amounting to $€ 7,834$ thousand and not included in the Consob format, be added to the above data, the Group net financial position would come to $€-238,424$ thousand.

Further information regarding the Group's net financial position is found in Notes 19 and 24.

## 21. EQUITY

Equity at 30 June 2018, including non-controlling interests, amounted to $€ 334,909$ thousand, decreasing by $€$ 10,405 thousand versus 31 December 2017.

In addition to the loss of $€ 11,394$ thousand in the first half, including non-controlling interests, the main changes involved:

- the adjustment of the "Cash flow hedge reserve", which resulted in a decrease in equity of $€ 102$ thousand;
- the adjustment of the "Conversion reserve", which resulted in an increase of $€ 596$ thousand;
- entry, in the specific reserve, of the portion relating to the Performance Share Plan accrued during the period, which resulted in an increase in equity of $€ 807$ thousand, and of the value of treasury shares purchased to service the plan for $€ 42$ thousand.

In first half 2018, Arnoldo Mondadori Editore S.p.A. purchased a total of no. 27,500 treasury shares $\mathbf{( 0 . 0 1 1 \%}$ of the share capital) on the MTA at an average unit price of $€ 1.3006$, for a total amount of $€ 36$ thousand. The purchase, authorized by the Shareholders' Meeting of 24 April 2018, was made to service the Performance Share Plan; the fair value of shares assigned to the plan of $€ 1,657$ thousand in the reporting period is recognized in a specific reserve under equity.

Reserves attributable to non-controlling interests refer to Editions Mondadori Axel Springer S.n.c. and Rizzoli Education S.p.A.

## 22. PROVISIONS

"Provisions", amounting to $€ 77,274$ thousand, increased by $€ 4,164$ thousand, due mainly to the estimated expense from the liquidation of Mach 2 Libri S.p.A..
Decreases in the "Provision for personnel downsizing risks" and the "Provision for legal risks" are attributable to structure streamlining and to disputes settled in the first half or to the updating of the risks from outstanding disputes.

| Provisions |  |  |  |  |  |
| :--- | ---: | ---: | ---: | ---: | ---: |
| (Euro/thousands) | $31 / 12 / 2017$ |  | Provisions | Utilizations | Other changes |
|  |  |  |  |  |  |

## 23. POST-EMPLOYMENT BENEFITS

The item, amounting to $€ 45,275$ thousand, decreased by $€ 2,230$ thousand, as a result of the reduction in staff and the disposal of Inthera S.p.A. ( $€ 1,090$ thousand).

| Post-employment benefits |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Provision for post-employment benefits (TFR) | 34,803 | 36,777 |
| Provision for supplementary agents' indemnity (FISC) | 10,337 | 10,594 |
| Provision for retirement and similar obligations | 135 | 134 |
|  |  | $\mathbf{4 7 , 5 0 5}$ |
| Total post-employment benefits | $\mathbf{4 5 , 2 7 5}$ |  |

Post-employment benefits and the supplementary agents' indemnity have been determined by applying an actuarial method in compliance with IAS 19 and IAS 37.

It should be noted that for both calculations a discounting rate based on the iBoxx benchmark, Euro area, rating AA and with a 10+ duration was used consistently with past valuations.

| Actuarial assumptions to measure TFR | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | ---: | ---: |
|  |  |  |
| Economic assumptions: | $1.0 \%$ | $1.0 \%$ |
| - increase in cost of living | $1.45 \%$ | $1.30 \%$ |
| - discounting rate |  |  |
|  |  | IPS.55 tables |


| Actuarial assumptions to measure FISC | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | :---: | ---: |
|  |  |  |
| Economic assumptions: |  |  |
| - discounting rate |  |  |
|  |  |  |
| Demographic assumptions: |  |  |
| - probability of death/disability | $1.0 \%$ | $1.0 \%$ |
| - probability of leaving service | $5.0 \%$ | $5.0 \%$ |
| - probability of voluntary resignation | $1.5 \%$ | $1.5 \%$ |
| - average age of agency contract termination | Regulations in force | Regulations in force |

The "Provision for post-employment benefits (TFR)" decreased due to the reduction in staff (from 3,026 units in December 2017 to 2,962 units in June 2018), attributable to the abovementioned disposal of Inthera S.p.A. and to the structural efficiency measures implemented.
The sensitivity analysis, obtained by increasing and decreasing the rate by $0.5 \%$, shows a higher or lower effect on the provision for post-employment benefits of approximately $€ 600$ thousand.

Post-employment benefits cost items, booked under income statement, include the service cost of companies with less than 50 employees for $€ 13$ thousand, financial expense of $€ 157$ thousand, and the portion paid into the supplementary pension scheme for $€ 3,930$ thousand.

Changes in the "Provision for supplementary agents' indemnity" reflect the turnover in the Group's sales force.
"Provision for retirement" was not subject to discounting as the effects are irrelevant.

| Post-employment benefits - Details |  |  | Provision for <br> retirement |
| :--- | ---: | ---: | ---: |
| (Euro/thousands) | TFR | FISC |  |
| Balance at 31/12/2017 | 36,777 | 10,594 | 134 |
| Changes in 2018: |  |  |  |
| - provisions | 13 | 254 | 1 |
| - utilizations | $(1,490)$ | $(498)$ | - |
| - reversals | 319 | - | - |
| - discounting | $(816)$ | $(13)$ | - |
| - changes in the consolidation scope and other changes |  |  | - |
| Balance at $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 4 , 8 0 3}$ | $\mathbf{1 0 , 3 3 7}$ | $\mathbf{1 3 5}$ |

## 24. FINANCIAL LIABILITIES

Current and non-current financial liabilities, amounting to $€ 234,241$ thousand, increased by $€ 1,505$ thousand.

| Non-current financial liabilities (Euro/thousands) | Actual interest rate | $\begin{array}{r} \text { Expiry } \\ 1-5 \text { years } \end{array}$ | $\begin{array}{r} \text { Expiry } \\ \text { over } 5 \text { years } \\ \hline \end{array}$ | 30/06/2018 | 31/12/2017 |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Bonds |  |  |  |  |  |
| Convertible bonds |  | - | - | - |  |
| Borrowings | 1.14\% | 230,728 |  | 230,728 | 229,607 |
| Payables to suppliers |  | - |  |  |  |
| Payables to associates |  |  |  |  |  |
| Payables to parent companies |  | - |  |  |  |
| Payables to affiliates |  |  |  |  |  |
| Payables for lease agreements |  |  |  |  |  |
| Payables for shareholders' contributions |  | - | - | - | - |
| Liabilities from derivatives |  | 625 |  | 625 | 341 |
| Other financial liabilities |  | 100 | - | 100 | 2,788 |
| Total non-current financial liabilities |  | 231,453 | 0 | 231,453 | 232,736 |

"Non-current financial liabilities" includes:

- $€ 130,843$ thousand from the amortized cost of the Line A Amortizing Term Loan, taken out with a pool of banks, coming to maturity in December 2022;
- € 99,885 thousand from the amortized cost of the Line B Amortizing Term Loan, taken out with a pool of banks, coming to maturity in December 2022;
- $€ 625$ thousand from the fair value of the outstanding derivative contracts;
- $€ 100$ thousand from the non-current portion of the amount due as a result of the acquisition of Direct Channel.

| Payables to banks and other financial liabilities <br> (Euro/thousands) | Actual <br> interest <br> rate | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
| :--- | ---: | ---: | ---: |
| Bank deposits | $0.01 \%$ | 2,612 | 4,535 |
| Bonds <br> Convertible bonds <br> Borrowings <br> Payables to suppliers <br> Payables to associates <br> Payables to parent companies <br> Payables to affiliates <br> Payables for lease agreements <br> Payables for shareholders' contributions <br> Liabilities from derivatives <br> Other financial liabilities | $0.49 \%$ | $-35,000$ | - |
| Total payables to banks and other financial liabilities |  | - | 15,834 |

"Payables to banks and other financial liabilities" came to $€ 41,133$ thousand and included:

- $€ 15,000$ thousand regarding part of the A Term Loan of the pool loan, coming to maturity in December 2018;
- € 20,000 thousand for the use of short-term hot money lines;
- $€ 2,612$ thousand from the balances of current account overdrafts;
- $€ 2,788$ thousand for the fair value of the earn-out from the acquisition of Banzai;
- $€ 3,521$ thousand for other financial liabilities.

At 30 June 2018, the Net Financial Position Financial Covenant resulting from the consolidated half-year report amounted to $€-238,424$ thousand, far below the cap of $€-450,000$ thousand set out in the pool loan agreement.

For information relating to the financial instruments reference should be made to Note 19 - "Financial assets" in these Notes.

## 25. OTHER CURRENT LIABILITIES

"Other current liabilities", amounting to $€ 203,721$ thousand, dropped by $€ 18,124$ thousand versus 31 December 2017.
Specifically:

- "Advances to customers" increased mainly for Mondadori France ( $€+1,460$ thousand);
- "Payables to welfare and social security entities" decreased by $€ 5,647$ thousand, due to the different impact of additional year-end monthly payments from those recognized in June;
- "Payables to agents" decreased by $€ 7,916$ thousand as a result of the payment of the prior-year commissions adjustment, while payables to authors increased by $€ 1,694$ thousand, as a result of the payment of part of the rights accrued in 2017 in the second half;
- "Payables to subscription and instalment customers" decreased by $€ 3,427$ thousand, as a result of the decline in subscribers to Mondadori France magazines ( $€ 3,091$ thousand) and in subscribers to those published in Italy ( $€ 336$ thousand).
- "Payables to directors and statutory auditors" decreased by $€ 3,320$ thousand, as a result of the payment of fees accrued at the end of the prior year.

| Other current liabilities |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Advances to customers | 23,361 | 21,697 |
| Tax payables | 10,057 | 9,988 |
| Payables to welfare and social security entities | 20,024 | 25,671 |
| Payables to associates | 123 | 124 |
| Other payables | 150,156 | 164,365 |
|  |  |  |
| Total other current liabilities | $\mathbf{2 0 3 , 7 2 1}$ | $\mathbf{2 2 1 , 8 4 5}$ |

"Other payables" is broken down below.

| Other current liabilities - Other payables |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Payroll and other amounts to personnel | 27,108 | 26,463 |
| Payables to authors and workers | 77,291 | 75,597 |
| Payables to agents | 4,701 | 12,617 |
| Payables to subscription and instalment customers | 30,143 | 33,570 |
| Payables to directors and statutory auditors | 1,229 | 4,549 |
| Deferred income for advance rents | - | - |
| Other payables, accrued expense and deferred income | 9,684 | $\mathbf{1 1 , 5 6 9}$ |
|  |  | $\mathbf{1 6 4 , 3 6 5}$ |
| Total other payables | $\mathbf{1 5 0 , 1 5 6}$ |  |

## 26. TRADE PAYABLES

"Trade payables", amounting to $€ 302,414$ thousand, decreased by $€ 21,124$ thousand, referring mainly to the Magazines Italy and Magazines France Area, due to the business trend, and to the Retail Area.

| Trade payables |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{3 0 / 0 6 / 2 0 1 8}$ | $\mathbf{3 1 / 1 2 / 2 0 1 7}$ |
|  |  |  |
| Payables to suppliers | 291,542 | 308,513 |
| Payables to associates | 9,123 | 11,904 |
| Payables to parent companies | 32 | 62 |
| Payables to affiliates | 1,717 | 3,059 |
| Total trade payables | $\mathbf{3 0 2 , 4 1 4}$ | $\mathbf{3 2 3 , 5 3 8}$ |

"Payables to associates", amounting to $€ 9,123$ thousand, dropped by $€ 2,781$ thousand, attributable mostly to Mediamond S.p.A..
The item includes the amounts due to:

- Edizioni EL S.r.I. ( $€ 4,597$ thousand) and Società Europea di Edizioni S.p.A. ( $€ 1,024$ thousand), regarding the distribution of publishing products;
- Mediamond S.p.A. ( $€ 3,141$ thousand) for the purchase of goods in exchange for advertising pages.

Payables to associates, parent companies and affiliates are detailed in Annex "Transactions with related parties"; transactions with related parties are carried out under normal market conditions.

There were no trade payables due over five years.

## 27. REVENUE FROM SALES AND SERVICES

As a result of the application of IFRS 15 - Revenue from Contracts with Customers -, effective from 1 January 2018:

- in the Magazines Italy and Magazines France Area, where the Group acts as principal, circulation revenue is booked based on the cover price or, in any case, on the price actually paid by the purchaser gross of commissions paid; the commissions are no longer recognized as a reduction in revenue, but separately as distribution cost;
- in the Books Area, where the Group acts as agent in the distribution of third-party publisher products, revenue from this activity is booked net of the relating purchase costs, previously recognized under "Cost of raw and ancillary materials and consumables".

As a result of the first-time application of the standard based on the full retrospective approach, the income statement amounts of first half 2017 have been restated; the overall impact on revenue amounted to $€$ 20,129 thousand:

- in the Magazines Italy and Magazines France Area, revenue was up by $€ 17,526$ thousand and $€ 16,780$ thousand, respectively;
- the Books Area saw revenue drop by $€ 16,167$ thousand;
- in the cancellations between the Books Area and the Retail Area, revenue grew by $€ 1,990$ thousand.

The adoption of IFRS 15 had no impact on EBITDA.

Consolidated net revenue in first half 2018 amounted to $€ 543,820$ thousand, down by $5.1 \%$ versus the same period of 2017.

| Revenue from sales and services |  |  | Variati |
| :---: | :---: | :---: | :---: |
| (Euro/thousands) | $1^{\circ}$ half 2018 | $1^{\circ}$ half 2017 | \% |
| Books | 178,500 | 171,633 | 4.0\% |
| Retail | 83,086 | 84,675 | (1.9\%) |
| Magazines Italy | 147,515 | 165,661 | (11.0\%) |
| Magazines France | 152,905 | 164,900 | (7.3\%) |
| Corporate \& Shared Services | 17,363 | 12,998 | 33.6\% |
| Aggregate revenue | 579,369 | 599,867 | (3.4\%) |
| Intercompany revenue | $(35,549)$ | $(26,766)$ | 32.8\% |
| Total revenue from sales and services | 543,820 | 573,101 | (5.1\%) |

Revenue from the Books Area, amounting to $€ 178,500$ thousand, was up by $4 \%$ versus first half 2017, driven by the growth in the Educational segment (+18.8\%), and was down in Books Trade (-5.4\%).

In the Trade segment:

- revenue from Edizioni Mondadori increased, driven by the new titles by Jojo Moyes, EL James and Daria Bignardi, and by the trend of the bestsellers of 2017 published in paperback;
- revenue was basically steady versus the prior year for Einaudi and Rizzoli, publishers of the successful new titles by Fred Vargas, Paolo Giordano and Maurizio De Giovanni;
- Piemme and Sperling lost ground, due to the absence of titles able to replicate the success of those published in 2017, and to the performance of the character Geronimo Stilton.

In the Educational segment:

- Mondadori Education S.p.A. and Rizzoli Education S.p.A. benefited from the advance requests for the supply of products made by a number of major customers with respect to last year's timing;
- Mondadori Electa S.p.A. saw revenue grow from the management of museum services, driven by the increase in visitors to the archaeological area of Rome and by the effects from anticipating bookings for the third quarter. Revenue from the publication of exhibition books and catalogues was in line with first half 2017; revenue from the organization of exhibitions and events reported a decline.
- Rizzoli International Publications reported an increase in publishing revenue, thanks to the performance of catalogue titles and to retailer activities.

Revenue from the Retail Area, amounting to $€ 83,086$ thousand, dropped by $1.9 \%$ versus first half 2017 , due mainly to the closure of the Palermo and Milano San Pietro all'Orto stores, and to the expected decline in Consumer Electronics sales.

Revenue from Magazines Italy, amounting to $€ 145,715$ thousand, dropped by $11 \%$, due to the decline in the sale of copies ( $-7.1 \%$ ), add-on products ( $-23.6 \%$ ), advertising sales ( $-7.1 \%$ ) and distribution of third publishers' products (3.4\%).

Revenue from licensing (-14\%) and digital marketing service activities, disposed of at the beginning of May, reported a decline.

Revenue from Magazines France, amounting to $€ 152,905$ thousand, fell by $7.3 \%$, as a result of the drop in revenue from copies sold ( $-6.7 \%$ ) both at newsstands and through subscriptions, and of the decline in advertising sales ($7.3 \%$ ) on both print media and digital products.

Revenue from Group advertising services totaled $€ 71,409$ thousand.

The "Directors' Report on Operations" provides further details on revenue trends and the Group's various lines of business.

## 28. COST OF RAW AND ANCILLARY MATERIALS, CONSUMABLES AND GOODS

As a result of the adoption of IFRS 15, in the distribution of books by third-party publishers, the amounts reported in first half 2017 for costs relating to the purchase of goods for re-sale dropped by $€ 14,177$ thousand.

```
Cost of raw and ancillary materials, consumables and
goods
(Euro/thousands) 1 1 % half 2018 10 half 2017
```

| Paper | 37,118 | 36,115 |
| :--- | ---: | ---: |
| Other production materials | - | - |
| Total cost of raw and ancillary materials | $\mathbf{3 7 , 1 1 8}$ | $\mathbf{3 6 , 1 1 5}$ |
|  | 51,822 | 57,893 |
| Goods for re-sale | 70 | 102 |
| Consumables and maintenance materials | 5,548 | 5,184 |
| Other | $\mathbf{5 7 , 4 4 0}$ | $\mathbf{6 3 , 1 7 9}$ |
| Total cost of consumables and goods | $\mathbf{9 4 , 5 5 8}$ |  |
| Total cost of raw and ancillary materials, |  |  |
| consumables and goods |  | $\mathbf{9 9 , 2 9 4}$ |

"Cost of raw and ancillary materials, consumables and goods" amounted to € 94,558 thousand, down by € 4,736 thousand.

Paper costs increased as a result of the supply to companies operating in the school textbooks business; in the other business segments, raw material costs decreased, in the Magazines Italy ( $-9 \%$ ) and Magazines France ( $-14 \%$ ) Area, due to lower revenue.

Costs for goods for re-sale fell versus first half 2017, mostly in the Educational segment, due to the drop in distributed third-publisher sales.

Costs relating to retailer activities carried out by Mondadori Retail S.p.A. and by Mondadori Electa S.p.A. at museums were basically steady.

## 29. COST OF SERVICES

The adoption of IFRS 15 in the accounting of revenue from the Magazines Italy and Magazines France Area resulted in an increase in cost of services in first half 2017 of $€ 34,306$ thousand.

## Cost of services

(Euro/thousands)

| Rights and royalties | 46,817 |  |
| :--- | ---: | ---: |
| Consultancy services and third-party collaborations | 29,033 |  |
| Commissions | 23,743 | 29,939 |
| Third-party graphical processing | 75,983 | 24,374 |
| Transport and shipping | 69,675 | 75,400 |
| Purchase of advertising space and promotion expenses | 13,153 | 76,166 |
| Fairs, exhibitions and concession expense | 10,075 | 19,592 |
| Travel and other expense reimbursements | 2,854 | 8,747 |
| Maintenance expenses | 3,969 | 3,257 |
| Telephone and postal expenses | 1,133 | 4,498 |
| Catering and cleaning services | 3,005 | 898 |
| Market surveys, news agencies | 4,038 | 3,597 |
| Insurance | 1,104 | 3,546 |
| Subscriptions management | 20,083 | 1,286 |
| Publisher's share | 950 | 21,819 |
| Utilities | 1,349 | 1,273 |
| Bank services and commissions | 1,206 | 1,784 |
| IT services | 4,227 | 1,321 |
| Directors' and statutory auditors' fees | 2,175 | 3,601 |
| Temporary work fees | 3,359 | 2,352 |
| Rents and service expenses | 10,746 | 4,314 |
| Leases and rentals | 3,624 | 1,389 |
| Other services | 7,267 | 3,826 |
|  |  | 5,488 |
| Total cost of services | $\mathbf{3 3 9}, 568$ | $\mathbf{3 5 7}$ |

"Cost of services" amounted to $€ 339,568$ thousand, down by $€ 18,042$ thousand versus first half 2017, in line with the revenue trend.

The Books Area, where revenue grew, saw an increase in the cost of services of $€ 8,791$ thousand, of which $€ 4,698$ thousand for printing; the Magazines Italy and Magazines France Area reported a decrease by $€ 20,007$ thousand, attributable to advertising and promotional expenses ( $€-5,505$ thousand), printing ( $€-3,525$ thousand), transportation ( $€-4,149$ thousand), and for rights granted to majors for add-on sales ( $€-1,060$ thousand).
"Directors' and statutory auditors' fees" comprised fees paid to Directors and Statutory Auditors for $€ 1,911$ thousand and $€ 264$ thousand, respectively.

## 30. COST OF PERSONNEL

Employees with a fixed-term or permanent labour contract working with the Group companies amounted to 2,962 units, down versus 30 June 2017, as a result of the disposal of Inthera S.p.A. completed in May, and of the ongoing efficiency measures implemented across the Group's areas.

| Employees | Actual <br> 30/06/2018 | Actual <br> $\mathbf{3 0 / 0 6 / 2 0 1 7}$ | Average <br> $\mathbf{1}^{\circ}$ half 2018 | Average <br> $\mathbf{1}^{\circ}$ half 2017 |
| :--- | ---: | ---: | ---: | ---: |
| Executives <br> White collars, middle managers <br> and journalists <br> Blue collars | 110 | 111 | 110 | 115 |
| Total | 2,838 | 2,981 | 2,892 | 3,006 |

As a result of the decrease in headcount versus first half 2017, cost of personnel fell by $2.1 \%$, despite higher restructuring costs of $€ 3,519$ thousand.

| Cost of personnel |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 7}$ |
|  |  |  |
| Salaries and wages | 77,826 | 82,276 |
| Social security expense | 24,574 | 25,642 |
| Post-employment benefits TFR | 13 | 22 |
| Supplementary pension scheme plans | 3,930 | 4,022 |
| Retirement indemnity and similar obligations | 1 | $\mathbf{1}$ |
| Other costs | 5,890 | 2,692 |
| Total cost of personnel | $\mathbf{1 1 2 , 2 3 4}$ | $\mathbf{1 1 4 , 6 5 5}$ |

On 27 April 2017, the Shareholders' Meeting approved the 2017-2019 Performance Share Plan, intended for certain Mondadori Group staff who hold key roles in achieving strategic results.
The cost accrued in first half 2017 and recognized in the income statement, regarding the fair value of shares granted under the Plan, amounted to $€ 807$ thousand.

Pursuant to IFRS 2, granted shares were stated at fair value upon their granting.

## 31. OTHER (INCOME) EXPENSE

"Other (income) expense" came to $€-1,788$ thousand versus a net income of $€ 8,855$ thousand in first half 2017.

The change is due mainly to the extraordinary transactions completed in the two comparative half years.

## Other (income) expense

(Euro/thousands)
$1^{\circ}$ half 2018
$1^{\circ}$ half 2017

| Other revenue and income | $(3,006)$ | $(12,911)$ |
| :--- | ---: | ---: |
| Other operating expense | 4,794 | 4,056 |
| Total other (income) expense | $\mathbf{1 , 7 8 8}$ | $\mathbf{( 8 , 8 5 5 )}$ |

Specifically:

- "Other revenue and income" decreased due to the recognition in 2017 of the gains from the disposals of NaturaBuy S.a.s. ( $€ 4,251$ thousand), of the logistics-related business units ( $€ 4,570$ thousand) and of a location in the Retail Area.

| Other (income) expense - Other revenue and income |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 7}$ |
|  |  |  |
| Year's contributions | 5 | 9 |
| Capital gains from the disposal of fixed assets and business units | 4 | 9,386 |
| Supplier rebates and other third party contributions | 254 | 12 |
| Insurance reimbursements | 108 | 83 |
| Rentals | - | - |
| Contingent assets | 1,281 | 1,484 |
| Third-party expense reimbursements | 1,297 | 1,656 |
| Other | 57 | $\mathbf{2 8 1}$ |
| Total other revenue and income | $\mathbf{3 , 0 0 6}$ | $\mathbf{1 2 , 9 1 1}$ |

- "Other operating expense" increased as a result of the losses from the disposal of Inthera S.p.A. and Autoreflex and the higher expenses from the management of loans, partly mitigated by the greater benefits from legal disputes.

| Other (income) expense - Other operating expense |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 7}$ |
|  |  |  |
| Receivables management | 2,106 | 1,287 |
| Reimbursements and settlements | $(2,941)$ | $(1,419)$ |
| Contributions and grants | 1,377 | 1,476 |
| Contingent liabilities | 510 | 412 |
| Capital loss from the disposal of fixed assets and business units | 2,251 | 553 |
| Other taxes and duties | 1,318 | 1,664 |
| Other expense | $\mathbf{1 7 3}$ | 83 |
| Total other operating expense | $\mathbf{4 , 7 9 4}$ | $\mathbf{4 , 0 5 6}$ |

## 32. FINANCIAL INCOME (EXPENSE)

Net financial expense in first half 2018 improved by $€ 3,971$ thousand versus first half 2017, as a result mainly of:

- lower interest expense on loans for $€ 3,791$ thousand, resulting from lower average debt and lower rates;
- lower commissions on undrawn amounts of $€ 438$ thousand;
both deriving from the renegotiation of committed credit lines made at end December 2017
- lower expense on prior-years' derivative contracts of $€ 49$ thousand;
- lower interest earned on tax receivables collected in first quarter 2017 of $€ 426$ thousand;
- lower financial expense and income of $€ 119$ thousand.

| Financial income (expense) <br> (Euro/thousands) | $1^{\circ}$ half 2018 | $1^{\circ}$ half 2017 |
| :--- | :--- | :--- |


| Interest from banks and post offices | - | 2 |
| :--- | ---: | ---: |
| Financial income from derivatives | - |  |
| Financial income | 42 | 468 |
| Other interest | 42 | 53 |
| Total interest and other financial income | $\mathbf{8 4}$ | $\mathbf{5 2 3}$ |
| Interest to banks and post offices | 20 | 14 |
| Interest on bonds, loans and borrowings and other expense | 1,974 | 5,536 |
| Financial expense from derivatives | 464 | 557 |
| Other financial expense for discounting assets/liabilities | 157 | 183 |
| Other interest | 629 | 1,345 |
| Total interest expense and other financial expense | $\mathbf{3 , 2 4 4}$ | $\mathbf{7 , 6 3 5}$ |
|  |  | 122 |
| Realized positive currency differences | 87 | $\mathbf{1 8}$ |
| Unrealized positive currency differences | $\mathbf{6 9}$ | $\mathbf{( 1 4 3 )}$ |
| Realized negative currency differences | $\mathbf{( 3 3 )}$ | $\mathbf{( 2 9 )}$ |
| Unrealized negative currency differences | $\mathbf{( 8 )}$ | $\mathbf{( 3 3 )}$ |
| Total income (loss) on currency transactions | $\mathbf{y}$ | $\mathbf{6}$ |
|  | $\mathbf{( 3 , 1 6 8 )}$ | $\mathbf{( 7 , 1 3 9 )}$ |
| Income (expense) from financial assets |  |  |

## 33. INCOME (EXPENSE) FROM INVESTMENTS

The income statement effect of companies consolidated at equity and other companies deteriorated by $€$ 7,886 thousand versus first half 2017, due to:

- the negative performance of Società Europea di Edizioni S.p.A., Mach 2 Libri S.p.A. and Monradio S.r.I.;
- the liquidation expense of Mach 2 Libri S.p.A., estimated at the end of first half 2018.


## Income (expense) from investments

(Euro/thousands)
$1^{\circ}$ half 2018
$1^{\circ}$ half 2017

Equity-accounted investees:

- Attica Publications Group 117
- Società Europea di Edizioni S.p.A. $\quad(1,406) \quad$ (912)
- Mach 2 Libri S.p.A. in liquidation (546)
- GD Media Service S.r.I. 6
- Venezia Accademia Società per i servizi museali S.c.a r.I.
1
- Edizioni EL S.r.I. 472
- Mediamond S.p.A. (2)
- Mondadori Seec Advertising Co. Ltd
(29) 38
509 633
- Monradio S.r.I.
$(1,090)$
- Income from acquisition of control of Skira-Rizzoli Publications Inc. 306

Other investments:

| - Milano Distribuzione Media S.r.I. | 31 | - |
| :--- | ---: | ---: |
| Total income (expense) from investments | $\mathbf{( 8 , 1 5 4 )}$ | $\mathbf{( 2 6 8 )}$ |

## 34. INCOME TAXES

| Income taxes |  |  |
| :--- | ---: | ---: |
| (Euro/thousands) | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 7}$ |
|  |  |  |
| IRES on income for the period | 1,945 | 1,907 |
| IRAP for the period | 1,090 | 1,170 |
| Total current taxes | $\mathbf{3 , 0 3 5}$ | $\mathbf{3 , 0 7 7}$ |
|  |  | $(767)$ |
| Deferred/pre-paid taxes for IRES | 33 | $(475)$ |
| Deferred/pre-paid taxes for IRAP | $\mathbf{( 7 3 4 )}$ | $\mathbf{1 5 2}$ |
| Total deferred/pre-paid taxes | $(3,331)$ | $\mathbf{( 3 2 3 )}$ |
|  |  | $(4,337)$ |
| Other tax items | $\mathbf{( 1 , 0 3 0 )}$ | $\mathbf{( 1 , 5 8 3 )}$ |
| Total income taxes |  |  |

Total income from current and deferred taxes, amounting to $€ 1,030$ thousand, decreased by $€ 553$ thousand versus the first half of the prior year.

Current taxes are in line with the amount in 2017, despite the significant difference in the result before taxes ( $€-12,425$ thousand in 2018 versus $€+4,102$ thousand in 2017).

This is explained by expense and income, which have a low tax impact due to the treatment set out in specific regulations, booked in the two comparative periods, comprising the gain from the disposal of NaturaBuy S.a.s. in 2017 and the loss from the disposal of Inthera S.p.A. in 2018, as well as by the income statement effects of the booking of equity-accounted investees.

Income shown in "Other tax items", amounting to $€ 3,331$ thousand, decreased by $€ 1,006$ thousand, as a result of income accounted for in 2017 to adjust the deferred taxes calculated on the amounts from Mondadori France publications under the new French tax rates.

It includes the positive effects:

- deriving from the lower taxable income defined for 2017, versus the lower taxable income estimated at the time of preparing the prior-year financial statements;
- recognized by Fininvest S.p.A. under the tax consolidation scheme;
- for lower expense relating to outstanding tax disputes.

The positive income statement effects of the dynamics of prepaid and deferred taxes, amounting to $€ 734$ thousand, reflects the changes in taxed provisions and other temporary differences between the value of the Group's assets and liabilities recorded in the financial statements and the value relevant for tax purposes.

## 35. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing net profit for the period attributable to the Group by the weighted average number of outstanding ordinary shares in the reporting period.

|  | $\mathbf{1}^{\mathbf{0}}$ half 2018 | $\mathbf{1}^{\boldsymbol{\circ}}$ half $\mathbf{2 0 1 7}$ |
| :--- | ---: | ---: |
| Net result for the period (Euro/000) |  |  |
| Average number of outstanding ordinary shares (no./000) | $(12,479)$ | 4,376 |
| Basic earnings per share (Euro) | 260,536 | 261,284 |

Diluted earnings per share are calculated by dividing net profit for the period attributable to the Group by the weighted average number of outstanding ordinary shares in the period.

|  | $\mathbf{1}^{\circ}$ half $\mathbf{2 0 1 8}$ | $\mathbf{1}^{\boldsymbol{\circ}}$ half $\mathbf{2 0 1 7}$ |
| :--- | ---: | ---: |
|  |  |  |
| Net result for the period (Euro/000) | $(12,479)$ | 4,376 |
| Average number of outstanding ordinary shares (no./000) | 260,536 | 261,284 |
| Number of options with diluted effect (no./000) | 0 | 0 |
| Diluted earnings per share (Euro) | $\mathbf{( 0 . 0 4 8 )}$ | $\mathbf{0 . 0 1 7}$ |

## 36. COMMITMENTS AND CONTINGENT LIABILITIES

At 30 June 2018, the Mondadori Group has commitments underwritten for a total amount of $€ 97,490$ thousand ( $£ 95,359$ thousand at 31 December 2017), represented mainly by guarantees issued on VAT receivables subject to reimbursement and prize contests transactions
Additionally, the Group has property leases in place, whose payments as per contract fall due between 2018 and 2030 , for a total of $€ 146,033$ thousand.

## 37. NON-RECURRING (INCOME) EXPENSE

In first half 2018, the Mondadori Group, as in the same period of 2017, recorded no non-recurring income or expense, under Consob Resolution no. 15519 of 27 July 2006

## 38. RELATED PARTIES

Transactions carried out with related parties, including intercompany transactions, do not qualify as either atypical or unusual, since they refer to standard business activities performed by Group companies. When performed out of the scope of standard conditions or when they are imposed by specific regulatory conditions, transactions with related parties are in any case carried out under market conditions.

## Transactions with related parties: figures at 30 June 2018

| (Euro/thousands) | Trade receivables | Financial receivables |  | Other current <br> assets | Trade payables | Financial payables | Tax payables | Other current liabilities | Revenue | Purchases of raw materials | Purchases of services | Cost of personnel | Other expense (income) | Financial income (expense) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Parent companies: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Fininvest S.p.A. |  |  | 44 |  | 32 |  | 930 |  |  |  | 21 |  |  |  |
| Associates |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mach 2 Libri S.p.A. | 11,088 |  |  |  | 16 |  |  |  | $(1,385)$ |  | 1 |  |  |  |
| - Venezia Musei Società per i servizi museali S.c.a r.l. | 260 |  |  | 12 |  |  |  |  |  |  |  |  |  |  |
| - Harlequin Mondadori S.p.A. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Attica Publications Group | 24 | 500 |  |  | 9 |  |  |  |  |  |  |  |  | (12) |
| - Edizioni EL S.r.l. | 841 |  |  | 15 | 4,598 |  |  |  | $(2,662)$ | 12 | 8 |  |  |  |
| - Società Europea di Edizioni S.p.A. | 453 |  |  | 46 | 1,024 |  |  | 123 | 1,071 | 119 | (4) |  | (11) |  |
| - ACI-Mondadori S.p.A. (in liquidation) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Consorzio COVAR (in liquidation) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - EMAS Digital S.A.S. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Campania Arte S.c.a r.l. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mondadori Independent Media LLC | 3 |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Venezia Accademia Soc. per i serv. mus. | 6 | 25 |  |  | 17 |  |  |  |  |  | 15 |  | (5) |  |
| S.c.a r.l. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mediamond S.p.A. | 38,715 |  |  | 11 | 3,149 |  |  |  | 38,625 | 1,206 | 194 |  | 28 |  |
| - Mondadori Seec Advertising Co. Ltd | 585 |  |  |  | 69 |  |  |  | 666 |  |  |  | 67 |  |
| - GD Media Service S.r.l. | 2 |  |  |  | 241 |  |  |  | 1 | 143 | 275 |  |  |  |
| - Monradio S.r.l. |  |  |  |  |  |  |  |  |  |  | 3 |  | (5) |  |

Gold 5 S.

- Skira Rizzoli Publications Inc.

EDIGITA S.r.l.


## Transactions with related parties: figures at 30 June 2018

| (Euro/thousands) | $\begin{array}{r} \text { Trade } \\ \text { receivables } \\ \hline \end{array}$ | Financial receivables | $\begin{array}{r} \text { Tax } \\ \text { receivables } \\ \hline \end{array}$ | Other current <br> assets | $\begin{array}{r} \text { Trade } \\ \text { payables } \end{array}$ | Financial payables | $\begin{array}{r} \text { Tax } \\ \text { payables } \end{array}$ | Other current | Revenue | Purchases of raw materials | Purchases of services | Cost of personnel | $\begin{gathered} \text { Other } \\ \text { expense } \\ \text { (income) } \end{gathered}$ | Financial income (expense) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Affiliates: <br> - RTI - Reti Televisive Italiane S.p.A. | 107 |  |  |  | 1,194 |  |  |  | $(2,060)$ |  | 8 | (54) | (3) |  |
| - Publitalia 80 S.p.A. |  |  |  |  | 582 |  |  |  |  |  | 1,271 |  |  |  |
| - Digitalia 08 S.r.l. |  |  |  |  | 4 |  |  |  |  |  | 7 |  |  |  |
| - Banca Mediolanum S.p.A. |  |  |  |  |  |  |  | 7 | 224 |  |  |  |  |  |
| - Publieurope Ltd |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Il Teatro Manzoni S.p.A. |  |  |  |  |  |  |  |  | 108 |  | 108 |  |  |  |
| - Mediaset S.p.A. |  |  |  |  |  |  |  |  | 1 |  |  |  |  |  |
| - Alba Servizi Autotrasporti S.p.A. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mediolanum Comunicazione S.p.A. |  |  |  |  |  |  |  |  | 13 |  |  |  |  |  |
| - Fininvest Gestione Servizi S.p.A. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Milan Entertainment S.r.l. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mediaset Premium S.p.A. |  |  |  |  |  |  |  |  |  | 1 |  |  |  |  |
| - Media4Commerce S.p.A.. |  |  |  |  | (65) |  |  |  |  |  |  |  |  |  |
| Total affiliates | 107 | 0 | 0 | 0 | 1,715 | 0 | 0 | 7 | $(1,714)$ | 1 | 1,394 | (54) | (3) | 0 |
| Total related parties | 52,084 | 525 | 44 | 84 | 10,870 | 0 | 930 | 130 | 34,602 | 1,481 | 1,907 | (54) | 71 | (12) |
| of which related parties from discontinued operations | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Percentage on item | 19.5\% | 1.5\% | 0.1\% | 0.1 \% | 3.6\% | 0.0\% | 23.6\% | 0.1\% | 6.4\% | 1.6\% | 0.6\% | n.s. | 4.0\% | 0.4\% |

## Transactions with related parties: balance sheet figures at 31 December 2017 and income statement figures at 30 June 2017



Transactions with related parties: balance sheet figures at 31 December 2017 and income statement figures at 30 June 2017

| (Euro/thousands) | Trade receivables | Financial receivables | $\begin{array}{r} \text { Tax } \\ \text { receivables } \\ \hline \end{array}$ | Other current $\qquad$ assets | Trade payables | Financial payables | $\begin{array}{r} \text { Tax } \\ \text { payables } \end{array}$ | Other current liabilities | Revenue | Purchases of raw materials | Purchases of services | Cost of personnel | Other expense (income) | Financial income (expense) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Affiliates: |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - RTI - Reti Televisive Italiane S.p.A. | 435 |  |  |  | 1,235 |  |  |  | 7 |  | (11) | (51) |  |  |
| - Publitalia 80 S.p.A. |  |  |  |  | 1,868 |  |  |  | 9 |  | 1,709 |  |  |  |
| - Digitalia '08 S.r.l. |  |  |  |  | 9 |  |  |  |  |  | 27 |  |  |  |
| - Banca Mediolanum S.p.A. | 3 |  |  |  |  |  |  | 7 | 356 |  | (1) |  |  |  |
| - Publieurope Ltd |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Il Teatro Manzoni S.p.A. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mediaset S.p.A. | 9 |  |  |  |  |  |  |  | 1 |  |  |  |  |  |
| - Alba Servizi Autotrasporti S.p.A. |  |  |  |  |  |  |  |  |  |  | 1 |  |  |  |
| - Mediolanum Comunicazione S.p.A. |  |  |  |  |  |  |  |  | 12 |  |  |  |  |  |
| - Fininvest Gestione Servizi S.p.A. | 2 |  |  |  | 12 |  |  |  |  |  | 10 | (42) |  |  |
| - Milan Entertainment S.r.l. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Mediaset Premium S.p.A. | 15 |  |  |  |  |  |  |  |  |  |  |  |  |  |
| - Media4Commerce S.p.A.. |  |  |  |  | (65) |  |  |  | $(1,963)$ | (80) | 1 |  |  |  |
| - Mediobanca S.p.A. |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Total affiliates | 464 | 0 | 0 | 0 | 3,059 | 0 | 0 | 7 | $(1,578)$ | (80) | 1,736 | (93) | 0 | 0 |
| Total related parties | 50,413 | 525 | 199 | 56 | 15,025 | 0 | 4,075 | 131 | 46,413 | 1,638 | 2,927 | (93) | 67 | (59) |
| of which related parties from discontinued operations | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Percentage on item | 16.9\% | 15.2\% | 0.7 \% | 0.1 \% | 4.6\% | 0.0\% | 70.9\% | 0.1 \% | 8.1\% | 1.6\% | 0.8\% | n.s. | n.s. | 0.8\% |

## 39. FAIR VALUE MEASUREMENT

Some of the Group's financial assets and liabilities were measured at fair value.

| Financial assets <br> (liabilities) <br> (Euro/thousands) | Fair value <br> $\mathbf{3 0}$ June 2018 | Fair value <br> hierarchy | Valuation method and main inputs |
| :--- | :--- | :--- | :--- |
| Interest rate swap <br> contracts | (625) | Level 2 | Discounted cash flow. <br> Projected flows are discounted based on the forward <br> rate curve expected at the end of the period and on <br> the contractual fixing rates, also taking the <br> counterparty default risk into account |
| lnvestments in other <br> companies |  | 893 | Level 3 |
| Earn out Banzai acquisition | 2,888 | Based on the nature of the investments held in other <br> lompanies, the cost may be considered <br> representative of the fair value. |  |

## 40. OPERATING SEGMENTS

The reporting required by IFRS 8 - Operating segments - is provided by taking into account the Group's organizational structure, based on which the periodic reporting is made, used by Management to define actions and strategies, evaluate investment opportunities and allocate resources; the picture versus 2017 remained unchanged.

For the Board of Directors
The Chairman
Marina Berlusconi


Amounts in Euro thousands
Segment information: figures at 30 June 2018

| (Euro/thousands) | Books | Retail | $\begin{array}{r} \text { Magazines } \\ \text { Italy } \\ \hline \end{array}$ | Magazines France | Corporate \& Shared Services | Unallocated items and consolidation adjustments | Consolidated result |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Revenue from sales and services from external customers | 159,408 | 82,773 | 147,808 | 152,905 | 926 | - | 543,820 |
| Revenue from sales and services from other sectors | 19,092 | 313 | (293) | - | 16,437 | $(35,549)$ | 0 |
| EBITDA | 12,499 | $(3,501)$ | (96) | 10,752 | $(5,361)$ | - | 14,293 |
| EBIT | 6,840 | $(5,138)$ | $(2,170)$ | 5,507 | $(6,142)$ | - | $(1,103)$ |
| Financial income (expense) | - | - | - | - | $(3,168)$ | - | $(3,168)$ |
| Income (expense) from equity-accounted investees | $(6,292)$ | - | 603 | - | $(2,496)$ |  | $(8,185)$ |
| Result before taxes and non-controlling interests | 111 | $(5,413)$ | $(1,613)$ | 3,716 | $(9,226)$ | - | $(12,425)$ |
| Income taxes | - | - | - | - | $(1,030)$ | - | $(1,030)$ |
| Result attributable to non-controlling interests | - | - | - | 1,084 | - |  | 1,084 |
| Result from discontinued operations | - | - | - | - | - | - | 0 |
| Net result | 111 | $(5,413)$ | $(1,613)$ | 2,632 | $(8,196)$ | - | $(12,479)$ |
| Amortization, depreciation and impairment | 5,659 | 1,637 | 2,074 | 5,245 | 781 | - | 15,396 |
| Non-monetary costs | 9,459 | 1,199 | 1,748 | 2,388 | 157 | - | 14,951 |
| Non-recurring income (expense) | - | - | - | - | - | - | 0 |
| Capital expenditure | 6,077 | 1,117 | 2,091 | 392 | 2,010 | - | 11,687 |
| Equity-accounted investees | 3,096 | - | 20,716 | - | 12,055 | - | 35,867 |
| Total assets | 403,330 | 94,211 | 242,740 | 419,380 | 171,294 | $(28,693)$ | 1,302,262 |
| Total liabilities | 257,646 | 63,631 | 169,364 | 112,893 | 382,358 | $(18,539)$ | 967,353 |
| Revenue from sales and services Fixed assets |  |  |  |  |  |  |  |
| Italy |  |  |  |  | 368,451 |  | 244,838 |
| France |  |  |  |  | 150,610 |  | 367,423 |
| Other EU countries |  |  |  |  | 8,702 |  | , |
| USA |  |  |  |  | 13,042 |  | 3,448 |
| Other countries |  |  |  |  | 3,015 |  | - |
| Consolidated result |  |  |  |  | 543,820 |  | 615,709 |

## Segment reporting: income statement figures at 30 June 2017 and balance sheet figures at 31 December 2017



## LIST OF RELEVANT INVESTMENTS

| COMPANY NAME | SHARE CAPITAL |  | \% OWNED | OWNERSHIP MODE | HOLDER | \% OWNED | REGISTERED OFFICE | TAX CODE | DATE OF INCORPORATION |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Aranova Freedom Soc. Cons. a r.l. (Italy) | EURO | 19,200 | 16.67\% | indirect | Monradio S.r.l. | 16.67\% | Bologna, Via Guinizzelli 3 | 02532501208 | 24/01/2005 |
| Campania Arte S.c. a r.l.- in liquidation (Italy) | EURO | 100,000 | 23.41\% | indirect | Mondadori Electa S.p.A. | 23.41\% | Rome - Via Tunisi 4 | 09086401008 | 18/07/2006 |
| Club Dab Italia Società consortile per azioni (Italy) | EURO | 240,000 | 12.5\% | indirect | Monradio S.r.1. | 12.5\% | Milan - Foro Bonaparte 71 | 97174850152 | 01/02/1996 |
| Edizioni EL S.r.l. (Italy) | EURO | 620,000 | 50\% | indirect | Giulio Einaudi Editore S.p.A. | 50\% | Trieste - San Dorligo della Valle - Via J. Ressel 5 | 00627340326 | 07/05/1984 |
| Giulio Einaudi Editore S.p.A. (Italy) | EURO | 23,920,000 | 100\% | indirect | Mondadori Libri S.p.A. | 100\% | Turin - Via U. Biancamano 2 | 08367150151 | 03/06/1986 |
| Mondadori Scienza S.p.A. (Italy) | EURO | 2,600,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Luisa Battistotti Sassi 11/A | 09440000157 | 19/09/1988 |
| Mach 2 Libri S.p.A. S.p.A. - in liquidation (Italy) | EURO | 646,250 | 44.91\% | indirect | Mondadori Libri S.p.A. | 44.91\% | Peschiera Borromeo (MI) - Via Galileo Galilei 1 | 03782990158 | 06/05/1983 |
| GD Media Service S.r.1. (Italy) | euro | 789,474 | 38\% | indirect | Press-di Distribuzione Stampa e Multimedia S.r.1. | 24\% | Peschiera Borromeo (MI) - Via Galileo Galilei 1 | 07014150960 | 27/04/2010 |
| MDM Milano Distribuzione Media S.r.l. (Italy) | EURO | 611,765 | 17\% | indirect indirect | Mach 2 Libri S.p.A. - in liguidation Press-di Distribuzione Stampa e Multimedia S.r.l. | $\begin{aligned} & 14 \% \\ & 17 \% \end{aligned}$ | Milan - Via Carlo Cazzaniga 19 | 10463540152 | 02/10/1991 |
| Mediamond S.p.A. (Italy) | EURO | 2,400,000 | 50\% | indirect | Press-di Abbonamenti S.p.A. | 50\% | Milan - Via Bianca di Savoia 12 | 06703540960 | 30/07/2009 |
| Mondadori Retail S.p.A. (Italy) | EURO | 2,700,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 00212560239 | 19/11/1946 |
| Mondadori Education S.p.A. (Italy) | EURO | 10,608,000 | 100\% | indirect | Mondadori Libri S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 03261490969 | 01/10/2001 |
| Mondadori Electa S.p.A. (Italy) | EURO | 1,593,735 | 100\% | indirect | Mondadori Libri S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 01829090123 | 23/02/1989 |
| Mondadori International Business S.r.1. (Italy) | EURO | 200,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 08009080964 | 29/10/2012 |
| Press-Di Abbonamenti S.p.A. (Italy) (former M.Pubblicità) | EURO | 3,120,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 08696660151 | 12/02/1987 |
| Monradio S.r.l. (Italy) | EURO | 3,030,000 | 20\% | direct | Arnoldo Mondadori Editore S.p.A. | 20\% | Milan - Via Paleocapa, 3 | 04571350968 | 15/10/2004 |
| Press-di Distribuzione Stampa e Multimedia S.r.l. (Italy) | EURO | 1,095,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 03864370964 | 19/02/2003 |
| Società Europea di Edizioni S.p.A. (Italy) | EURO | 2,528,875 | 36.89\% | direct | Arnoldo Mondadori Editore S.p.A. | 36.89\% | Milan - Via G. Negri 4 | 01790590150 | 27/02/1974 |
| Venezia Accademia Società peri servizi museali Scarl (Italy) | EURO | 10,000 | 25\% | indirect | Mondadori Electa S.p.A. | 25\% | Venice - Via L. Einaudi 74 | 03808820272 | 11/01/2008 |
| Venezia Musei Società per i servizi museali S.c.ar.1. in liquidation (Italy) | EURO | 10,000 | 34\% | indirect | Mondadori Electa S.p.A. | 34\% | Venice - Via L. Einaudi 74 | 03534350271 | 22/04/2004 |
| Attica Publications S.A. (Greece) | EURO | 4,590,000 | 41.98\% | direct | Arnoldo Mondadori Editore S.p.A. | 41.98\% | Greece - Athens - Maroussi, 40 Kifissias Avenue |  | 01/08/1994 |
| Editions Mondadori Axel Springer SNC (France) | EURO | 152,500 | 50\% | indirect | Mondadori France SAS | 50\% | France - Montrouge Cedex - 8, rue Francois Ory |  | 09/12/1999 |
| EMAS Digital SAS in liquidation (France) | EURO | 27,275,400 | 50\% | indirect | Mondadori France SAS | 50\% | France - Montrouge Cedex - 8, rue Francois Ory |  | 13/09/2011 |
| Mondadori France SAS (France) | EURO | 50,000,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | France - Montrouge Cedex - 8, rue Francois Ory |  | 23/06/2004 |
| Mondadori Magazines France SAS (France) | EURO | 60,557,458 | 100\% | indirect | Mondadori France SAS | 100\% | France - Montrouge Cedex - 8, rue Francois Ory |  | 30/03/2004 |
| Mondadori Seec (Beijing) Advertising Co. Ltd | CNY | 40,000,000 | 50\% | indirect | Press-di Abbonamenti S.p.A. | 50\% | China - Beijing - Chaoyang District - Fan Li Plaza, 22, Chaowai Avenue, Level 10, Room B2 |  | 4/06/2008 |
| Mondadori UK Limited in liquidation (UK) | GBP | 15,000.00 | 100\% | indirect | Mondadori International Business S.r.1. | 100\% | United Kingdom - London 10 Salisbury Square - St. Bride's House |  | 18/03/2010 |
| Mondadori Libri S.p.A. (Italy) | EURO | 30,050,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 08856650968 | 02/12/2014 |
| AdKaora S.r.l. (Italy) | EURO | 15,000 | 100\% | direct | Arnoldo Mondadori Editore S.p.A. | 100\% | Milan - Via Bianca di Savoia 12 | 08105480969 | 16/01/2013 |
| Rizzoli Education S.p.A. (Italy) | EURO | 42,405,000 | 99.99\% | indirect | Mondadori Libri S.p.A. | 99.99\% | Milan - Via Bianca di Savoia 12 | 05877160159 | 30/06/1980 |
| Rizzoli International Publications Inc (USA) | USD | 26,900,000 | 100\% | indirect | Rizzoli Education S.p.A. | 100\% | New York - 300 Park Avenue South |  |  |
| Rizzoli Bookstore Inc (USA) | USD | 3,498,900 | 100\% | indirect | Rizzoli International Publications Inc | 100\% | New York - 1133 Broadway |  |  |

# CERTIFICATION OF THE CONSOLIDATED HALF-YEAR FINANCIAL STATEMENTS 

## Certification of the condensed consolidated half-year financial statements pursuant to art. 81-ter of Consob Regulation no. 11971 of 14 May 1999 as subsequently amended and supplemented

1. The undersigned Ernesto Mauri, in his capacity as CEO, and Oddone Pozzi, in his capacity as Financial Reporting Manager of Arnoldo Mondadori Editore S.p.A., also in compliance with the provisions set out in art. 154-bis, par. 3 and 4, of Legislative Decree no. 58 of 24 February 1998, hereby certify:

- the adequacy in relation to the Group's characteristics and
- the actual application of the administrative and accounting procedures for the preparation of the condensed consolidated half-year financial statements at 30 June 2018.

2. The valuation of the adequacy of the administrative and accounting procedures for the preparation of the condensed consolidated half-year financial statements at 30 June 2018 was carried out based on a specific process defined by Arnoldo Mondadori Editore consistently with the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission, which groups together a set of general principles of reference generally accepted at the international level.
3. We also hereby certify that:
3.1 the condensed consolidated half-year financial statements at 30 June 2018:
a) have been prepared in compliance with the applicable international accounting standards acknowledged at the EU level, pursuant to EC regulation no. 1606/2002 of the EU Parliament and Council of 19 July 2002, and specifically to IAS 34 - Interim Financial Reporting, and with the provisions set out for the implementation of art. 9 of Legislative Decree no. 38/2005;
b) reflect the accounting books and entries;
c) provide a true and fair view of the financial position and results of operations of the Issuer and the group of companies included in the consolidation scope.
3.2 the interim report on operations includes a reliable analysis of the significant events that took place in the first six months of the year and their impact on the condensed consolidated half-year financial statements, together with a description of the main risks and uncertainties for the remaining six months of the year. The report also includes a reliable analysis of the main transactions with related parties.

31 July 2018


The Financial Reporting Manager


INDEPENDENT AUDITORS' REPORT

# REPORT ON REVIEW OF THE HALF-YEARLY CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 

## To the Shareholders of Arnoldo Mondadori Editore S.p.A.

## Introduction

We have reviewed the accompanying half-yearly condensed consolidated financial statements of Arnoldo Mondadori Editore S.p.A. and subsidiaries (the Mondadori Group), which comprise the statement of financial position as of June 30, 2018 and the income statement, statement of comprehensive income, statement of changes in equity and cash flow statement for the six month period then ended, and a summary of significant accounting policies and other explanatory notes. The Directors are responsible for the preparation of the half-yearly condensed consolidated financial statements in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as adopted by the European Union. Our responsibility is to express a conclusion on the half-yearly condensed consolidated financial statements based on our review.

## Scope of Review

We conducted our review in accordance with the criteria recommended by the Italian Regulatory Commission for Companies and the Stock Exchange ("Consob") for the review of the half-yearly financial statements under Resolution $n^{\circ} 10867$ of July 31, 1997. A review of half-yearly condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing (ISA Italia) and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying half-yearly condensed consolidated financial statements of the Mondadori Group as at June 30, 2018 are not prepared, in all material respects, in accordance with the International Accounting Standard applicable to the interim financial reporting (IAS 34) as adopted by the European Union.

DELOITTE \& TOUCHE S.p.A.

Signed by
Vittorio Camosci
Partner

Milan, Italy
August 1, 2018

[^10]
[^0]:    * 2017 revenue: comparative amounts reclassified under IFRS 15.
    ** Changes in this report were calculated on amounts expressed in Euro thousands.

[^1]:    * The Board of Directors and the Board of Statutory Auditors currently in office were appointed by the Shareholders' Meeting of 24 April 2018
    ** Independent Director

[^2]:    ${ }^{1}$ Source: GFK, June 2018 (figures in terms of market value)

[^3]:    ${ }^{2}$ Store revenue on a like-for-like basis
    ${ }^{3}$ Source: GFK, June 2018 (figures in terms of market value)

[^4]:    ${ }^{4}$ Source: Nielsen, cumulative figures at May 2018
    ${ }^{5}$ Internal source: Press-Di, cumulative figures at May 2018 (newsstands + subscriptions) in terms of value

[^5]:    ${ }^{6}$ Source: comScore, average figure Jan.-May 2018

[^6]:    ${ }^{7}$ Source: Mondadori France + Presstalis, figure at May 2018
    ${ }^{8}$ Source: Net Index, cumulative figures in terms of value at April 2018
    ${ }^{9}$ Source: Kantar Media, cumulative figures in terms of volume at April 2018

[^7]:    ${ }^{10}$ Regulation (EU) 2016/679 of the European Parliament on the protection of natural persons with regard to the processing and free movement of personal data.

[^8]:    ${ }^{11}$ Cost of enlarged personnel includes costs for collaborations and temporary employment.

[^9]:    $\left(^{*}\right)$ It should be noted that, with reference to income taxes, each Group company applied the tax rate applicable in the country of residence.
    As for IRAP, each Group company applied the tax rate in force, taking into account the distribution of the tax base by region.

[^10]:    Ancona Bari Bergamo Bologna Brescia Cagliari Firenze Genova Milano Napoli Padova Parma Roma Torino Treviso Udine Verona
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